

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

2002

Department of the Treasury
Internal Revenue Service

Note The organization may be able to use a copy of this return to satisfy state reporting requirements

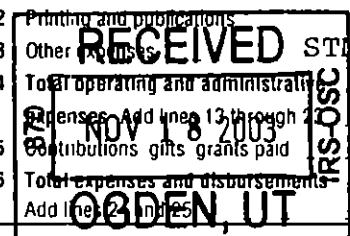
For calendar year 2002, or tax year beginning _____, and ending _____

G Check all that apply Initial return Final return Amended return Address change Name change

Use the IRS label Otherwise, print or type See Specific Instructions	Name of organization JAQUELIN HUME FOUNDATION		A Employer identification number 94-6080099	
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 600 MONTGOMERY STREET, SUITE 2800		B Telephone number 415-705-5115	
	City or town, state, and ZIP code SAN FRANCISCO, CA 94111		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 20,418,853. (Part I, column (d) must be on cash basis)		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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)
1 Contributions, gifts, grants, etc received <small>Check <input type="checkbox"/> if the foundation is not required to attach Sch B</small>	1,014,550.		N/A	
2 Distributions from split-interest trusts				
3 Interest on savings and temporary cash investments	8,045.	8,045.		STATEMENT 1
4 Dividends and interest from securities	565,491.	565,491.		STATEMENT 2
5a Gross rents				
b (Net rental income or (loss))				
6a Net gain or (loss) from sale of assets not on line 10	89,119.			
b Gross sales price for all assets on line 6a 5,502,262.				
7 Capital gain net income (from Part IV line 2)		89,119.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
11 Other income				
12 Total Add lines 1 through 11	1,677,205.	662,655.		
13 Compensation of officers directors trustees etc.	131,385.	0.		131,385.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	2,597.	1,299.		1,298.
b Accounting fees				
c Other professional fees STMT 4	76,071.	75,419.		652.
17 Interest				
18 Taxes STMT 5	36,000.	0.		0.
19 Depreciation and depletion	485.	485.		
20 Occupancy				
21 Travel, conferences, and meetings	15,866.	0.		15,866.
22 Printing and publications				
23 Other expenses STMT 6	15,019.	10,905.		4,114.
24 Total operating and administrative expenses Add lines 13 through 23	277,423.	88,108.		153,315.
25 Contributions gifts grants paid	4,547,750.			3,533,200.
26 Total expenses and disbursements Add lines 24 and 25	4,825,173.	88,108.		3,686,515.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	<3,147,968.>			
b Net investment income (if negative enter 0-)		574,547.		
c Adjusted net income (if negative enter 0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	394,262.	774,299.	774,299.
	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			
	7 Other notes and loans receivable			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	22,345,717.	18,891,190.	19,560,491.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis	5,184.		
	Less accumulated depreciation	3,730.	1,938.	1,454.
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	81,262.	82,131.	82,131.
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation			
	15 Other assets (describe: ADVANCES)	25,022.	478.	478.
	16 Total assets (to be completed by all filers)	22,848,201.	19,749,552.	20,418,853.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
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.	0.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	100.	100.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	22,848,101.	19,749,452.		
30 Total net assets or fund balances	22,848,201.	19,749,552.		
31 Total liabilities and net assets/fund balances	22,848,201.	19,749,552.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	22,848,201.
2 Enter amount from Part I, line 27a	2	<3,147,968.>
3 Other increases not included in line 2 (itemize) SEE STATEMENT 7	3	49,319.
4 Add lines 1, 2, and 3	4	19,749,552.
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 30	6	19,749,552.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a				
b SEE ATTACHED STATEMENT				
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 5,502,262.		5,413,143.	89,119.	
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			89,119.	
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	89,119.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2001	5,515,918.	24,278,510.	.2271934
2000	8,026,520.	39,519,975.	.2031003
1999	4,711,501.	39,809,515.	.1183511
1998	1,924,524.	34,053,869.	.0565141
1997	3,499,293.	31,874,843.	.1097823
2 Total of line 1, column (d)			2 .7149412
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .1429882
4 Enter the net value of noncharitable-use assets for 2002 from Part X line 5			4 22,154,322.
5 Multiply line 4 by line 3			5 3,167,807.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,745.
7 Add lines 5 and 6			7 3,173,552.
8 Enter qualifying distributions from Part XII, line 4			8 3,686,515.

