

Form **990-PF****Return of Private Foundation**

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

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information. **2006****2019****Open to Public Inspection****For calendar year 2019 or tax year beginning****07/01, 2019, and ending****06/30, 2020**

Name of foundation

PISCES FOUNDATION

A Employer identification number

20-7415160

Number and street (or P O box number if mail is not delivered to street address)

268 BUSH STREET

Room/suite

#3433

B Telephone number (see instructions)

(415) 364-3760

City or town, state or province, country, and ZIP or foreign postal code

SAN FRANCISCO, CA 94104

G Check all that apply☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

Name change

C If exemption application is pending, check here. ☐**D 1 Foreign organizations, check here.** ☐**2 Foreign organizations meeting the 85% test, check here and attach computation.** ☐**E If private foundation status was terminated under section 507(b)(1)(A), check here.** ☐**F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here.** ☐**H Check type of organization** ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I Fair market value of all assets at****J Accounting method** ☐ Cash ☒ Accrual

end of year (from Part II, col (c), line

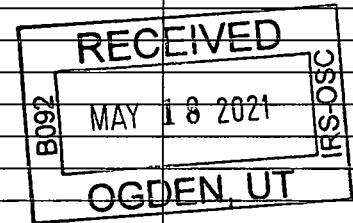
Other (specify)

16) ▶ \$ 19,128,696.

(Part I, column (d), must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)**(a) Revenue and expenses per books****(b) Net investment income****(c) Adjusted net income****(d) Disbursements for charitable purposes (cash basis only)**

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	4,433,782.			
2 Check ☐ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.	1,456.	1,456.		
4 Dividends and interest from securities	459,768.	523,123.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	39,975.			
b Gross sales price for all assets on line 6a	25,509,626.			
7 Capital gain net income (from Part IV, line 2)		3,235,450.		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	4,934,981.	3,760,029.		
13 Compensation of officers, directors, trustees, etc.	775,375.			775,375.
14 Other employee salaries and wages	1,036,989.			1,036,989.
15 Pension plans, employee benefits	344,861.			367,506.
16a Legal fees (attach schedule) ATCH 1	66,813.			75,592.
b Accounting fees (attach schedule) ATCH 2	62,114.	32,137.		32,137.
c Other professional fees (attach schedule) [3]	333,689.			379,331.
17 Interest				
18 Taxes (attach schedule) (see instructions) [4]	178,132.			123,504.
19 Depreciation (attach schedule) and depletion	159,412.			
20 Occupancy				
21 Travel, conferences, and meetings	91,171.			107,148.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	1,136,637.	26,860.		1,220,684.
24 Total operating and administrative expenses. Add lines 13 through 23.	4,185,193.	58,997.		4,118,266.
25 Contributions, gifts, grants paid	18,789,500.			16,428,402.
26 Total expenses and disbursements. Add lines 24 and 25.	22,974,693.	58,997.	0.	20,546,668.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-18,039,712.			
b Net investment income (if negative, enter -0-)		3,701,032.		
c Adjusted net income (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,535,025.	1,066,898.	1,066,898.
	2 Savings and temporary cash investments	40,815.	40,989.	40,989.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable.			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use.			
	9 Prepaid expenses and deferred charges	54,780.	94,991.	94,991.
	10a Investments - U S and state government obligations (attach schedule) [6]	30,777,189.	16,513,951.	16,513,951.
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	Liabilities	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶		
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ ATCH 7)		1,576,344.	1,411,867.	1,411,867.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		33,984,153.	19,128,696.	19,128,696.
17 Accounts payable and accrued expenses		522,411.	346,168.	
18 Grants payable		350,000.	2,865,000.	
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons.				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶ ATCH 8)	2,900.	848,398.		
23 Total liabilities (add lines 17 through 22)	875,311.	4,059,566.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☒ X and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	33,008,842.	15,069,130.	
	25 Net assets with donor restrictions	100,000.		
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ 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 (see instructions)	33,108,842.	15,069,130.	
	30 Total liabilities and net assets/fund balances (see instructions)	33,984,153.	19,128,696.	

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	33,108,842.
2 Enter amount from Part I, line 27a	2	-18,039,712.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	15,069,130.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	15,069,130.

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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.)
1 a SEE PART IV SCHEDULE					
b					
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 25,509,626.		22,274,176.	3,235,450.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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	3,235,450.	
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	0.	

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	18,283,666.	44,784,399.	0.408260
2017	23,035,903.	65,075,059.	0.353990
2016	19,433,494.	58,201,838.	0.333898
2015	16,744,320.	40,337,601.	0.415105
2014	11,618,072.	38,114,726.	0.304818
2 Total of line 1, column (d)			2 1.816071
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 0.363214
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 26,224,077.
5 Multiply line 4 by line 3.			5 9,524,952.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 37,010.
7 Add lines 5 and 6.			7 9,561,962.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 20,546,668.

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 ☐ 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 ☒ and enter 1% of Part I, line 27b		1	37,010.
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	
3 Add lines 1 and 2		3	37,010.
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	37,010.
6 Credits/Payments			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	41,977.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	27,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	68,977.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
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	31,967.	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax ☐ 31,967. Refunded ☐ ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		X
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		
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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
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?		
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 XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ☐ CA, ☐		
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 2019 or the tax year beginning in 2019? 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)

	Yes	No
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	11	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.	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.PISCESFOUNDATION.ORG	13	X
14 The books are in care of ► PISCES, INC. Telephone no ► 415-288-0540		
Located at ► 220 MONTGOMERY STREET, STE 433 SAN FRANCISCO, CA ZIP+4 ► 94104-3402		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		

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

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

	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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(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)	☐ Yes ☒ No	
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	X
Organizations relying on a current notice regarding disaster assistance, check here ► ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c	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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019?	☐ Yes ☒ No	
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	
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?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)	3b	
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 2019?	4b	X

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

(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
ATCH 9		775,375.	132,670.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). 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
ATCH 10		682,906.	126,300.	75.

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 11		605,041.

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

Part IX-A	Summary of Direct Charitable Activities
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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.

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 IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		

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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	24,289,377.
b	Average of monthly cash balances	1b	2,334,051.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	26,623,428.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	26,623,428.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	399,351.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	26,224,077.
6	Minimum investment return. Enter 5% of line 5	6	1,311,204.

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	1,311,204.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	37,010.
b	Income tax for 2019 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	37,010.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,274,194.
4	Recoveries of amounts treated as qualifying distributions	4	1,000,000.
5	Add lines 3 and 4	5	2,274,194.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,274,194.

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	20,546,668.
b	Program-related investments - total from Part IX-B	1b	
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 V, line 8, and Part XIII, line 4	4	20,546,668.
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. See instructions.	5	37,010.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	20,509,658.

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.

