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OMB No 1545-0047

2019

Open to Public Inspection

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2019 or tax year beginning

Internal Revenue Service

Name of foundation

Received US Bank - USB

A Employer identification number

THE BAERAYUNG FUND

83-2811578

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

C/O KINNERET, 126 E 56TH 16TH FL

NOV 23 2020

Room/suite

B Telephone number

646-519-4333

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

NEW YORK, NY 10022**Ogden, UT**

G Check all that apply

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

D 1 Foreign organizations, check here

2 Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ **387,109.**

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)

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

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	(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	1,800,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	4,354.	4,354.		STATEMENT 1
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	1,804,354.	4,354.		
13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	1,409.	704.		705.
c Other professional fees STMT 3	307.	154.		153.
17 Interest				
18 Taxes STMT 4	13,077.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	14,793.	858.		858.
25 Contributions, gifts, grants paid	1,702,000.			1,702,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,716,793.	858.		1,702,858.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	87,561.			
b Net investment income (if negative, enter -0-)		3,496.		
c Adjusted net income (if negative enter -0-)			N/A	

923501 12-17-19

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2019)

SCANNED MAY 10 2024

DEC 3 2020

51 Received in
Batching Ogden
Operating and Administrative Expenses

928

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	122,000.	161,547.	161,547.	
	2 Savings and temporary cash investments	177,548.	225,562.	225,562.	
	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				
	c Investments - corporate bonds				
		11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		299,548.	387,109.	387,109.	
Liabilities		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	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> X				
	24 Net assets without donor restrictions	299,548.	387,109.		
	25 Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/>				
	26 Capital stock, trust principal, or current funds *				
	27 Paid-in or capital surplus, or land, bldg, and equipment fund				
	28 Retained earnings, accumulated income, endowment, or other funds				
	29 Total net assets or fund balances	299,548.	387,109.		
	30 Total liabilities and net assets/fund balances	299,548.	387,109.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	299,548.
2 Enter amount from Part I, line 27a	2	87,561.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	387,109.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	387,109.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	NONE			
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	578,000.	156,357.	3.696669
2017			
2016			
2015			
2014			

2 Total of line 1, column (d)	2	3.696669
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	3.696669
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	219,136.
5 Multiply line 4 by line 3	5	810,073.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	35.
7 Add lines 5 and 6	7	810,108.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	1,702,858.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1
Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)

5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2019 estimated tax payments and 2018 overpayment credited to 2019

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2020 estimated tax ☒ 4,324. Refunded ☐

1	35.
2	0.
3	35.
4	0.
5	35.
6a	4,359.
6b	0.
6c	0.
6d	0.
7	4,359.
8	0.
9	
10	4,324.
11	0.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation 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 foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4a Did the foundation 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 foundation 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. CA

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate), of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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

N/A

STMT 5

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address N/A		
14 The books are in care of KINNERET GROUP, LLC Telephone no. 646-519-4333		
Located at 126 EAST 56TH STREET, 16TH FLOOR, NEW YORK, NY ZIP+4 10022		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country 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.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 type="checkbox"/> Yes <input checked="" 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 N/A		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years N/A		
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.) 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 N/A		
3a 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 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		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 4945(d)(4)(A)? See instructions

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

Organizations relying on a current notice regarding disaster assistance, check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

SEE STATEMENT 6

☒ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

☐ Yes ☒ No

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?

N/A

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(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
RACHEL GELMAN C/O KINNERET, 126 E 56TH 16TH FL NEW YORK, NY 10022	CHAIR 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

Part 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	0.
b	Average of monthly cash balances	1b	222,473.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	222,473.
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	222,473.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,337.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	219,136.
6	Minimum investment return. Enter 5% of line 5	6	10,957.

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	10,957.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	35.
b	Income tax for 2019 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	35.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,922.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,922.
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	10,922.

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	1,702,858.
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	1,702,858.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	35.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,702,823.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				10,922.
2 Undistributed income, if any, as of the end of 2019			0.	
a Enter amount for 2018 only			0.	
b Total for prior years		0.	-	
3 Excess distributions carryover, if any, to 2019				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018	578,000.			
f Total of lines 3a through e	578,000.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 1,702,858.				
a Applied to 2018, 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 2019 distributable amount				10,922.
e Remaining amount distributed out of corpus	1,691,936.			
5 Excess distributions carryover applied to 2019 (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:	2,269,936.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	2,269,936.			
10 Analysis of line 9				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018	578,000.			
e Excess from 2019	1,691,936.			