If line 8 is equal to or greater than line 7 check the box in Part VI line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	5,745.
c	All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	5,745.
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	5,745.
6	Credits/Payments		
a	2002 estimated tax payments and 2001 overpayment credited to 2002	6a	11,370.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	12,370.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	6,625.
11	Enter the amount of line 10 to be credited to 2003 estimated tax	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X
11	X	
12		
13		

1a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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 organization in connection with the activities
 1c Did the organization file Form 1120-POL for this year?
 d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
 (1) On the organization $\$$ 0. (2) On organization managers $\$$ 0.
 e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers $\$$ 0.
 2 Has the organization engaged in any activities that have not previously been reported to the IRS?
 If "Yes," attach a detailed description of the activities
 3 Has the organization 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
 4a Did the organization have unrelated business gross income of \$1,000 or more during the year?
 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?
 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?
 7 Did the organization have at least \$5,000 in assets at any time during the year?
 If "Yes," complete Part II, col (c), and Part XV
 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CALIFORNIA
 b If the answer is "Yes" to line 7, has the organization 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
 9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(i)(3) or 4942(i)(5) for calendar year 2002 or the taxable year beginning in 2002 (see instructions for Part XIV)? If "Yes," complete Part XIV
 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses
 11 Did the organization comply with the public inspection requirements for its annual returns and exemption application?
 Web site address N/A
 12 The books are in care of DELIA W. RISBROUGH, C/O HUME F Telephone no (415) 705-5112
 Located at 600 MONTGOMERY ST. #2800, SAN FRANCISCO, CA ZIP+4 94111
 13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
 and enter the amount of tax-exempt interest received or accrued during the year N/A

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

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

Table with columns for question details, Yes/No checkboxes, and a grid for Yes/No responses. Includes questions 1a through 6a regarding disqualifying activities, tax consequences, and business holdings.

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

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		131,385.	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

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
NONE		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A - THE ACTIVITIES OF THE FOUNDATION ARE LIMITED SOLELY TO GRANT MAKING	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3 NONE	
Total Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	21,725,520.
b Average of monthly cash balances	1b	685,898.
c Fair market value of all other assets	1c	80,279.
d Total (add lines 1a, b, and c)	1d	22,491,697.
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	22,491,697.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount see instructions)	4	337,375.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,154,322.
6 Minimum investment return Enter 5% of line 5	6	1,107,716.

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	1,107,716.
2a Tax on investment income for 2002 from Part VI, line 5	2a	5,745.
b Income tax for 2002 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	5,745.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	1,101,971.
4a Recoveries of amounts treated as qualifying distributions	4a	0.
b Income distributions from section 4947(a)(2) trusts	4b	0.
c Add lines 4a and 4b	4c	0.
5 Add lines 3 and 4c	5	1,101,971.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,101,971.

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	3,686,515.
b Program-related investments - Total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	3,686,515.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	5,745.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	3,680,770.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2001	(c) 2001	(d) 2002
1 Distributable amount for 2002 from Part XI, line 7				1,101,971.
2 Undistributed income, if any, as of the end of 2001				
a Enter amount for 2001 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2002				
a From 1997	1,965,017.			
b From 1998	1,924,524.			
c From 1999	4,788,966.			
d From 2000	6,183,571.			
e From 2001	4,435,652.			
f Total of lines 3a through e	19,297,730.			
4 Qualifying distributions for 2002 from Part XII, line 4 ▶ \$ 3,686,515.				
a Applied to 2001, 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 2002 distributable amount				1,101,971.
e Remaining amount distributed out of corpus	2,584,544.			
5 Excess distributions carryover applied to 2002 (If an amount appears in column (d) the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	21,882,274.			
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 2001 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2002 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2003				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	1,014,550.			
8 Excess distributions carryover from 1997 not applied on line 5 or line 7	950,467.			
9 Excess distributions carryover to 2003 Subtract lines 7 and 8 from line 6a	19,917,257.			
10 Analysis of line 9				
a Excess from 1998	1,924,524.			
b Excess from 1999	4,788,966.			
c Excess from 2000	6,183,571.			
d Excess from 2001	4,435,652.			
e Excess from 2002	2,584,544.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2002, enter the date of the ruling ▶
 b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2002	(b) 2001	(c) 2000	(d) 1999	
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					
3 Subtract line 2d from line 2c					
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 organization had \$5,000 or more in assets at any time during the year-see page 25 of the 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))

CAROLINE H. HUME

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 organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed
 EXECUTIVE DIRECTOR, JAQUELIN HUME FOUNDATION
 600 MONTGOMERY STREET, SUITE 2800, SAN FRANCISCO, CA 94111 (415)705-5112

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

c Any submission deadlines
 NONE

d Any restrictions or limitations on awards such as by geographical areas, charitable fields, kinds of institutions, or other factors
 NONE

Part XV Supplementary Information (continued)

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

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
<i>a</i> Paid during the year				
SEE ATTACHED SCHEDULE			IRC SECTION 501 "C" "3" UNRESTRICTED	4,547,750.
Total				▶ 3a 4,547,750.
<i>b</i> Approved for future payment				
NONE				
Total				▶ 3b 0.