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Page **9****Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				2,274,194.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.				
b Total for prior years 20 <u>17</u> , 20 <u>16</u> , 20 <u>15</u>				
3 Excess distributions carryover, if any, to 2019				
a From 2014	9,712,336.			
b From 2015	14,739,418.			
c From 2016	16,689,503.			
d From 2017	19,884,820.			
e From 2018	16,236,408.			
f Total of lines 3a through e	77,262,485.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>20,546,668.</u>				
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2019 distributable amount.				2,274,194.
e Remaining amount distributed out of corpus.	18,272,474.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	95,534,959.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020.				
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)	100,000.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)	9,612,336.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	85,822,623.			
10 Analysis of line 9				
a Excess from 2015	14,739,418.			
b Excess from 2016	16,689,503.			
c Excess from 2017	19,884,820.			
d Excess from 2018	16,236,408.			
e Excess from 2019	18,272,474.			

Form **990-PF** (2019)

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

NOT APPLICABLE

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 2019, enter the date of the ruling

☐ 4942(j)(3) or ☐ 4942(j)(5)

b Check box to indicate whether the foundation is a private operating foundation described in section

	Tax year	Prior 3 years			(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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))

ATTACHMENT 12

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. See instructions.

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

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

c Any submission deadlines

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

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 ATCH 13				
Total			▶ 3a	16,428,402.
b Approved for future payment ATCH 14				
Total			▶ 3b	3,049,462.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	1,456.	
4	Dividends and interest from securities			14	459,768.	
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			18	39,975.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)				501,199.	
13	Total Add line 12, columns (b), (d), and (e)					501,199.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | | | |
|----------|--|--------------|------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| 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. | | | |

[illegible]

- 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

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.

**Sign
Here**

Signature of officer or trustee

May the IRS discuss this return with the preparer shown below?
See instructions ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name
BRADFORD E WATTERSON

Preparer's signature
Bradford Watterson

Date
Apr 21, 2021

Check ☐	If	PTIN
self-employed		P00082812

Firm's name **SEILER LLP**

Firm's EIN ▶ 94-1624276

Firm's address ► 220 MONTGOMERY STREET STE 300
SAN FRANCISCO, CA

94104

Phone no 415-392-2123

Schedule of Contributors

OMB No 1545-0047

2019

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization
PISCES FOUNDATION

Employer identification number
20-7415160

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization **PISCES FOUNDATION**Employer identification number
20-7415160**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DORIS F. FISHER 220 MONTGOMERY STREET, STE 433 SAN FRANCISCO, CA 94104	\$ 1,340,707.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	DORIS F. FISHER 220 MONTGOMERY STREET, STE 433 SAN FRANCISCO, CA 94104	\$ 466,476.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
3	ROBERT J. FISHER 220 MONTGOMERY STREET, STE 433 SAN FRANCISCO, CA 94104	\$ 2,626,599.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization **PISCES FOUNDATION**

Employer identification number

20-7415160

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	27,353 SHS OF CHARLES SCHWAB CORP _____ _____ _____	\$ <u>1,340,707.</u>	<u>12/04/2019</u>
<u>2</u>	9,517 SHS OF CHARLES SCHWAB CORP _____ _____ _____	\$ <u>466,476.</u>	<u>12/04/2019</u>
<u>3</u>	450 SHS OF ADYEN NV _____ _____ _____	\$ <u>312,863.</u>	<u>09/17/2019</u>
<u>3</u>	3,931 SHS OF PLURALSIGHT INC _____ _____ _____	\$ <u>69,009.</u>	<u>11/20/2019</u>
<u>3</u>	4,305 SHS OF BLACKLINE INC _____ _____ _____	\$ <u>233,805.</u>	<u>11/26/2019</u>
<u>3</u>	5,615 SHS OF FASTLY INC _____ _____ _____	\$ <u>118,701.</u>	<u>11/26/2019</u>

Name of organization **PISCES FOUNDATION**

Employer identification number

20-7415160

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	205 SHS OF ADYEN NV	\$ 167,485.	12/30/2019
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	2,431 SHS OF FASTLY INC	\$ 58,174.	01/29/2020
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	307 SHS OF ADYEN NV	\$ 289,655.	02/21/2020
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	1,319 SHS OF UBER TECHNOLOGIES INC	\$ 42,755.	02/27/2020
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	707 SHS OF UBER TECHNOLOGIES INC	\$ 22,917.	02/27/2020
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	3,649 SHS OF DATADOG INC	\$ 163,001.	02/28/2020

Name of organization **PISCES FOUNDATION**

Employer identification number

20-7415160

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	2,365 SHS OF BLACKLINE INC	\$ 129,318.	03/13/2020
3	1,436 SHS OF BLACKLINE INC	\$ 78,520.	03/13/2020
3	6,888 SHS OF FASTLY INC	\$ 125,362.	03/25/2020
3	6,571 SHS OF FASTLY INC	\$ 149,786.	04/21/2020
3	163 SHS OF DOCUSIGN INC	\$ 17,858.	05/05/2020
3	70 SHS OF ADYEN NV	\$ 71,472.	05/06/2020

Name of organization PISCES FOUNDATION

Employer identification number

20-7415160

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	135 SHS OF ADYEN NV	\$ 137,840.	05/06/2020
3	198 SHS OF ADYEN NV	\$ 211,365.	05/11/2020
3	3,252 SHS OF DATADOG INC	\$ 226,713.	05/21/2020
		\$	
		\$	
		\$	

Name of organization PISCES FOUNDATION

Employer identification number

20-7415160

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
21145930.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 21122750.				D	VARIOUS 23,180.	VARIOUS
4,363,696.		PUBLICLY TRADED SECURITIES 1,151,426.				D	VARIOUS 3,212,270.	VARIOUS
TOTAL GAIN(LOSS)							<u>3,235,450.</u>	