Part XIV	Private Operating Foundations (see instructions and Part VII-A, question 9)
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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 2019, enter the date of the ruling

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

☐ 4942(1)(3) or ☒ 4942(1)(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

- b 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4, for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c:

- 3 Complete 3a, b, or c for the alternative test relied upon.

- (1) Value of all assets

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(i)(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(i)(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))

RACHEL GELMAN

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

NONE

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

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

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

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

- c Any submission deadlines**

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient 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				
YOUTH JUSTICE COALITION 7625 S. CENTRAL AVENUE LOS ANGELES, CA 90001	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	30,000.
WESPAC FOUNDATION PYM 77 TARRYTOWN ROAD, SUITE 2W WHITE PLAINS, NY 10607	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	10,000.
THOUSAND CURRENTS 1330 BROADWAY SUITE 301 OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	10,000.
THOUSAND CURRENTS 1330 BROADWAY SUITE 301 OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	30,000.
THIRD WAVE FUND PO BOX 1159 BROOKLYN, NY 11238	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	15,000.
Total SEE CONTINUATION SHEET(S)				1,702,000.
b Approved for future payment				
NONE				
Total				0.

THE BAFRAYUNG FUND

83-2811578

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. JAMES INFIRMARY 730 POLK STREET 4TH FLOOR SAN FRANCISCO, CA 94109	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	25,000.
SOUL FIRE FARM 1972 NY HWY 2 PETERSBURG, NY 12138	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	4,000.
SOUTHERNERS ON NEW GROUND 561 W WHITEHALL ST ATLANTA, GA 30310	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	30,000.
SOUTHERNERS ON NEW GROUND 561 W WHITEHALL ST ATLANTA, GA 30310	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	30,000.
SOGOREA TE LAND TRUST 2501 HARRISON ST OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	50,000.
SOCIAL JUSTICE FUND NW 1904 3RD AVE, SUITE 806 SEATTLE, WA 98101	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	15,000.
SAN FRANCISCO WOMEN AGAINST RAPE 3543 18TH STREET, #7 SAN FRANCISCO, CA 94110	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	5,000.
RURAL ORGANIZING PROJECT P.O. BOX 664 COTTAGE GROVE, OR 97424	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	55,000.
RUCKUS SOCIETY P.O. BOX 28741 OAKLAND, CA 94604	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	12,000.
RESOURCE GENERATION 1216 BROADWAY, 2ND FLOOR NEW YORK, NY 10001	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	100,000.
Total from continuation sheets				1,607,000.

THE BAFRAYUNG FUND

83-2811578

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PROJECT SOUTH 9 GAMMON AVENUE SE ATLANTA, GA 30315	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	30,000.
PROJECT SOUTH 9 GAMMON AVENUE SE ATLANTA, GA 30315	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	40,000.
POOR MAGAZINE 8032 MACARTHUR BLVD. OAKLAND, CA 94605	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	10,000.
PICTURE THE HOMELESS 104 EAST 126TH STREET NEW YORK, NY 10035	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	10,000.
OAKLAND COMMUNITIES UNITED FOR EQUITY AND JUSTICE - PHAT BEETS 4799 SHATTUCK AVE OAKLAND, CA 94609	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	5,000.
NEO PHILANTHROPY MPOWER CHANGE 45 W 36TH ST, 6TH FLOOR NEW YORK, NY 10018	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	12,000.
NDN COLLECTIVE 317 MAIN STREET STE 1 RAPID CITY, SD 57701	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	100,000.
NATIVE ORGANIZERS ALLIANCE 3518 SOUTH EDMUNDS STREET SEATTLE, WA 98118	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	5,000.
NATIONAL DOMESTIC WORKERS ALLIANCE 45 BROADWAY SUITE 320 NEW YORK, NY 10006	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
NATIONAL DAY LABORER ORGANIZING NETWORK 1030 S ARROYO PKW, STE 106 PASADENA, CA 91105	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	60,000.
Total from continuation sheets				