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) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting organization to a noncharitable exempt organization of

(1) Cash

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

(2) Other assets

b Other Transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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 organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

2a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule:

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

I hereby certify that the information on this return and all schedules and statements is true, correct, and to the best of my knowledge and belief, it is true, correct, and to the best of my knowledge and belief, it is true, correct, and to the best of my knowledge and belief, it is true, correct information of which preparer has any knowledge.

1/11/03 EXECUTIVE DIRECTOR

Schedule B
(Form 990, 990-EZ, or
990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No 1545-0047

2002

Name of organization JAQUELIN HUME FOUNDATION	Employer identification number 94-6080099
---	---

Organization type (check one)

- | Filers of | Section |
|--------------------|---|
| Form 990 or 990 EZ | <input type="checkbox"/> 501(c)() (enter number) organization |
| | <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation |
| | <input type="checkbox"/> 527 political organization |
| Form 990-PF | <input checked="" type="checkbox"/> 501(c)(3) exempt private foundation |
| | <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation |
| | <input type="checkbox"/> 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 box(es) for both the General Rule and a Special Rule-see instructions)

General Rule-

- For organizations filing Form 990, 990-EZ, or 990 PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules-

- For a section 501(c)(3) organization filing Form 990, or Form 990 EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990 EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals (Complete Parts I, II, and III)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990 EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to 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 Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year) ▶ \$ _____

Caution Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 1 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

Employer identification number

JAQUELIN HUME FOUNDATION

94-6080099

Part I Contributors (See Specific Instructions)

(a) No	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CAROLINE H HUME MARITAL TRUST 600 MONTGOMERY STREET, SUITE 2800 SAN FRANCISCO, CA 94111	\$ 1,014,550.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

• If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only Part II and check this box **X**

Note Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II		Additional (not automatic) 3-Month Extension of Time - Must file Original and One Copy	
Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization		Employer identification number
	JAQUELIN HUME FOUNDATION		94-6080099
	Number street and room or suite no. If a P.O. box, see instructions		For IRS use only
	600 MONTGOMERY STREET, SUITE 2800		
	City, town or post office state and ZIP code For a foreign address see instructions		
	SAN FRANCISCO, CA 94111		

Check type of return to be filed (File a separate application for each return)

- Form 990
 Form 990 EZ
 Form 990 T (sec. 401(a) or 408(a) trust)
 Form 1041 A
 Form 5227
 Form 8870
 Form 990 BL
 Form 990 PF
 Form 990 T (trust other than above)
 Form 4720
 Form 6069

STOP Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868

- If the organization does not have an office or place of business in the United States, check this box **X**
 • If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the **whole group**, check this box If it is for **part of the group**, check this box and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3 month extension of time until NOVEMBER 17, 2003
 5 For calendar year 2002 or other tax year beginning _____ and ending _____
 6 If this tax year is for less than 12 months check reason Initial return Final return Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUESTED TO COMPLETE THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN

- 8a If this application is for Form 990 BL, 990 PF, 990 T, 4720, or 6069 enter the tentative tax, less any nonrefundable credits. See instructions \$ 12,370.
 b If this application is for Form 990 PF, 990 T, 4720 or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 \$ 12,370.
 c **Balance Due** Subtract line 8b from line 8a. Include your payment with this form or, if required, deposit with FTD coupon or, if required by using EFTPS (Electronic Federal Tax Payment System) See instructions \$ 0.

Signature and Verification

Under penalties of perjury I declare that I have examined this form including accompanying schedules and statements and to the best of my knowledge and belief it is true, correct, and complete and that I am authorized to prepare this form.

Signature [Signature] Title A member of the Staff of Deloitte & Touche Date 8/12/03
50 Fremont Street, San Francisco, CA 94105

Notice to Applicant - To Be Completed by the IRS

- We have approved this application. Please attach this form to the organization's return.
 We have not approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return.
 We have not approved this application. After considering the reasons stated in item 7 we cannot grant your request for an extension of time to file. We are not granting the 10 day grace period.
 We cannot consider this application because it was filed after the due date of the return for which an extension was requested.
 Other _____

Director _____ By _____ Date _____

Alternate Mailing Address - Enter the address if you want the copy of this application for an additional 3 month extension returned to an address different than the one entered above

Type or print	Name	DELOITTE & TOUCHE, LLP
	Number and street (include suite, room, or apt. no.) Or a P.O. box number	50 FREMONT STREET
	City or town, province or state and country (including postal or ZIP code)	SAN FRANCISCO, CA 94105

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Note Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time - Only submit original (no copies needed)