PISCES FOUNDATION

FORM 990-PF - PART I, #19 DEPRECIATION AND DEPLETION

20-7415160

Description	Service date	Deprec Method	Life-Yr	FY2020 Activity			Balance 6/30/20	6/30/2019		6/30/2020		Net Book Value
	Fiscal Year End			Balance 7/1/19	FA Additions	FA Disposals		Accumulated Depreciation	Total 6/30/2020 Depreciation Expense	Accumulated Depreciation		
Computer Equipment-5 yrs												
Computer Equipment	6/30/2016	SL	5	5,399	-	(3,804)	1,595	3,378	319	1,316	279	
Computer Equipment	6/30/2017	SL	5	10,829	-	-	10,829	5,595	2,166	7,760	3,068	
Computer Equipment	6/30/2019	SL	5	868	-	-	868	145	174	318	550	
Sub-Total Computer Equipment - 5 yrs				17,096	-	(3,804)	13,291	9,117	2,658	9,395	3,897	
Computer Equipment -3 yrs												
Computer Equipment	6/30/2017	SL	3	21,879	-	-	21,879	16,153	5,725	21,879	-	
Computer Equipment	6/30/2018	SL	3	683	-	-	683	418	228	645	38	
Computer Equipment	6/30/2019	SL	3	25,521	-	-	25,521	2,980	8,507	11,486	14,034	
Computer Equipment	6/30/2020	SL	3	-	3,509	-	3,509	-	292	292	3,217	
Sub-Total Computer Equipment - 3 yrs				48,083	3,509	-	51,592	19,550	14,752	34,303	17,289	
Software-3 yrs												
Software	6/30/2017	SL	3	4,173	-	-	4,173	3,111	1,062	4,173	-	
Software	6/30/2020	SL	3	-	327	-	327	-	27	27	300	
Sub-Total Software-3 yrs				4,173	327	-	4,500	3,111	1,089	4,200	300	
Furniture- 7 yrs												
Furniture	6/30/2013	SL	7	20,663	-	-	20,663	18,916	1,747	20,663	-	
Furniture	6/30/2014	SL	7	5,663	-	-	5,663	4,279	809	5,088	575	
Furniture	6/30/2016	SL	7	20,487	-	-	20,487	10,158	2,927	13,085	7,402	
Furniture	6/30/2017	SL	7	10,439	-	-	10,439	3,231	1,491	4,722	5,716	
Furniture	6/30/2019	SL	7	372,012	-	-	372,012	21,044	53,145	74,189	297,824	
Furniture	6/30/2020	SL	7	-	4,117	-	4,117	-	393	393	3,724	
Sub-Total Furniture- 7yrs				429,264	4,117	-	433,381	57,629	60,511	118,140	315,241	
Furniture - 5 yrs												
Furniture	6/30/2015	SL	5	630	-	-	630	598	31	630	-	
Sub-Total Furniture - 5 yrs				630	-	-	630	598	31	630	-	
Equipment												
Equipment	6/30/2016	SL	5	6,298	-	-	6,298	3,779	1,260	5,038	1,260	
Equipment	6/30/2019	SL	5	61,578	-	-	61,578	7,656	12,316	19,972	41,606	
Sub-Total Equipment				67,876	-	-	67,876	11,435	13,575	25,010	42,865	
Design Fees												
Design Fees	6/30/2019	SL	6	279,158	(13,196)	-	265,962	29,079	44,327	73,406	192,556	
Sub-Total Design Fees				279,158	(13,196)	-	265,962	29,079	44,327	73,406	192,556	
Tenant Improvements (Structural) - 39 yrs												
Tenant Improvements (Structural)	6/30/2019	SL	39	876,228	-	-	876,228	14,042	22,467	36,510	839,718	
Sub-Total Tenant Improvements (Structural) - 39 yrs				876,228	-	-	876,228	14,042	22,467	36,510	839,718	
TOTAL				1,722,508	(5,243)	(3,804)	1,713,459	144,562	159,412	301,593	1,411,866	

ATTACHMENT 1

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES <u>PER BOOKS</u>	NET INVESTMENT <u>INCOME</u>	ADJUSTED NET <u>INCOME</u>	CHARITABLE <u>PURPOSES</u>
LEGAL SERVICES	66,813.			75,592.
TOTALS	<u>66,813.</u>			<u>75,592.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX AND ACCOUNTING SERVICES	62,114.	32,137.		32,137.
TOTALS	<u>62,114.</u>	<u>32,137.</u>		<u>32,137.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
GRANTS CONSULTING	18,000.	20,000.
IT CONSULTING	101,783.	126,983.
OPERATIONS CONSULTING	113,253.	129,995.
COMMUNICATIONS CONSULTING	100,653.	102,353.
TOTALS	<u>333,689.</u>	<u>379,331.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL EXCISE TAX	54,628.	
FILING FEES	10.	10.
PAYROLL TAXES	98,515.	98,515.
PROPERTY TAXES	24,979.	24,979.
TOTALS	<u>178,132.</u>	<u>123,504.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK FEES	26,860.	26,860.	
COMPUTER EXPENSES	68,210.		73,638.
CONTINUING EDUCATION	33,292.		37,826.
DUES, FEES & SUBSCRIPTIONS	84,422.		95,619.
FILE MANAGEMENT	14,948.		14,186.
INSURANCE	12,549.		11,114.
LOSS ON DISPOSAL OF ASSETS	1,423.		
MISCELLANEOUS EXPENSES	244.		319.
MOVING EXPENSES			329.
OFFICE EXPENSES	17,697.		23,076.
OFFICE FURNITURE EXPENSES	3,862.		3,862.
OFFICE R&M	2,234.		2,234.
OTHER PROGRAM EXPENSES	234,069.		362,698.
PAYROLL EXPENSES	75,706.		10,304.
POSTAGE & DELIVERY	2,482.		2,491.
RECRUITING	44,624.		69,654.
RENT	481,667.		481,667.
TEAM DEVELOPMENT	600.		1,140.
TELEPHONE	20,516.		18,889.
WEBSITE / INTERNET	11,232.		11,638.
TOTALS	<u>1,136,637.</u>	<u>26,860.</u>	<u>1,220,684.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONSATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
U.S. GOVERNMENT DEBT	16,513,951.	16,513,951.
US OBLIGATIONS TOTAL	<u>16,513,951.</u>	<u>16,513,951.</u>

ATTACHMENT 7FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIXED ASSETS	1,411,867.	1,411,867.
TOTALS	<u>1,411,867.</u>	<u>1,411,867.</u>

ATTACHMENT 8FORM 990PF, PART II - OTHER LIABILITIESDESCRIPTIONENDING
BOOK VALUE

DEFERRED FEDERAL EXCISE TAX

2,300.

OTHER PAYABLES

846,098.

