

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

**2012**

Department of the Treasury  
Internal Revenue Service

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

For calendar year **2012**, or tax year beginning , **2012**, and ending

PhotoPhilanthropy 25 Sixth Avenue San Francisco, CA 94118	<b>A</b> Employer identification number 27-1912845												
	<b>B</b> Telephone number (see the instructions) 415-379-4555												
	<b>C</b> If exemption application is pending, check here <input type="checkbox"/>												
<b>G</b> Check all that apply: <table style="display: inline-table; vertical-align: top; margin-right: 10px;"> <tr><td><input type="checkbox"/></td><td>Initial return</td></tr> <tr><td><input type="checkbox"/></td><td>Final return</td></tr> <tr><td><input type="checkbox"/></td><td>Address change</td></tr> </table> <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/></td><td>Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/></td><td>Amended return</td></tr> <tr><td><input type="checkbox"/></td><td>Name change</td></tr> </table>	<input type="checkbox"/>	Initial return	<input type="checkbox"/>	Final return	<input type="checkbox"/>	Address change	<input type="checkbox"/>	Initial return of a former public charity	<input type="checkbox"/>	Amended return	<input type="checkbox"/>	Name change	<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/>	Initial return												
<input type="checkbox"/>	Final return												
<input type="checkbox"/>	Address change												
<input type="checkbox"/>	Initial return of a former public charity												
<input type="checkbox"/>	Amended return												
<input type="checkbox"/>	Name change												
<b>H</b> Check type of organization: <table style="display: inline-table; vertical-align: top; margin-right: 10px;"> <tr><td><input checked="" type="checkbox"/></td><td>Section 501(c)(3) exempt private foundation</td></tr> <tr><td><input type="checkbox"/></td><td>Section 4947(a)(1) nonexempt charitable trust</td></tr> <tr><td><input type="checkbox"/></td><td>Other taxable private foundation</td></tr> </table>	<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	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
<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												
Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶ \$ <b>56,834.</b>	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>												
<b>J</b> Accounting method: <table style="display: inline-table; vertical-align: top; margin-right: 10px;"> <tr><td><input type="checkbox"/></td><td>Cash</td></tr> <tr><td><input checked="" type="checkbox"/></td><td>Accrual</td></tr> <tr><td><input type="checkbox"/></td><td>Other (specify)</td></tr> </table> (Part I, column (d) must be on cash basis)	<input type="checkbox"/>	Cash	<input checked="" type="checkbox"/>	Accrual	<input type="checkbox"/>	Other (specify)							
<input type="checkbox"/>	Cash												
<input checked="" type="checkbox"/>	Accrual												
<input type="checkbox"/>	Other (specify)												

2013  
SCANNED  
MAY 31  
REVENUE

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))				
<b>1</b> Contributions, gifts, grants, etc., received (att sch)	647,081.			
<b>2</b> Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
<b>3</b> Interest on savings and temporary cash investments				
<b>4</b> Dividends and interest from securities				
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain/(loss) from sale of assets not on line 10				
<b>b</b> Gross sales price for all assets on line 6a				
<b>7</b> Capital gain net income (from Part IV, line 2)				
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold				
<b>c</b> Gross profit/(loss) (att sch)				
<b>11</b> Other income (attach schedule)				
See Statement 1	42,110.		42,110.	
<b>12 Total.</b> Add lines 1 through 11	689,191.	0.	42,110.	
<b>13</b> Compensation of officers, directors, trustees, etc	104,542.			104,542.
<b>14</b> Other employee salaries and wages	218,854.			218,854.
<b>15</b> Pension plans, employee benefits	29,556.			29,556.
<b>16a</b> Legal fees (attach schedule) See St 2	9,115.			6,260.
<b>b</b> Accounting fees (attach sch) See St 3	4,164.			4,164.
<b>c</b> Other prof fees (attach sch) See St 4	20,487.			19,831.
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule)(see instrs)				
<b>19</b> Depreciation (attach sch) and depletion	3,445.			
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings	8,814.			8,814.
<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule)				
See Statement 5	242,790.	1,469.	42,110.	195,583.
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	641,767.	1,469.	42,110.	587,604.
<b>25</b> Contributions, gifts, grants paid Part XV	42,000.			23,000.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	683,767.	1,469.	42,110.	610,604.
<b>27 Subtract line 26 from line 12:</b>				
<b>a Excess of revenue over expenses and disbursements</b>	5,424.			
<b>b Net investment income</b> (if negative, enter -0-)		0.		
<b>c Adjusted net income</b> (if negative, enter -0-)			0.	