Note Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only
 All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization JAQUELIN HUME FOUNDATION	Employer identification number 94-6080099
	Number, street, and room or suite no. If a P O box, see instructions 600 MONTGOMERY STREET, SUITE 2800	
	City, town or post office, state and ZIP code. For a foreign address see instructions SAN FRANCISCO, CA 94111	

Check type of return to be filed (file a separate application for each return)

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990 T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990 BL | <input type="checkbox"/> Form 990 T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990 EZ | <input type="checkbox"/> Form 990 T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990 PF | <input type="checkbox"/> Form 1041 A | <input type="checkbox"/> Form 8870 |

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the **whole group** check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3 month (6 month, for 990-T corporation) extension of time until AUGUST 15, 2003 to file the exempt organization return for the organization named above. The extension is for the organization's return for calendar year 2002 or tax year beginning _____ and ending _____

COPY

- 2 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period
- 3a If this application is for Form 990 BL, 990 PF, 990 T 4720 or 6069 enter the tentative tax less any nonrefundable credits. See instructions \$ 12,370.
- b If this application is for Form 990 PF or 990 T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit \$ 11,370.
- c **Balance Due** Subtract line 3b from line 3a. Include your payment with this form or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions \$ 1,000.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Kenn O. Keener Title ▶ Member of the staff of Deloitte & Touche LLP
50 Fremont Street, San Francisco, CA 94105 Date ▶ 5/12/03

JAQUELIN HUME FOUNDATION
EIN: 94-6080099
TAX YEAR 2002 GRANTS

	Securities		Total	Purpose of Grant
	Cash	FMV at date of Transfer		
Ethan Allen Institute	12,000		12,000	IRC Sec 501 "C" "3" Unrestricted
American Education Reform Council	150,000		150,000	IRC Sec 501 "C" "3" Unrestricted
Aspire Public Schools	100,000		100,000	IRC Sec 501 "C" "3" Unrestricted
Association of American Educators	100,000		100,000	IRC Sec 501 "C" "3" Unrestricted
Atlantic Legal Foundation	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Bay Area Discovery Museum	150,000		150,000	IRC Sec 501 "C" "3" Unrestricted
Bill of Rights Institute	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
Black Alliance for Educational Options	75,000		75,000	IRC Sec 501 "C" "3" Unrestricted
Buckeye Institute	30,000		30,000	IRC Sec 501 "C" "3" Unrestricted
CANEC	75,000		75,000	IRC Sec 501 "C" "3" Unrestricted
Capital Research Center	5,000		5,000	IRC Sec 501 "C" "3" Unrestricted
Cascade Policy Institute	30,000		30,000	IRC Sec 501 "C" "3" Unrestricted
Center for Education Reform	120,000		120,000	IRC Sec 501 "C" "3" Unrestricted
Center for Equal Opportunity	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Center for Immigration Studies	5,000		5,000	IRC Sec 501 "C" "3" Unrestricted
Center for Individual Rights	75,000		75,000	IRC Sec 501 "C" "3" Unrestricted
Center of the American Experiment	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Children First America	10,000		10,000	IRC Sec 501 "C" "3" Unrestricted
City of Vacaville	14,000		14,000	IRC Sec 501 "C" "3" Unrestricted
Commonwealth Foundation	20,000		20,000	IRC Sec 501 "C" "3" Unrestricted
Education Leaders Council	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
Education Next	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
Evergreen Freedom Foundation	24,800		24,800	IRC Sec 501 "C" "3" Unrestricted
Federalist Society for Law and Public Poli	75,000		75,000	IRC Sec 501 "C" "3" Unrestricted
Fellowship Academy	2,400		2,400	IRC Sec 501 "C" "3" Unrestricted
Flint Hills Center for Public Policy	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Foundation for Teaching Economics	500,000		500,000	IRC Sec 501 "C" "3" Unrestricted
Georgia Public Policy Foundation	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Goldwater Institute	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Heartland Institute	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Heritage Foundation	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
Independence Institute	40,000		40,000	IRC Sec 501 "C" "3" Unrestricted
Independent Women's Forum	35,000		35,000	IRC Sec 501 "C" "3" Unrestricted