TOTALS

848,398.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ROBERT J. FISHER 220 MONTGOMERY STREET, STE 433 SAN FRANCISCO, CA 94104	TRUSTEE 6.00			
ELIZABETH S. FISHER 220 MONTGOMERY STREET, STE 433 SAN FRANCISCO, CA 94104	TRUSTEE 10.00			
DAVID S. BECKMAN 268 BUSH STREET #3433 SAN FRANCISCO, CA 94104	PRESIDENT 50.00	495,858.	66,585.	
CAROL TING 268 BUSH STREET #3433 SAN FRANCISCO, CA 94104	CHIEF OPERATING OFFICER 45.00	279,517.	66,085.	
	GRAND TOTALS	<u>775,375.</u>	<u>132,670.</u>	<u>0.</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JASON MORRIS 268 BUSH STREET #3433 SAN FRANCISCO, CA 94104	SR PROGRAM OFFICER 40.00	179,692.	40,342.	
FANTA KAMAKATE 268 BUSH STREET #3433 SAN FRANCISCO, CA 94104	SR PROGRAM OFFICER 40.00	179,436.	42,317.	
SARA AMINZADEH 268 BUSH STREET #3433 SAN FRANCISCO, CA 94104	PROGRAM OFFICER 40.00	139,851.	12,528.	
ANNA LEFF-KICH 268 BUSH STREET #3433 SAN FRANCISCO, CA 94104	EXECUTIVE ASSISTANT 40.00	97,840.	15,924.	
VRINDA MANGLIK 268 BUSH STREET #3433 SAN FRANCISCO, CA 94104	PROGRAM ASSOCIATE 40.00	86,087.	15,189.	75.
	TOTAL COMPENSATION	<u>682,906.</u>	<u>126,300.</u>	<u>75.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
HALCYON FINANCIAL TECHNOLOGY, L.P. 1 BLACKFIELD DRIVE, #252 TIBURON, CA 94920	CONSULTING	142,908.
CALIFORNIA ENVIRONMENTAL ASSOCIATES 235 MONTGOMERY, SUITE 950 SAN FRANCISCO, CA 94104	RECRUITING	193,943.
SPITFIRE STRATEGIES 2300 N STREET NW SUITE 610 WASHINGTON, DC 20037	CONSULTING	142,221.
FARELLA BRAUN & MARTEL, LLP 235 MONTGOMERY STREET, 17TH FLOOR SAN FRANCISCO, CA 94104	LEGAL SERVICES	63,544.
SEILER LLP 220 MONTGOMERY STREET STE 300 SAN FRANCISCO, CA 94104	ACCOUNTING	62,425.
TOTAL COMPENSATION		<u>605,041.</u>

ATTACHMENT 12

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

ROBERT J. FISHER
ELIZABETH S. FISHER

FORM 990-PF, PAGE 11, PART XV, 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
350 Madison Inc	PO Box 2428	Madison	WI	53701	None	PC	\$ 7,710	To meet infrastructure needs as a result of COVID-19
Alabama Center for Sustainable Energy	PO Box 1381	Huntsville	AL	35807	None	PC	\$ 2,000	To meet infrastructure needs as a result of COVID-19
All Positives Possible	2113 Ohio Street	Richmond	CA	94801	None	PC	\$ 7,440	To meet infrastructure needs as a result of COVID-19
Alliance for the Great Lakes	150 N Michigan Ave , Suite 700	Chicago	IL	60601	None	PC	\$ 70,000	To advance smart water approaches in Chicago
American Planning Association	205 N Michigan Ave , Suite 1200	Chicago	IL	60601-5927	None	PC	\$ 100,000	To support disaster recovery efforts
American Rivers	1101 14th Street NW, Suite 1400	Washington	DC	20005	None	PC	\$ 75,000	To support the Stormwater Currency project
Appalachian Headwaters, Inc	1046 Washington Street East, Suite 1	Lewisburg	WV	24901	None	PC	\$ 25,000	To support environmental education in West Virginia
Arkansas Forestry Association Education Foundation, Inc	1213 W 4th St	Little Rock	AR	72201	None	PC	\$ 25,000	To support environmental education in Arkansas
Audubon Canyon Ranch, Inc	4900 Shoreline Highway One	Stinson Beach	CA	94970	None	PC	\$ 1,000	For general operating support
Back River Foundation Inc	730 Riverside Dr	Essex	MD	21221	None	PC	\$ 8,455	To meet infrastructure needs as a result of COVID-19
BayKeeper	1736 Franklin Street, Suite 800	Oakland	CA	94612	None	PC	\$ 1,000	For general operating support
Big Blackfoot Riverkeeper Inc	35701 Nine Mile Prairie Rd	Greenough	MT	59823	None	PC	\$ 4,100	To meet infrastructure needs as a result of COVID-19
Black Mesa Trust	PO Box 33	Kykotsmovi	AZ	86039	None	PC	\$ 10,000	To meet infrastructure needs as a result of COVID-19
Blue Water Baltimore	2631 Sisson Street	Baltimore	MD	21211	None	PC	\$ 70,000	To advance smart water approaches in Baltimore
BSCS Science Learning	5415 Mark Dabbling Boulevard	Colorado Springs	CO	80918	None	PC	\$ 135,000	To support a platform for citizen science data collection and analysis
California Academy of Sciences	55 Music Concourse Drive, Golden Gate Park	San Francisco	CA	94118	None	PC	\$ 250,000	To support environmental education
California Trout, Inc	360 Pine Street, 4th Floor	San Francisco	CA	94104	None	PC	\$ 5,000	For general operating support
CALmatters	1017 L Street, #261	Sacramento	CA	95814	None	PC	\$ 2,500	For general operating support
Captain Planet Foundation	133 Luckie Street, 2nd Floor	Atlanta	GA	30303	None	PC	\$ 5,000	For general operating support
Center for Ecoliteracy	2150 Allston Way, Suite 270	Berkeley	CA	94704	None	PC	\$ 2,500	For general operating support
Centro Legal de la Raza Inc	3022 International Blvd , 4th Floor	Oakland	CA	94601	None	PC	\$ 5,000	To support OUR Fund for COVID-19 response efforts
Ceres	99 Chauncy Street, 6th Fl	Boston	MA	02111	None	PC	\$ 90,000	To support smart water practices in agriculture