918-19

15

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	15,409.	40,251.	40,251.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶	3,460.		
		Less: allowance for doubtful accounts ▶		3,460.	3,460.
	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 sch) ▶			
		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 (attach schedule)			
	b	Investments – corporate stock (attach schedule)			
	c	Investments – corporate bonds (attach schedule)			
	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 ▶	16,568.			
	Less: accumulated depreciation (attach schedule) See Stmt 6 ▶	3,445.	13,123.	13,123.	
15	Other assets (describe ▶)				
16	<b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item l)	15,409.	56,834.	56,834.	
LIABILITIES	17	Accounts payable and accrued expenses	6,740.	23,741.	
	18	Grants payable		19,000.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	6,740.	42,741.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	8,669.	14,093.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see instructions)	8,669.	14,093.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	15,409.	56,834.		

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	8,669.
2	Enter amount from Part I, line 27a	2	5,424.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	14,093.
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 30	6	14,093.

**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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A			
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			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<input type="checkbox"/> If gain, also enter in Part I, line 7 <input type="checkbox"/> If (loss), enter -0- in Part I, line 7	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	416,349.	53,574.	7.771475
2010	208,788.	30,840.	6.770039
2009			
2008			
2007			

2 Total of line 1, column (d)	2	14.541514
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	7.270757
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	96,290.
5 Multiply line 4 by line 3	5	700,101.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	700,101.
8 Enter qualifying distributions from Part XII, line 4	8	627,172.

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)

Table with 11 rows for excise tax calculations. Includes questions about exempt foundations, tax under section 511, and credits/payments. Total tax due is 0.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and substantial contributors. Includes a 'Yes/No' column.

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	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 <u>www.photophilanthropy.org</u>	13	X	
14	The books are in care of <u>Nancy Richards Farese</u> Telephone no. <u>415-379-4555</u> Located at <u>25 Sixth Avenue San Francisco CA</u> ZIP + 4 <u>94118</u>			
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 <u>15</u>		N/A	N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country	16		X

**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
1 a	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	X
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 2012?	1 c	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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.)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2012?	4 b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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?

N/A  Yes  No

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

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

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

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

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
See Statement 8		92,468.	12,074.	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
Kathleen Hennessy 25 Sixth Avenue San Francisco, CA 94118	Program Dir 40	77,929.	6,403.	0.
Christina Wiles 25 Sixth Avenue San Francisco, CA 94118	Marketing Mgr 40	51,982.	3,881.	0.

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

0

**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
None		
-----		
-----		
-----		
-----		
-----		
-----		
-----		
-----		
-----		
<b>Total</b> number of others receiving over \$50,000 for professional services		0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 See Statement 9	
-----	
-----	627,172.
2	
-----	
-----	
3	
-----	
-----	
4	
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**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	Amount
1	
N/A	
-----	
-----	
2	
-----	
-----	
All other program-related investments. See instructions.	
3	
-----	
-----	
<b>Total.</b> Add lines 1 through 3	0.

BAA

**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	1 a	
b Average of monthly cash balances	1 b	97,756.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	97,756.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	97,756.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,466.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	96,290.
6 Minimum investment return. Enter 5% of line 5	6	4,815.

**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	N/A	1	
2a Tax on investment income for 2012 from Part VI, line 5	2 a		
b Income tax for 2012 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b	2 c		
3 Distributable amount before adjustments. Subtract line 2c from line 1	3		
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		
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		

**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	1 a	610,604.
b Program-related investments – total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	16,568.
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	627,172.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	627,172.