JAUQUILIN HUME FOUNDATION
EIN: 94--6080099
TAX YEAR 2002 GRANTS

	Cash	Securities FMV at date of Transfer	Total	Purpose of Grant
Institute for American Values	100,000		100,000	IRC Sec 501 "C" "3" Unrestricted
Institute for Humane Studies	75,000		75,000	IRC Sec 501 "C" "3" Unrestricted
Institute for Justice	125,000		125,000	IRC Sec 501 "C" "3" Unrestricted
Intercollegiate Studies Institute	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
Thomas Jefferson Institute	20,000		20,000	IRC Sec 501 "C" "3" Unrestricted
KQED	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Landmark Foundation	100,000		100,000	IRC Sec 501 "C" "3" Unrestricted
Lexington Institute	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
John Locke Foundation	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Clare Boothe Luce Policy Institute	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Mackinac Center for Public Policy	75,000		75,000	IRC Sec 501 "C" "3" Unrestricted
Manhattan Institute	100,000		100,000	IRC Sec 501 "C" "3" Unrestricted
National Association of Scholars	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
National Fatherhood Initiative	75,000		75,000	IRC Sec 501 "C" "3" Unrestricted
National Right to Work Legal Defense Fo	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Ohio Community School Center	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Oklahoma Council of Public Affairs	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
One Nation/One California Res & Ed Fui	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
Pacific Legal Foundation	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Pacific Research Institute	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
The Philanthropy Roundtable	20,000		20,000	IRC Sec 501 "C" "3" Unrestricted
Pioneer Institute	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
San Francisco Conservatory of Music		1,014,550	1,014,550	IRC Sec 501 "C" "3" Unrestricted
San Francisco Opera	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
San Francisco Symphony	200,000		200,000	IRC Sec 501 "C" "3" Unrestricted
Smuin Ballet	15,000		15,000	IRC Sec 501 "C" "3" Unrestricted
South Carolina Policy Council	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
State Policy Network	50,000		50,000	IRC Sec 501 "C" "3" Unrestricted
Stern Grove	5,000		5,000	IRC Sec 501 "C" "3" Unrestricted
Texas Justice Foundation	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
Texas Public Policy Foundation	25,000		25,000	IRC Sec 501 "C" "3" Unrestricted
TOTAL	3,533,200	1,014,550	4,547,750	

JAQUELIN HUME FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g. real estate, 2-story brick warehouse or common stock 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a MORGAN STANLEY AND WURTZ ACCTS	P	VARIOUS	VARIOUS
b MORGAN STANLEY AND WURTZ ACCTS	P	VARIOUS	VARIOUS
c CAPITAL GAIN: MS VC FUND II, L.P.	P		
d C. GAIN DISTR (MSIF - INTL EQ FD)	P	VARIOUS	VARIOUS
e C. GAIN DISTR (PIMCO TOTAL)	P	VARIOUS	VARIOUS
f C. GAIN DISTR (DIMENSIONAL US SM CAP)	P	VARIOUS	VARIOUS
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 2,218,201.		2,742,222.	<524,021.>
b 3,284,061.		2,864,699.	419,362.
c		43,051.	<43,051.>
d		<5,535.>	5,535.
e		<52,984.>	52,984.
f		<178,310.>	178,310.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k) but not less than "-0-")
(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			<524,021.>
b			419,362.
c			<43,051.>
d			5,535.
e			52,984.
f			178,310.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	89,119.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I line 8 column (c) If (loss), enter "-0-" in Part I line 8 }	3	N/A

JAQUELIN HUME FOUNDATION
EIN 94--6080099
 Realized Gains and Losses 2002

Morgan Stanley Account #14-49753

Quantity	Description	Date Acquired	Date Sold	Cost	Net Proceeds	Short Term Gains	Long Term Gains
0.04	Travelers Prop Cas A	5/26/1993	8/21/2002	0.11	0.61		0.50
887.00	Travelers Prop Cas B	5/26/1993	8/21/2002	2,516.28	13,385.84		10,869.56
432.00	Travelers Prop Cas A	5/26/1993	8/21/2002	1,135.74	6,245.15		5,109.41
1,000.00	FedEx	1/28/1998	9/9/2002	33,011.79	45,460.00		12,448.21
500.00	Schlumberger	4/28/1999	10/1/2002	28,454.80	19,969.41		(8,485.39)
250.00	3M Co	1/30/2001	11/4/2002	27,528.12	32,332.78		4,804.66
1,000.00	Applied Materials	5/8/2002	11/4/2002	24,229.15	16,422.10	(7,807.05)	
2,000.00	Applied Materials	4/9/2002	11/4/2002	51,888.85	32,844.21	(19,044.64)	
2,000.00	Target	1/30/2001	11/29/2002	73,659.11	69,468.67		(4,190.44)
1,000.00	Transocean	5/16/2002	11/29/2002	37,624.71	24,100.11	(13,524.60)	
500.00	Transocean	5/10/2002	11/29/2002	18,825.24	12,050.05	(6,775.19)	
2,000.00	Wyeth	8/18/2000	11/29/2002	112,002.16	76,229.15		(35,773.01)
5,000.00	Texas Instruments	10/3/2001	12/11/2002	122,012.12	85,764.46		(36,247.66)
3,500.00	Wyeth	8/18/2000	12/11/2002	196,003.79	130,912.75		(65,091.04)
Total Morgan Stanley Account #14-49753 Realized Gains and Losses				3,309,010.11	3,352,261.75	(382,286.80)	425,538.44