FORM 990-PF, PAGE 11, PART XV, 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
Chesapeake Bay Trust	108 Severn Avenue	Annapolis	MD	21403	None	PC	\$ 150,000	To advance environmental literacy in the mid-Atlantic
Clean Air Task Force	114 State Street, 6th Floor	Boston	MA	02109	None	PC	\$ 200,000	To reduce emissions of super pollutants
Clean Water Fund	1444 I Street NW, Suite 400	Washington	DC	20005	None	PC	\$ 150,000	For general operating support
Climate Group Inc	335 Madison Avenue, 4th Floor	New York	NY	10017	None	PC	\$ 150,000	To share information about how to reduce emissions of super pollutants
CNatureNet	1611 County Rd B West Ste 320	Roseville	MN	55113	None	PC	\$ 200,000	For network building
Colorado Alliance for Environmental Education	1536 Wynkoop Street, Suite 314	Denver	CO	80202	None	PC	\$ 110,000	To build capacity for evaluation in environmental education
Community Partners	1000 N Alameda Street, Suite 240	Los Angeles	CA	90012	None	PC	\$ 4,140	To support Riverside Food Systems Alliance for infrastructure needs as a result of COVID-19
Community Water Center	900 W Oak Avenue	Visalia	CA	93291	None	PC	\$ 10,000	For general operating support
Community Water Center	900 W Oak Avenue	Visalia	CA	93291	None	PC	\$ 6,293	To support Association of People United for infrastructure needs as a result of COVID-19
Compass Family Services	37 Grove Street	San Francisco	CA	94102	None	PC	\$ 5,000	To support COVID-19 response efforts
Conservation Hawks Inc	178 Wolf Creek Ranch Road	Bigfork	MT	59911	None	PC	\$ 5,517	To meet infrastructure needs as a result of COVID-19
Conservation International Foundation	2011 Crystal Drive, Suite 600	Arlington	VA	22202	None	PC	\$ 2,000,000	To support a freshwater initiative
Coral Reef Education Institute	PO Box 2691	Kailua Kona	HI	96745	None	PC	\$ 10,000	To meet infrastructure needs as a result of COVID-19
Douglas-Hart Foundation	2204 Dewitt Ave East	Mattoon	IL	61938	None	POF	\$ 40,000	To support environmental education in Illinois
Duke University	Erwin Square, 2200 W Main St, Suite 300	Durham	NC	27705	None	PC	\$ 300,000	To build capacity for evaluation in environmental education
Earth Island Institute	2150 Allston Way, Suite 460	Berkeley	CA	94704-1375	None	PC	\$ 9,870	To support Green Life San Quentin for infrastructure needs as a result of COVID-19
Earth Island Institute	2150 Allston Way, Suite 460	Berkeley	CA	94704-1375	None	PC	\$ 3,700	To support California Urban Streams Partnership for infrastructure needs as a result of COVID-19
Earthworks	1612 K St , NW, Suite 904	Washington	DC	20006	None	PC	\$ 60,000	To educate about opportunities to reduce super pollutant emissions
Ecology Center	2530 San Pablo Avenue	Berkeley	CA	94702	None	PC	\$ 7,860	To support the Indigenous Permaculture Project for infrastructure needs as a result of COVID-19
EcoRise Youth Innovations	1023 Springdale Road, Bldg 1, Suite J	Austin	TX	78721	None	PC	\$ 50,000	To support environmental education in Texas
Ecotrust	721 Northwest 9th Avenue #200	Portland	OR	97209	None	PC	\$ 1,000	For general operating support
Energy Foundation	301 Battery Street, 5th Floor	San Francisco	CA	94111	None	PC	\$ 350,000	To support research on super pollutant mitigation

FORM 990-PF, PAGE 11, PART XV, 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
Environmental Defense Fund	257 Park Avenue South	New York	NY	10010	None	PC	\$ 125,000	To protect water quality
Environmental Defense Fund	257 Park Avenue South	New York	NY	10010	None	PC	\$ 250,000	To reduce emissions of super pollutants
Environmental Education Association of New Mexico	PO Box 36958	Albuquerque	NM	87176-6958	None	PC	\$ 100,000	To support environmental education in New Mexico
Environmental Grantmakers Association	475 Riverside Drive, Suite 960	New York	NY	10115	None	PC	\$ 21,000	To support an environmental fellowship program
Environmental Grantmakers Association	475 Riverside Drive, Suite 960	New York	NY	10115	None	PC	\$ 350,000	To support the Blue Sky Funders Forum
Environmental Protection Network	3100 Ellicott St NW	Washington	DC	20008	None	PC	\$ 90,000	For general operating support
Environmental Working Group	1436 U Street, NW, Suite 100	Washington	DC	20009	None	PC	\$ 125,000	To promote smart water practices in agriculture
European Climate Foundation	Riviermarkt 5, 2513 AM	The Hague	Netherlands		None	PC	\$ 175,000	To raise awareness about the benefits of super pollutant reduction
Exploratorium	Piers 15/17	San Francisco	CA	94111-1456	None	PC	\$ 2,500	For general operating support
FoodCorps	1140 SE 7th Ave , Suite 110	Portland	OR	97214	None	PC	\$ 150,000	For general operating support
Foundation for Racial Economic Social and Historical Justice Inc	115 Polifly Road, Apt 4H	Hackensack	NJ	7601	None	PC	\$ 7,294	To meet infrastructure needs as a result of COVID-19
Friends of Blackwater Inc	PO Box 247, 571 Douglas Rd	Thomas	WV	26292	None	PC	\$ 7,500	To support West Virginia Center on Climate Change for infrastructure needs as a result of COVID-19
Friends of Gold Butte	12 W Mesquite Blvd , Suite #106	Mesquite	NV	89027	None	PC	\$ 5,395	To meet infrastructure needs as a result of COVID-19
Friends of Katahdin Woods and Waters	PO Box 18177	Portland	ME	04112	None	PC	\$ 1,000	For general operating support
Friends of the Urban Forests	Presidio of San Francisco, 1007 General Kennedy Ave , Ste 1	San Francisco	CA	94129	None	PC	\$ 2,500	For general operating support
Funders' Network for Smart Growth and Livable Communities	6705 SW 57th Ave , Suite 700	Coral Gables	FL	33143	None	PC	\$ 100,000	To advance smart water approaches
Global Exchange	1446 Market Street	San Francisco	CA	94102	None	PC	\$ 6,289	To support Movement Rights for infrastructure needs as a result of COVID-19
Global Philanthropy Partnership	2440 N Lakeview, #15A	Chicago	IL	60614	None	PC	\$ 90,000	To support Green Infrastructure Leadership Exchange to expand a network of green infrastructure practitioners
Glynn Environmental Coalition Inc	PO Box 2443	Brunswick	GA	31525	None	PC	\$ 4,510	To meet infrastructure needs as a result of COVID-19
Golden Gate National Parks Conservancy	Building 201, Fort Mason	San Francisco	CA	94123	None	PC	\$ 25,000	For general operating support
Golden Gate National Parks Conservancy	Building 201, Fort Mason	San Francisco	CA	94123	None	PC	\$ 30,000	For general operating support
Golden Gate National Parks Conservancy	Building 201, Fort Mason	San Francisco	CA	94123	None	PC	\$ 25,000	For general operating support