**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)

N/A

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				
<b>2</b> Undistributed income, if any, as of the end of 2012.				
<b>a</b> Enter amount for 2011 only				
<b>b</b> Total for prior years 20 __, 20 __, 20 __				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e.				
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ _____				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2012 distributable amount				
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions.				
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount – see instructions.				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9.				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				

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

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 2012, enter the date of the ruling ▶ 2/10/10

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

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

Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	
0.	4.			4.
	3.			3.
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed	627,172.	416,349.	208,788.	1,252,309.
d Amounts included in line 2c not used directly for active conduct of exempt activities	2,000.	3,000.		5,000.
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	625,172.	413,349.	208,788.	1,247,309.
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	3,210.	1,786.	915.	5,911.
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) )

Nancy Richards Farese

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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed.

See Statement 10

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

**Part VII** 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
a Paid during the year See Statement 11				
<b>Total</b>				▶ 3 a 23,000.
b Approved for future payment See Statement 12				
<b>Total</b>				▶ 3 b 19,000.





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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No 1545-0047

**2012**

Name of the organization

PhotoPhilanthropy

Employer identification number

27-1912845

**Organization type** (check one):

**Filers of:**

Form 990 or 990-EZ

Form 990-PF

**Section:**

- 501(c)(\_\_\_\_) (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization
- 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, \$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 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions 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 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total 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:** An organization that is not covered by the General Rule and/or the Special Rules does not 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 Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ,**

**Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization

Employer identification number

PhotoPhilanthropy

27-1912845

**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Farese Family Foundation 1600 Bush Street, Ste 300 San Francisco, CA 94109	\$ 595,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
2	Zoriah Miller 25 Sixth Avenue San Francisco, CA 94118	\$ 5,500.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
3	Network for Good 1140 Connecticut Ave, NW Washington, DC 20036	\$ 6,210.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
4	Marin Community Foundation 5 Hamilton Landing Novato, CA 94949	\$ 11,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

Employer identification number

PhotoPhilanthropy

27-1912845

**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
2	Photograph for Auction	\$ 5,500.	

Name of organization

PhotoPhilanthropy

Employer identification number

27-1912845

**Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8) or (10)**

**organizations that total more than \$1,000 for the year.** Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once See instructions.)

► \$                      N/A

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
	N/A		
(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	

**Depreciation and Amortization  
(Including Information on Listed Property)**

**2012**

Department of the Treasury  
Internal Revenue Service (99)

▶ See separate instructions. ▶ Attach to your tax return.

Attachment  
Sequence No **179**

Name(s) shown on return

**PhotoPhilanthropy**

Identifying number

**27-1912845**

Business or activity to which this form relates

Form **990/990-PF**

**Part I Election To Expense Certain Property Under Section 179**

*Note: If you have any listed property, complete Part V before you complete Part I*

1	Maximum amount (see instructions)	1
2	Total cost of section 179 property placed in service (see instructions)	2
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately, see instructions	5
6	(a) Description of property	(b) Cost (business use only)
		(c) Elected cost
7	Listed property Enter the amount from line 29	7
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8
9	Tentative deduction Enter the smaller of line 5 or line 8	9
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12	▶ 13

*Note: Do not use Part II or Part III below for listed property. Instead, use Part V*

**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)** (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14
15	Property subject to section 168(f)(1) election	15
16	Other depreciation (including ACRS)	16 <b>3,445.</b>

**Part III MACRS Depreciation (Do not include listed property)** (See instructions.)

**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>	

**Section B – Assets Placed in Service During 2012 Tax Year Using the General Depreciation System**

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only – see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	

**Section C – Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System**

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

**Part IV Summary** (See instructions)

21	Listed property. Enter amount from line 28	21
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations – see instructions	22 <b>3,445.</b>
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23

## PhotoPhilanthropy

27-1912845

**Statement 1**  
**Form 990-PF, Part I, Line 11**  
**Other Income**

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Fundraising Event	\$ 42,110.		\$ 42,110.
Total	<u>\$ 42,110.</u>	<u>\$ 0.</u>	<u>\$ 42,110.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 16a**  
**Legal Fees**