THE BAFRAYUNG FUND

83-2811578

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MUJERES UNIDAS Y ACTIVAS 3543 18TH STREET, #23 SAN FRANCISCO, CA 94110	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
MOVEMENT STRATEGY CENTER - CLIMATE JUST ALL 436 14TH STREET 5TH FLOOR OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	50,000.
MOVEMENT GENERATION 436 14TH STREET, 5TH FLOOR OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
MARIPOSAS SIN FRONTERAS 620 S. 6TH AVE. TUSCON, AZ 85701	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	15,000.
MARIPOSAS SIN FRONTERAS 620 S. 6TH AVE. TUSCON, AZ 85701	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	15,000.
LSPC ALL OF US OR NONE 4400 MARKET STREET OAKLAND, CA 94608	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	15,000.
LOS ANGELES COMMUNITY ACTION NETWORK 838 E. 6TH STREET LOS ANGELES, CA 90021	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	30,000.
LEFT ROOTS P.O. BOX 32217 OAKLAND, CA 94604	NONE	ORGANIZATION	GENERAL OPERATING	20,000.
JEWS FOR RACIAL & ECONOMIC JUSTICE 330 SEVENTH AVE. SUITE 1901 NEW YORK, NY 10001	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	25,000.
JEWISH VOICE FOR PEACE P.O. BOX 589 BERKELEY, CA 94701	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	15,000.
Total from continuation sheets				

THE BAFRAYUNG FUND

83-2811578

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTERNATIONAL INDIGENOUS YOUTH COUNCIL 938 W 8TH AVE DENVER, CO 80204	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
INDIGENOUS ENVIRONMENTAL NETWORK PO BOX 485 BEMIDJI, MN 56619	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	50,000.
HIGHLANDER RESEARCH AND EDUCATION CENTER 1959 HIGHLANDER WAY NEW MARKET, TN 37820	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	25,000.
HIGHLANDER RESEARCH AND EDUCATION CENTER 1959 HIGHLANDER WAY NEW MARKET, TN 37820	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	40,000.
HEADWATERS FOUNDATION FOR JUSTICE 2801 21ST AVENUE SOUTH, SUITE 132B MINNEAPOLIS, MN 55407	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	5,000.
HAWAII PEOPLES FUND 949 KAPIOLANI BLVD HONOLULU, HI 96812	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
GROUNDSWELL FUND 548 MARKET STREET #49734 SAN FRANCISCO, CA 94104	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	50,000.
GRASSROOTS INTERNATIONAL 179 BOYLSTON STREET, 4TH FLOOR JAMAICA PLAIN, MA 02130	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	50,000.
GRASSROOTS GLOBAL JUSTICE 2000 14TH ST NW, STE 104, #73768 WASHINGTON, DC 20056	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	50,000.
GENERATIVE SOMATICS 248 3RD ST. #312 OAKLAND, CA 94607	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	25,000.
Total from continuation sheets				

THE BAFRAYUNG FUND

83-2811578

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FREEDOM ARCHIVES 522 VALENCIA STREET SAN FRANCISCO, CA 94110	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	8,000.
FACTS EDUCATION FUND CFASC 1137 E. REDONDO BLVD INGLEWOOD, CA 90302	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
ESSIE JUSTICE GROUP 1700 BROADWAY, SUITE 200 OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	10,000.
EASTSIDE ARTS ALLIANCE 2277 INTERNATIONAL BLVD OAKLAND, CA 94606	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	10,000.
DRUM-DESI RISING UP AND MOVING INC. 72-18 ROOSEVELT AVENUE 2ND FLOOR JACKSON HEIGHTS, NY 11372	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	12,000.
DIGNITY & POWER NOW/COMMUNITY PARTNERS 3655 SOUTH GRAND AVENUE, SUITE 240 LOS ANGELES, CA 90007	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
DEMOCRACY NOW 207 WEST 25TH STREET, 11TH FLOOR NEW YORK, NY 10001	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	5,000.
DANCERS GROUP 44 GOUGH STREET SUITE 201 SAN FRANCISCO, CA 94103	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	60,000.
CRITICAL RESISTANCE 1904 FRANKLIN ST-STE 504 OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
CRITICAL RESISTANCE 1904 FRANKLIN ST STE 504 OAKLAND, CA 94612	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	55,000.
Total from continuation sheets				