Wurtz Management Portfolio	Quantity	Description	Date Acquired	Date Sold	Cost	Net Proceeds	Short Term Gains	Long Term Gains
71,157.50	Pimco Total Return	11/6/2001	1/24/2002	786,284.66	750,000.00		(36,284.66)	
28,063.11	Pimco Total Return	11/6/2001	7/18/2002	309,789.07	300,000.00		(9,789.07)	
45,871.56	Pimco Total Return	11/6/2001	12/9/2002	506,178.28	500,000.00		(6,178.28)	
21,242.70	Dimensional US Small Cap	9/4/2001	1/24/2002	455,877.51	400,000.00		(55,877.51)	
11,173.18	Dimensional US Small Cap	9/4/2001	7/18/2002	239,781.37	200,000.00		(39,781.37)	

Total Capital Gains from Security Sales 2,297,910.89 2,150,000.00 (141,732.61) (6,178.28)

Total Capital Gains from Security Sales 5,606,921.00 5,502,261.75 (524,019.41) 419,360.16

Capital Gain Distribution 2,742,222.00 2,218,200.00 PF-3 PF-3

MSIF--Intl Equity Fund 2,864,699.00 3,284,061.00 PF-3 PF-3

Pimco Total Return 5,535.28 5,535.28

Dimensional US Small Cap 52,983.87 52,983.87

K-1s Short Term Losses 178,310.24 178,310.24

K-1s Long Term Losses (43,051.00) (43,051.00) adjusted

Total Capital Gains Distributions 5,535.28 188,243.11 PF-3 PF-3

JAQUELIN HUME FOUNDATION
EIN 94--6080099
 Realized Gains and Losses 2002

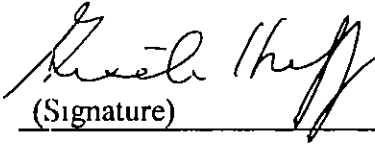
Morgan Stanley Account #14-49753

<u>Quantity</u>	<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Cost</u>	<u>Net Proceeds</u>	<u>Short Term Gains</u>	<u>Long Term Gains</u>
1,000 00	Amer Home Prods	8/18/2000	1/22/2002	56,001 08	63,009 14		7,008 06
2,500 00	El Paso	1/30/2001	1/22/2002	159,376 18+	95,055 43+	(64,320 75)	
6,150 00	El Paso	11/7/2000	1/22/2002	371,852 02	233,836 36		(138,015 66)
2,500 00	IBM	1/28/1994	1/22/2002	36,290 05	276,882 77		240,592 72
2,000 00	JP Morgan Chase	1/28/1994	1/22/2002	23,280 93	71,366 55		48,085 62
26,490 07	MS Intl Fd Int Eq	12/31/1992	1/22/2002	255,894 04	400,000 00		144,105 96
5,000 00	Sprint	8/15/2001	2/25/2002	124,020 52-	46,384 38†	(77,636 14)	
1,000 00	Schering Plough	11/14/2001	4/4/2002	35,382 35-	29,416 56+	(5,965 79)	
3,000 00	Schering Plough	10/3/2001	4/4/2002	110,860 03'	88,249 67 *	(22,610 36)	
1,000 00	Verisign	10/3/2001	4/4/2002	42,401 60 †	23,744 08	(18,657 52)	
1,000 00	Johnson & Johnson	10/11/1991	4/18/2002	11,070 31	62,470 61		51,400 30
1,000 00	United Technologies	11/27/1996	4/18/2002	35,135 89	66,870 71		31,734 82
5,000 00	EMC	7/9/1998	5/8/2002	55,757 35	41,090 61		(14,666 74)
500 00	IBM	1/28/1994	5/8/2002	7,258 01	40,555 42		33,297 41
1,000 00	Anadarko Pete	8/16/2000	5/10/2002	58,695 39	52,769 99	(9,457 19)	(5,925 40)
2,000 00	Celgene	3/8/2002	5/10/2002	46,302 30	36,845 11 †		(24,730 43)
2,000 00	Anadarko Pete	8/16/2000	6/12/2002	117,390 77	92,660 34		33,466 79
1,000 00	United Technologies	11/27/1996	6/12/2002	35,135 89	68,602 68		(4,180 70)
1,000 00	El Paso	8/22/2001	7/2/2002	49,030 00 -	18,943 05+	(30,086 95)	29,433 69
2,000 00	Target	4/6/2000	7/2/2002	75,435 69	71,254 99		125,355 67
1,000 00	United Technologies	11/27/1996	7/2/2002	35,135 89	64,569 58		31,366 20
21,391 75	MS Intl Fd Int Eq	12/31/1992	7/15/2002	206,644 33	332,000 00		(29,643 47)
5,000 00	AT&T Wireless	2/25/2002	7/24/2002	55,022 89'	23,566 88+	(31,456 01)	(52,520 29)
2,000 00	Intel Corp	5/29/1992	7/25/2002	3,187 50	34,553 70		31,366 20
1,500 00	Anadarko Pete	8/16/2000	8/5/2002	88,043 08	58,399 61		(21,957 14)
2,500 00	Schlumberger	4/28/1999	8/5/2002	142,274 01	89,753 72		14,155 85
5,000 00	AOL Time Warner	4/15/2002	8/6/2002	107,359 40	49,449 07	(57,910 33)	12,062 74
2,200 00	Raytheon	3/14/2002	8/6/2002	88,166 11	71,131 83 -	(17,034 28)	26,165 46
2,000 00	Alcoa	4/6/2000	8/7/2002	71,713 18	49,756 04		5,494 23
1,000 00	FedEx	11/25/1997	8/7/2002	32,767 62	46,923 47		7 95
1,000 00	JP Morgan Chase	1/28/1994	8/7/2002	11,640 46	23,703 20		
1,000 00	Pfizer	9/15/1993	8/7/2002	5,156 66	31,322 12		
1,000 00	Target	8/18/2000	8/7/2002	26,434 75	31,928 98		
0 66	Travelers Prop Cas B	5/26/1993	8/21/2002	1 86	9 81		