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	\$ 9,115.			\$ 6,260.
Total	<u>\$ 9,115.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 6,260.</u>

**Statement 3**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	\$ 4,164.			\$ 4,164.
Total	<u>\$ 4,164.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 4,164.</u>

**Statement 4**  
**Form 990-PF, Part I, Line 16c**  
**Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consultants	\$ 5,487.			\$ 4,831.
Program Planning	15,000.			15,000.
Total	<u>\$ 20,487.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 19,831.</u>

## PhotoPhilanthropy

27-1912845

**Statement 5**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Activist Awards - Collateral	\$ 621.			\$ 666.
Activist Awards - Conference/Meeting				
	4,062.			4,062.
Activist Awards - Judging	15,420.			15,420.
Activist Awards - Marketing	85.			85.
Activist Awards - Supplies & Mats	589.			589.
Activist Awards - Travel	165.			165.
Bank Fees	1,469.	\$ 1,469.		
Bookkeeping	12,423.			11,898.
Computer/Software	7,985.			7,985.
Donor Cultivation	152.			152.
Educational Programs	6,645.			6,645.
Exhibitions	32,820.			29,614.
Filing Fees	85.			85.
Fundraising Events	80,746.		\$ 42,110.	38,636.
Insurance	425.			425.
Marketing	256.			256.
Memberships & Subscriptions	647.			647.
Office Expense	6,606.			6,659.
Outside Staffing	50,030.			50,030.
Payroll Fees	1,187.			1,187.
Postage & Delivery	747.			712.
Telephone & Internet	2,413.			2,413.
Website	17,212.			17,252.
<b>Total</b>	<b>\$ 242,790.</b>	<b>\$ 1,469.</b>	<b>\$ 42,110.</b>	<b>\$ 195,583.</b>

**Statement 6**  
**Form 990-PF, Part II, Line 14**  
**Land, Buildings, and Equipment**

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 12,361.	\$ 2,747.	\$ 9,614.	\$ 9,614.
Machinery and Equipment	4,207.	698.	3,509.	3,509.
<b>Total</b>	<b>\$ 16,568.</b>	<b>\$ 3,445.</b>	<b>\$ 13,123.</b>	<b>\$ 13,123.</b>

**Statement 7**  
**Form 990-PF, Part VII-A, Line 10**  
**Substantial Contributors During the Tax Year**

Name of Substantial Contributor	Address of Substantial Contributor
Farese Family Foundation	1600 Bush Street, Ste 300 San Francisco, CA 94109

## PhotoPhilanthropy

27-1912845

**Statement 7 (continued)**  
**Form 990-PF, Part VII-A, Line 10**  
**Substantial Contributors During the Tax Year**

Network for Good	1140 Connecticut, NW Washington, DC
Marin Community Foundation	5 Hamilton Landing Novato, CA 94949

**Statement 8**  
**Form 990-PF, Part VIII, Line 1**  
**List of Officers, Directors, Trustees, and Key Employees**

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP &amp; DC</u>	<u>Expense Account/ Other</u>
Nancy Richards Farese 25 Sixth Avenue San Francisco, CA 94118	Chair 30.00	\$ 0.	\$ 0.	\$ 0.
Deirdre Atkin Hockett 25 Sixth Avenue San Francisco, CA 94118	Director 0.25	0.	0.	0.
Tom Reinhart 25 Sixth Avenue San Francisco, CA 94118	Director 0.25	0.	0.	0.
Prashant Samant 25 Sixth Avenue San Francisco, CA 94118	Director 0.25	0.	0.	0.
Lisa Rose 25 Sixth Avenue San Francisco, CA 94118	Executive Dir. 40.00	92,468.	12,074.	0.
	<b>Total</b>	<b>\$ 92,468.</b>	<b>\$ 12,074.</b>	<b>\$ 0.</b>

**Statement 9**  
**Form 990-PF, Part IX-A, Line 1**  
**Summary of Direct Charitable Activities**

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Activist Awards - PhotoPhilanthropy's Activist Awards are granted on an annual basis to individuals demonstrating photographic and activism excellence. The Awards for 2012 were as follows:  Professional Photographer - \$15,000 Grand Prize Amateur Photographer - \$2,000 Grand Prize Student Photographer - \$2,000 Grand Prize	\$ 627,172.