THE BAFRAYUNG FUND

83-2811578

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COOPERATION JACKSON 939 W. CAPITOL ST JACKSON, MS 39203	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	30,000.
COMMUNITY UNITED AGAINST VIOLENCE 427 S VAN NESS AVE SAN FRANCISCO, CA 94103	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	5,000.
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS 23564 CALABASAS ROAD, SUITE 201 CALABASAS, CA 91302	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	15,000.
CENTER FOR POPULAR DEMOCRACY 449 TROUTMAN STREET, SUITE A BROOKLYN, NY 11237	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	40,000.
CAUSA JUSTA/JUST CAUSE 1419 34TH AVE., #203 OAKLAND, CA 94601	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
CALIFORNIA COALITION FOR WOMEN PRISONERS 4400 MARKET STREET OAKLAND, CA 94608	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	25,000.
BEND THE ARC - JEWISH ACTION 330 7TH AVE FL 19 NEW YORK, NY 10001	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	20,000.
BEND THE ARC - JEWISH ACTION 330 7TH AVE FL 19 NEW YORK, NY 10001	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	1,000.
BAD RAP P.O. BOX 27005 OAKLAND, CA 94602	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	3,000.
ARAB RESOURCE AND ORGANIZING CENTER 522 VALENCIA ST SAN FRANCISCO, CA 94110	NONE	501(C)(3) PUBLIC CHARITY	GENERAL OPERATING	30,000.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2019

Name of the organization

THE BAFRAYUNG FUND

Employer identification number

83-2811578

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

Name of organization	Employer identification number
THE BAFRAYUNG FUND	83-2811578

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RACHEL GELMAN C/O KINNERET GROUP, 126 E 56TH ST, 16TH FL NEW YORK, NY 10022	\$ 1,300,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	THE MORNINGSTAR FOUNDATION 4550 MONTGOMERY AVENUE SUITE 650 N BETHESDA, MD 20814	\$ 500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

83-2811578

[illegible]

Name of organization

Employer identification number

THE BAFRAYUNG FUND

83-2811578

Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations

completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

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

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CITIBANK #1768	3,320.	3,320.	
CITIBANK #7475	1,034.	1,034.	
TOTAL TO PART I, LINE 3	4,354.	4,354.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,409.	704.		705.
TO FORM 990-PF, PG 1, LN 16B	1,409.	704.		705.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	307.	154.		153.
TO FORM 990-PF, PG 1, LN 16C	307.	154.		153.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	13,077.	0.		0.
TO FORM 990-PF, PG 1, LN 18	13,077.	0.		0.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 5

NAME OF CONTRIBUTORADDRESS

RACHEL GELMAN

C/O KINNERET, 126 E 56TH, 16TH FL
NEW YORK, NY 10022

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 6

GRANTEE'S NAME

LEFT ROOTS

GRANTEE'S ADDRESSP.O. BOX 32217
OAKLAND, CA 94604

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
20,000.	02/23/19	20,000.	11/13/20

PURPOSE OF GRANT

THE FOLLOWING INFORMATION IS PROVIDED IN ACCORDANCE WITH IRC SECTION 4945(H)(3) AND REG. 53.4945-5(D) TO DEMONSTRATE THAT THE FOUNDATION HAS EXERCISED EXPENDITURE RESPONSIBILITY IN REGARD TO ITS GRANT TO LEFT ROOTS.

THE FUNDS TRANSFERRED TO THE ORGANIZATION WERE USED EXCLUSIVELY FOR THE ORGANIZATION'S OPERATING SUPPORT AND CHARITABLE PURPOSE.

DATES OF REPORTS BY GRANTEE

11/13/2020

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

LEFTROOTS HAS SUBMITTED A FULL AND COMPLETE ANNUAL REPORT CONCERNING THE MANNER IN WHICH THE FUNDS WERE SPENT FOR THE TAX YEAR ENDING DECEMBER 31 2019.