ELECTION TO TREAT UNUSED PRIOR-YEAR CORPUS DISTRIBUTIONS
AS CURRENT-YEAR CORPUS DISTRIBUTIONS

Pursuant to Reg 53 4942(a)-3(c)(2)(iv), the above referenced foundation hereby elects to treat, as a current distribution out of corpus, the following unused prior tax year's (years') distributions that were treated as corpus distributions under Reg 53 4942(a)-3(d)(1)(iii) in such prior tax year(s)

<u>Tax Year</u>	<u>Amount</u>
<u>2002</u>	<u>\$1,014,550</u>


(Signature)

(Name) GISELE HUFF

(Title) EXEC. DIR

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

SOURCE	AMOUNT
BANK OF AMERICA	145.
GENETIC SYSTEMS OI D	1,604.
LIQUID ASSETS MMK	5,034.
MORGAN STANLEY	95.
MORGAN STANLEY VEN CAP FUND II ANNEX, L.P.	889.
MORGAN STANLEY VEN CAP FUND II, L.P.	168.
WELLS FARGO BANK	110.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,045.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY FOREIGN	3,856.	0.	3,856.
MORGAN STANLEY US	149,334.	0.	149,334.
PIMCO	404,343.	0.	404,343.
US SMALL CAP	7,958.	0.	7,958.
TOTAL TO FM 990-PF, PART I, LN 4	565,491.	0.	565,491.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,597.	1,299.		1,298.
TO FM 990-PF, PG 1, LN 16A	2,597.	1,299.		1,298.

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
CONSULTANT-DATA ENTRY	9,300.	9,300.		0.
MANAGEMENT FEES	47,193.	47,193.		0.
TAX SERVICES	1,303.	651.		652.
OTHER PROFESSIONAL FEES	18,275.	18,275.		0.
TO FORM 990-PF, PG 1, LN 16C	76,071.	75,419.		652.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	36,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	36,000.	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
OFFICE EXPENSES	6,510.	2,396.		4,114.
FEES AND PENALTIES	3,264.	3,264.		0.
PARTNERSHIP EXPENSES (MS VC FD I)	3,442.	3,442.		0.
PARTNERSHIP EXPENSES (MS VC FD II)	1,803.	1,803.		0.
TO FORM 990-PF, PG 1, LN 23	15,019.	10,905.		4,114.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION		AMOUNT	
GENENTECH - REPAYMENT OF CAPITAL			1,211.
UNREALIZED GAIN (MS VC FUND II)			44,002.
UNREALIZED GAIN (MS VC FUND II ANNEX LP)			4,106.
TOTAL TO FORM 990-PF, PART III, LINE 3			49,319.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
STOCK INVESTMENT		18,891,190.	19,560,491.
TOTAL TO FORM 990-PF, PART II, LINE 10B		18,891,190.	19,560,491.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS (K-1S)		82,131.	82,131.
TOTAL TO FORM 990-PF, PART II, LINE 13		82,131.	82,131.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CAROLINE H. HUME 600 MONTGOMERY ST, STE 2800 SAN FRANCISCO, CA 94111	PRESIDENT 0.	0.	0.	0.
GEORGE H. HUME 600 MONTGOMERY ST, STE 2800 SAN FRANCISCO, CA 94111	FIRST VP AND SECTY 0.	0.	0.	0.
WILLIAM J. HUME 600 MONTGOMERY ST, STE 2800 SAN FRANCISCO, CA 94111	SECOND VP AND TREAS. 0.	0.	0.	0.
EDWARD A. LANDRY C/O MUSICK, PEELER ONE WILSHIRE BLVD LOS ANGELES, CA 90017	ASST SECTY/ASST TREA 0.	0.	0.	0.
CAROLINE H. HUME 600 MONTGOMERY ST, STE 2800 SAN FRANCISCO, CA 94111	TRUSTEE 0.	0.	0.	0.
GEORGE H. HUME 600 MONTGOMERY ST, STE 2800 SAN FRANCISCO, CA 94111	TRUSTEE 0.	0.	0.	0.
WILLIAM J. HUME 600 MONTGOMERY ST, STE 2800 SAN FRANCISCO, CA 94111	TRUSTEE 0.	0.	0.	0.
EDWARD A. LANDRY 600 MONTGOMERY ST, STE 2800 SAN FRANCISCO, CA 94111	TRUSTEE 0.	0.	0.	0.
GISELE HUFF 600 MONTGOMERY ST, STE 2800 SAN FRANCISCO, CA 94111	EXECUTIVE DIRECTOR 40	131,385.	0.	0.
GISELE HUFF 600 MONTGOMERY ST, STE 2800 SAN FRANCISCO, CA 94111	ASST SECTY/ASST TREA 0.	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		131,385.	0.	0.