FORM 990-PF, PAGE 11, PART XV, 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
Golden Gate National Parks Conservancy	Building 201, Fort Mason	San Francisco	CA	94123	None	PC	\$ 500	For general operating support
Grassroots International Inc	179 Boylston Street, 4th Floor	Boston	MA	02130	None	PC	\$ 50,000	To support the Solidarity and Survival Fund for COVID-19 response efforts
Grist Magazine	1201 Western Avenue, Suite 410	Seattle	WA	98101	None	PC	\$ 10,000	For general operating support and the Fix program
Hamilton Families	273 9th Street	San Francisco	CA	94103	None	PC	\$ 5,000	To support COVID-19 response efforts
High Line Canal Conservancy	915 S Pearl St	Denver	CO	80209	None	PC	\$ 70,000	To advance smart water approaches in Denver
High Peaks Alliance	PO Box 987	Farmington	ME	04938	None	PC	\$ 5,504	To meet infrastructure needs as a result of COVID-19
Impact Fund	2080 Addison Street, Ste 5	Berkeley	CA	94704	None	PC	\$ 38,000	To advance environmental justice
Indians for Collective Action	3838 Mumford Place	Palo Alto	CA	94306	None	PC	\$ 150,000	To support Jhatkaa to reduce air pollution
Inland Urban Forest Council	10650 Deerfield Drive	Cherry Valley	CA	92223	None	PC	\$ 4,510	To meet infrastructure needs as a result of COVID-19
Institute for Governance & Sustainable Development	2300 Wisconsin Ave NW Suite 300B	Washington	DC	20007	None	PC	\$ 300,000	For general operating support
Institute for Strategic and Equitable Development	600 West 116th Street, #7D	New York	NY	10027	None	PC	\$ 35,000	For the InDEEP project
International Council on Clean Transportation	1500 K St NW, Suite 650	Washington DC	DC	20005	None	PC	\$ 500,000	To reduce emissions of super pollutants
Ironbound Community Corporation	317 Elm St	Newark	NJ	07105	None	PC	\$ 70,000	To advance smart water approaches in Newark
Kansas Association for Conservation and Environmental	2610 Claflin Rd	Manhattan	KS	66502-2743	None	PC	\$ 30,000	To build regional capacity for environmental education
Kentucky Association for Environmental Education	PO Box 2739	Elizabethtown	KY	42702	None	PC	\$ 100,000	To build capacity for environmental education in the Southeast
KIPP Foundation	135 Main Street, Suite 1700	San Francisco	CA	94105	None	PC	\$ 75,000	To advance environmental literacy
Kua'aina Ulu Auamo	c/o KEY Project 47-200 Waihe'e Road	Kaneohe	HI	96744-4947	None	PC	\$ 100,000	To support environmental education in Hawai'i
Loaves and Fishes of Contra Costa	835 Ferry Street	Martinez	CA	94553	None	PC	\$ 5,000	To support COVID-19 response efforts
Los Angeles Waterkeeper	120 Broadway, Suite 105	Los Angeles	CA	90401	None	PC	\$ 5,000	For general operating support
Los Angeles Waterkeeper	120 Broadway, Suite 105	Los Angeles	CA	90401	None	PC	\$ 1,000	For general operating support
Lost Light Projects	16 Court Street, Suite 2307	Brooklyn	NY	11241	None	PC	\$ 75,000	To raise awareness about the benefits of super pollutant reduction in the Arctic
Maine Mathematics and Science Alliance	219 Capitol Street, Suite 3	Augusta	ME	04330	None	PC	\$ 125,000	To support environmental education in Maine

FORM 990-PF, PAGE 11, PART XV, 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
March on Maryland	15800 Crabbs Branch Way, Suite 319	Rockville	MD	20855	None	PC	\$ 150,000	To support Future Coalition
Marin Agricultural Land Trust	PO Box 809	Point Reyes Station	CA	94956	None	PC	\$ 1,000	For general operating support
Meridian Institute	1800 M Street, NW, Suite 400N	Washington	DC	20036	None	PC	\$ 150,000	To support environmental education
Monterey Bay Aquarium Foundation	886 Cannery Row	Monterey	CA	93940	None	PC	\$ 10,000	For general operating support
National Park Foundation	1110 Vermont Avenue, NW, Suite 200	Washington	DC	20005	None	PC	\$ 300,000	To support environmental education
National Wildlife Federation	11100 Wildlife Center Drive	Reston	VA	20190	None	PC	\$ 225,000	For the Clean Water For All project to build capacity
National Wildlife Federation	11100 Wildlife Center Drive	Reston	VA	20190	None	PC	\$ 70,000	To advance smart water approaches in Austin
Natural Resources Defense Council	40 West 20th Street, 11th Floor	New York	NY	10011	None	PC	\$ 200,000	To reduce emissions of super pollutants
Natural Resources Defense Council	40 West 20th Street, 11th Floor	New York	NY	10011	None	PC	\$ 350,000	To support work to protect drinking water
Natural Resources Defense Council	40 West 20th Street, 11th Floor	New York	NY	10011	None	PC	\$ 50,000	To support Building Equity and Alignment for Impact
Nature Conservancy	4245 North Fairfax Drive, Suite 100	Arlington	VA	22203	None	PC	\$ 60,000	To advance smart water approaches in Detroit
NDN Collective Inc	317 Main St #1	Rapid City	SD	57701	None	PC	\$ 50,000	To support COVID-19 response efforts
Neighborspace	445 N Sacramento Blvd , Suite 204	Chicago	IL	60612	None	PC	\$ 9,740	To support Bronzeville Neighborhood Farm for infrastructure needs as a result of COVID-19
New Venture Fund	1201 Connecticut Avenue NW, Suite 300	Washington	DC	20036	None	PC	\$ 350,000	To support the Climate and Clean Energy Equity Fund
North American Association for Environmental Education	1725 DeSales St NW, Ste 401	Washington	DC	20036	None	PC	\$ 25,000	To support Montana Environmental Education Association for environmental education in Montana
North American Association for Environmental Education	1725 DeSales St NW, Ste 401	Washington	DC	20036	None	PC	\$ 50,000	To support COVID-19 response efforts
North American Association for Environmental Education	1725 DeSales St NW, Ste 401	Washington	DC	20036	None	PC	\$ 250,000	To build capacity and support a research database
Oceanic Society Expeditions	30 Sir Francis Drake Blvd , PO Box 437	Ross	CA	94957	None	PC	\$ 5,000	For general operating support
Outdoor Afro	2323 Broadway	Oakland	CA	94612	None	PC	\$ 5,000	For general operating support
Outdoor Afro	2323 Broadway	Oakland	CA	94612	None	PC	\$ 100,000	To support environmental education
Outdoors Empowered Network	PO Box 347171	San Francisco	CA	94134	None	PC	\$ 35,000	For general operating support
Outward Bound California	The Presidio, PO Box 29632	San Francisco	CA	94129	None	PC	\$ 1,000	For general operating support