2 finalists in each category will be announced, but will not receive

**Statement 9 (continued)**  
**Form 990-PF, Part IX-A, Line 1**  
**Summary of Direct Charitable Activities**

Direct Charitable Activities	Expenses
cash prizes.	

PhotoPhilanthropy is looking for photo essays that visually articulate the mission of a charitable organization in a compelling manner. In order to be considered for acceptance, all submissions will initially be reviewed for content and quality of imagery. Once accepted, Professional, Amateur, and Student entries will be judged in two rounds, first by members of PhotoPhilanthropy and its advisors, second by a panel of independent judges who will select winners based on the following criteria:

- Originality
- Innovative and compelling storytelling
- Relevance in portraying the issues addressed by the organization
- Visual impact (composition and emotional impact)
- Technical execution (focus, exposure)

The Activist Awards were publicized on PhotoPhilanthropy's website. The submission form for the Activist Awards was a fill-in form available online only at PhotoPhilanthropy's website.

**Statement 10**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program: PhotoPhilanthropy Activist Awards  
Name: Online submissions only @  
Care Of: [www.photophilanthropy.org/  
Street Address: submission form.php](http://www.photophilanthropy.org/submission-form.php)  
City, State, Zip Code:  
Telephone:  
E-Mail Address:  
Form and Content: Photo essay must depict work of a charitable organization.

All photographs must have been taken within the last 3 years.

Photographers may enter two essays in the same year.

An essay entered in a previous year may not be re-entered.

PhotoPhilanthropy will verify that each photo essay was made with the permission and collaboration of the charitable organization in question.

Entrant must include with the submitted photo essay:

- Statement - outlining the work or cause of the featured organization, why the photographer chose that organization, and how their work helped the non-profit and/or the larger community. This will be published on PhotoPhilanthropy's website, along with the photo essay.

## PhotoPhilanthropy

27-1912845

**Statement 10 (continued)**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

- Entrants in the Professional category must also submit a second statement describing how their work is being used by the photographer and/or the organization to effect positive social change, and describing how the photographer will continue to promote and distribute this body of work.

Submission Deadlines:  
 Restrictions on Awards:

November 1, 2012  
 The Activist Awards are prizes recognizing past achievement. PhotoPhilanthropy does not impose restrictions on how the funds are spent, nor does it require or review reports from the winners of previous Activist Awards because the awards are based on past performance and not limited in how they can be spent.

**Statement 11**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
I. Hooker 25 Sixth Avenue San Francisco, CA 94118	None	N/A	Professional Award	\$ 15,000.
P. Patruno 25 Sixth Avenue San Francisco, CA 94118	None	N/A	Amateur Award	2,000.
O. Onipko 25 Sixth Avenue San Francisco, CA 94118	None	N/A	Student Award	2,000.
Adoption Coalition of Texas 5900 Balcones Drive, Suite 165 Austin, TX 78731	N/A	509(a)(1)	Student Production Grant 2011	1,000.
Tomorrow's Youth Organization 1356 Beverly Road McLean, VA 22101	N/A	509(a)(1)	Student Production Grant 2011	1,000.
Critical Exposure 1816 12th Street NW, 3rd Fl Washington, DC 20009	N/A	509(a)(1)	Community-based Photography Award	2,000.
Total				\$ <u>23,000.</u>

PhotoPhilanthropy

27-1912845

Statement 12  
Form 990-PF, Part XV, Line 3b  
Recipient Approved for Future Payment

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
E. Hingley 25 Sixth Avenue San Francisco, CA 94118	None	N/A	Professional Award	\$ 15,000.
K. Loeffelbein 25 Sixth Avenue San Francisco, CA 94118	None	N/A	Student Award	2,000.
K. Mikhaylovna 25 Sixth Avenue San Francisco, CA 94118	None	N/A	Amateur Award	2,000.
			Total \$	<u>19,000.</u>