JAQUELIN HUME FOUNDATION
600 Montgomery Street, Suite 2800
San Francisco, CA 94111
(415) 705-5112

PROGRAM GUIDELINES

GENERAL AREAS OF INTEREST

The Jaquelin Hume Foundation was established in San Francisco in 1962 by Mr and Mrs Jaquelin H Hume

A major portion of the funds at the disposal of the Jaquelin Hume Foundation is used to support activities or organizations having a national impact. These funds are disbursed in major grants which are closely monitored to compare the results with the purpose of the grant. Generally, grants will be made for operations, not equipment or buildings

The major grants of the Jaquelin Hume Foundation will fall into two primary areas

- 1 Education of young people to be better citizens, to have sound values, and to appreciate the value of our free enterprise, incentive-based economy. Grants are aimed at the junior high and high school levels
- 2 Improvement of the structure and function of government and the reduction of the influence of the Federal government in our lives

The balance of the funds of the Jaquelin Hume Foundation will be used to support organizations at the sole discretion of Mrs Jaquelin H Hume, the Foundation's president.

APPLICATION GUIDELINES

In keeping with Jaquelin Hume's philosophy of giving and to be as effective as possible in making grant determinations, the following general guidelines apply:

- o Organizations must be classified as 501(c)(3) by the Internal Revenue Service
- o Organizations must operate within the continental United States
- o Special Projects are generally preferred.
- o The Foundation generally will not consider institutions or organizations primarily supported by tax-derived funding, including those organizations which may have lost significant government funding
- o The Foundation will not consider grants to institutions which, in policy or practice, unfairly discriminate on the basis of race, creed, or sex.
- o The Foundation will consider only one request from an organization during any twelve-month period

Grantees must be able to demonstrate competent administrative capabilities and provide the Foundation with periodic progress reports on programs which the Foundation has funded. Institutions which receive support are responsible to account for how grants from the Foundation have been utilized.

The Jaquelin Hume Foundation has a policy of assessing the results of the grants it awards. It recommends, therefore, that evaluation and follow-up procedures be incorporated into grant requests. Such procedures help to assure the Foundation that the funds awarded are being used for the intended purposes and help both the Foundation and grantee to assess the extent to which the project is achieving the expected results.

APPLICATION PROCEDURES

Applicants should prepare a preliminary one-page letter which outlines the objectives and significance of the proposed project, the design of the project, and the qualifications of the organization and its individuals. Included with the letter should be a copy of the organization's most recent audited financial statements, a projected budget for the project, the amount of support sought from the Foundation, as well as from other funders.

To ensure eligibility for a grant, the applicant should also submit a copy of the IRS letter confirming the organization's tax-exempt status.

All requests will be reviewed and acknowledged promptly. After a review of the initial letter, the Foundation staff will communicate with the person in charge of the proposed project, indicating whether the project qualifies for further consideration. Applicants whose projects meet these criteria will be invited to submit a fully developed proposal.

While grants will be considered throughout the year, the full board meets twice a year to consider major grants.

Proposals and requests for information should be addressed to

Executive Director
Jaquelin Hume Foundation
600 Montgomery Street, Suite 2800
San Francisco, CA 94111