FORM 990-PF, PAGE 11, PART XV, 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
Oxfam America	226 Causeway Street, 5th Floor	Boston	MA	02114	None	PC	\$ 150,000	To raise awareness about the benefits of super pollutant reduction
Pacific Institute for Studies in Development, Environment, and Parks California	654 13th Street, Preservation Park	Oakland	CA	94612	None	PC	\$ 90,000	To expand the use of smart water management tools
	400 Capitol Mall, Suite 900	Sacramento	CA	95814	None	PC	\$ 15,000	For general operating support
Partnership Project	PO Box 65826	Washington	DC	20035	None	PC	\$ 350,000	To support Methane Partners Campaign to reduce emissions of super pollutants
Partnership Project	PO Box 65826	Washington	DC	20035	None	PC	\$ 150,000	To connect and support environmental advocates
People for Open Space Inc	312 Sutter Street, Suite 402	San Francisco	CA	94108	None	PC	\$ 5,000	For general operating support
People United for Sustainable Housing Incorporated	429 Plymouth Ave , Suite 1	Buffalo	NY	14213	None	PC	\$ 70,000	To advance smart water approaches in Buffalo
Pie Ranch	2080 Cabrillo Hwy	Pescadero	CA	94060	None	PC	\$ 1,000	For general operating support
Pittsburgh Parks Conservancy	45 South 23rd Street, Suite 101	Pittsburgh	PA	15203	None	PC	\$ 70,000	To advance smart water approaches in Pittsburgh
Point Reyes Bird Observatory	3820 Cypress Dr , #11	Petaluma	CA	94954	None	PC	\$ 1,000	For general operating support
Potomac Riverkeeper	3070 M Street NW	Washington	DC	20007	None	PC	\$ 10,000	For general operating support
Practical Farmers of Iowa	1615 Golden Aspen Drive, Suite 101	Ames	IA	50010	None	PC	\$ 50,000	To improve water quality in agricultural regions
Resource Impact	1341 G St NW 5th Floor	Washington	DC	20005	None	PC	\$ 25,000	To support equity and inclusion in environmental education
River Network	PO Box 21387	Boulder	CO	80308	None	PC	\$ 50,000	To build capacity
Rockefeller Philanthropy Advisors	6 West 48th Street, 10th Floor	New York	NY	10036	None	PC	\$ 185,000	To raise awareness about water issues
Rockefeller Philanthropy Advisors	6 West 48th Street, 10th Floor	New York	NY	10036	None	PC	\$ 50,000	To raise awareness about the benefits of super pollutant reduction
Roots Community Health Center	9925 International Blvd #5	Oakland	CA	94603	None	PC	\$ 5,000	To support COVID-19 response efforts
Rose Foundation for Communities and the	1970 Broadway, Suite 600	Oakland	CA	94612	None	PC	\$ 9,000	To support environmental education
San Francisco Botanical Garden Society at Strybing Arboretum	1199 9th Avenue	San Francisco	CA	94122	None	PC	\$ 5,000	For general operating support
San Francisco Parks Alliance	1663 Mission St , Suite 320	San Francisco	CA	94103	None	PC	\$ 10,000	For the 150th Anniversary Honorary Committee event
Santa Catalina School	1500 Mark Thomas Drive	Monterey	CA	93940-5291	None	PC	\$ 10,000	For general operating support
Seas at Risk	Rue d'Edinbourg 26, 1050	Brussels	Belgium		None	PC	\$ 200,000	To reduce emissions of super pollutants

FORM 990-PF, PAGE 11, PART XV, 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
Second Nature Inc	18 Tremont Street, Suite 608	Boston	MA	02108	None	PC	\$ 100,000	To support environmental education in Louisiana
Shakti Sustainable Energy Foundation	Capital Court 104B, 4th Floor, Munirka Phase II	New Delhi	India	110067	None	PC	\$ 125,000	To reduce emissions of super pollutants
Shenandoah Green VA	624 Moffett Branch Road	Churchville	VA	24421	None	PC	\$ 6,075	To meet infrastructure needs as a result of COVID-19
Sierra Club Foundation	2101 Webster Street, Suite 1250	Oakland	CA	94612	None	PC	\$ 150,000	To support Outdoor Alliance for Kids to connect youth and families with the outdoors
Social and Environmental Entrepreneurs	23532 Calabasas Road, Suite A	Calabasas	CA	91302	None	PC	\$ 25,000	For Building Equity and Alignment for Impact
South Yuba River Citizens League	313 Railroad Ave #101	Nevada City	CA	95959	None	PC	\$ 2,500	To support of the Wild & Scenic Film Festival
SPUR San Francisco Bay Area Planning and Urban Research Stand	654 Mission Street	San Francisco	CA	94105	None	PC	\$ 2,500	For general operating support
	548 Market St , Suite 74196	San Francisco	CA	94104	None	PC	\$ 250,000	To reduce emissions of super pollutants
Student Conservation Association	4601 North Fairfax Drive, Suite 900	Arlington	VA	22203	None	PC	\$ 100,000	To support environmental education
Techbridge Girls	114 Linden Street	Oakland	CA	94607	None	PC	\$ 2,500	For general operating support
Ten Strands	PO Box 150869	San Rafael	CA	94915-0869	None	PC	\$ 200,000	To support environmental education in California
The Board of Trustees of the Leland Stanford Junior University	450 Serra Mall	Stanford	CA	94305	None	PC	\$ 400,000	To support environmental education
The Conservation Fund	1655 N Fort Myer Drive, Suite 1300	Arlington	VA	22209	None	PC	\$ 200,000	To advance smart water approaches in Atlanta, Raleigh-Durham, and Kansas City
The Edible Schoolyard Project	1517 Shattuck Avenue	Berkeley	CA	94709	None	PC	\$ 1,000	For general operating support
The Trust for Public Land	101 Montgomery Street, Suite 900	San Francisco	CA	94104	None	PC	\$ 5,000	For general operating support
TransFormCA	560 14th Street, Suite 400	Oakland	CA	94612	None	PC	\$ 1,000	For general operating support
Trust for Conservation Innovation	405 14th Street, Suite 164	Oakland	CA	94612	None	PC	\$ 90,000	To support WaterNow Alliance and smart water solutions
U S Climate Action Network	50 F Street NW, Eighth Floor	Washington	DC	20001	None	PC	\$ 10,000	To support Arm in Arm for infrastructure needs as a result of COVID-19
United Nations Foundation	1750 Pennsylvania Avenue NW, Suite 300	Washington	DC	20006	None	PC	\$ 200,000	To reduce emissions of super pollutants
University College London	Gower Street	London	United Kingdom	WC1E 6BT	None	PC	\$ 150,000	To reduce emissions of super pollutants
US Water Alliance	1010 Vermont Ave NW, Suite 1100	Washington	DC	20005	None	PC	\$ 100,000	To advance smart water approaches
Utah Society for Environmental Education	PO Box 721	Salt Lake City	UT	84110	None	PC	\$ 25,000	For general operating support

FORM 990-PF, PAGE 11, PART XV, 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
Washington Environmental Council	1402 3rd Ave , Ste 1400	Seattle	WA	98101	None	PC	\$ 70,000	To advance smart water approaches
Water Foundation	555 Capitol Mall, Suite 1155	Sacramento	CA	95814	None	PC	\$ 5,000	For general operating support
Water Foundation	555 Capitol Mall, Suite 1155	Sacramento	CA	95814	None	PC	\$ 1,500,000	For general operating support
West Harlem Environmental Action Inc	1854 Amsterdam Avenue, 2nd Floor	New York	NY	10031	None	PC	\$ 50,000	To support environmental education in New York
West Marin Fund	65 Third Street, Suite 24, PO Box 1496	Point Reyes Station	CA	94956	None	PC	\$ 2,500	For general operating support
Wild Salmon Center	721 NW Ninth Ave , Suite 300	Portland	OR	97209	None	PC	\$ 5,000	For general operating support
Windward Fund	1201 Connecticut Ave NW, Ste 300	Washington	DC	20036	None	PC	\$ 100,000	To support Mosaic to build infrastructure for the environmental movement
Windward Fund	1201 Connecticut Avenue NW, Suite 300	Washington	DC	20036	None	PC	\$ 150,000	To develop a plan for sharing water data across the U S
Working For Rivers Foundation, Inc	625 E Main St Suite 102B #184	Aspen	CO	81611	None	PC	\$ 5,000	To advance environmental education and water solutions
World Resources Institute	10 G Street NE, Ste 800	Washington	DC	20002	None	PC	\$ 160,000	To share information about how to reduce emissions of super pollutants
World Wildlife Fund	1250 24th Street, NW	Washington	DC	20037	None	PC	\$ 50,000	To reduce water pollution from agriculture and improve watershed health
Yosemite Foundation	101 Montgomery Street, Suite 1700	San Francisco	CA	94104	None	PC	\$ 2,500	For general operating support
Youth Outside	436 14th St , Suite 1209	Oakland	CA	94612	None	PC	\$ 50,000	To support equity and inclusion in environmental education
Youth Outside	436 14th St , Suite 1209	Oakland	CA	94612	None	PC	\$ 2,500	For general operating support
Total Grants Paid							<u>\$ 16,428,402</u>	

FORM 990-PF, PAGE 11, PART XV, 3B GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
Conservation International Foundation	2011 Crystal Drive, Suite 600	Arlington	Virginia	22202	None	PC	\$ 2,000,000	To support a freshwater initiative
Environmental Grantmakers Association	475 Riverside Drive, Suite 960	New York	New York	10115	None	PC	\$ 200,000	To support the Blue Sky Funders Forum
North American Association for Environmental Education	1725 DeSales St NW, Ste 401	Washington	District of Columbia	20036	None	PC	\$ 250,000	To build capacity and support a research database
US Water Alliance	1010 Vermont Ave NW, Suite 1100	Washington	District of Columbia	20005	None	PC	\$ 100,000	To advance smart water approaches
Windward Fund	1201 Connecticut Avenue NW, Suite 300	Washington	District of Columbia	20036	None	PC	\$ 300,000	To develop a plan for sharing water data across the U S
Alianza Nacional De Campesinas Inc	PO Box 20033	Oxnard	California	93034	None	PC	\$ 15,000	For general operating support
Alliance for Global Justice	225 E 26th St , Suite 1	Tucson	Arizona	85713	None	PC	\$ 7,500	To support South Bronx Unite for infrastructure needs as a result of COVID-19
CleanAirNow Association	714 Mississippi St	Lawrence	Kansas	66044	None	PC	\$ 8,465	To meet infrastructure needs as a result of COVID-19
Louisiana Rise	916 E Butler St	Rayne	Louisiana	70578	None	PC	\$ 7,208	To meet infrastructure needs as a result of COVID-19
Lyric Theatre and Cultural Arts Center	300 E 3rd Street	Lexington	Kentucky	40508	None	PC	\$ 16,666	To support Black Soil for infrastructure needs as a result of COVID-19
Mad River Alliance	PO Box 1252	Blue Lake	California	95525	None	PC	\$ 6,653	To meet infrastructure needs as a result of COVID-19
Milwaukee Environmental Consortium	2027 W Fond Du Lac Ave	Milwaukee	Wisconsin	53205	None	PC	\$ 3,284	To support Nearby Nature for infrastructure needs as a result of COVID-19
Peoples Action Coalition Community Resource Center Co	204 Oregon St Suite #7	Kellogg	Idaho	83837	None	PC	\$ 4,988	To meet infrastructure needs as a result of COVID-19
Power Shift Network	1342 Florida Avenue NW	Washington	District of Columbia	20009	None	PC	\$ 6,750	To support Newark Water Coalition for infrastructure needs as a result of COVID-19
Rethink Energy Florida Inc	PO Box 1341	Tallahassee	Florida	32302	None	PC	\$ 4,705	To meet infrastructure needs as a result of COVID-19
Santa Cruz Hub for Sustainable Living	703 Pacific Ave	Santa Cruz	California	95060	None	PC	\$ 4,460	To support California Field School for infrastructure needs as a result of COVID-19
Social and Environmental Entrepreneurs	23532 Calabasas Road, Suite A	Calabasas	California	91302	None	PC	\$ 16,666	To support California Environmental Justice Coalition for infrastructure needs as a result of COVID-19
Social and Environmental Entrepreneurs	23532 Calabasas Road, Suite A	Calabasas	California	91302	None	PC	\$ 4,910	To support Uplift for infrastructure needs as a result of COVID-19
Southeast Alaska Indigenous Transboundary Commission	PO Box 695	Wrangell	Alaska	99929	None	PC	\$ 8,000	To meet infrastructure needs as a result of COVID-19
Southern Alliance for Clean Energy	PO Box 1842	Knoxville	Tennessee	37901	None	PC	\$ 1,280	To support Mothers & Others for Clean Air for infrastructure needs as a result of COVID-19
Sustainability Matters	822 Swover Creek Rd	Edinburg	Virginia	22824	None	PC	\$ 9,870	To meet infrastructure needs as a result of COVID-19
Sustainable Markets Foundation	45 W 36th St , 6th Floor	New York	New York	10018	None	PC	\$ 16,666	To support Property Rights and Pipeline Center for infrastructure needs as a result of COVID-19

FORM 990-PF, PAGE 11, PART XV, 3B GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

Grantee's Name	Address	City	State	Zip Code	Relationship	Status of Recipient	Amount	Purpose of Grant or Contribution
Tennessee Clean Water Network	PO Box 1521	Knoxville	Tennessee	37901	None	PC	\$ 16,666	To meet infrastructure needs as a result of COVID-19
The Community Ecology Institute	8000 Harriet Tubman Lane	Columbia	Maryland	21044	None	PC	\$ 4,139	To meet infrastructure needs as a result of COVID-19
Village Earth	PO Box 797	Fort Collins	Colorado	80522	None	PC	\$ 4,245	To support the Oglala Lakota Cultural & Economic Revitalization for infrastructure needs as a result of COVID-
Virginia Organizing Inc	703 Concord Ave	Charlottesville	Virginia	22903	None	PC	\$ 9,355	To support AAMD Pine Grove Project for infrastructure needs as a result of COVID-19
Virginia Wilderness Committee	PO Box 1235	Lexington	Virginia	24450	None	PC	\$ 5,320	To meet infrastructure needs as a result of COVID-19
Washington Association of Land Trusts	PO Box 2001	Seattle	Washington	98111	None	PC	\$ 16,666	To meet infrastructure needs as a result of COVID-19
Total Grants approved for future payment							\$ 3,049,462	