

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.

OMB No. 1545-0047

2021

Open to Public Inspection

For calendar year 2021, or tax year beginning 01-01-2021 , and ending 12-31-2021

Name of foundation ESB CHARITABLE FOUNDATION (FKA SD BECHTEL JR FOUNDATION)		A Employer identification number 20-3759208	
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 193809		Room/suite	B Telephone number (see instructions) (415) 284-8610
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 941193809		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☒ 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		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ►\$ 108,201,675		J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	115,761,356			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	442	256,880		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	276,445			
	b Gross sales price for all assets on line 6a _____	287,151			
	7 Capital gain net income (from Part IV, line 2)		893,705		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	46,910	1,778		
	12 Total. Add lines 1 through 11	116,085,153	1,152,363		
	13 Compensation of officers, directors, trustees, etc.	5,227	0		497,323
	14 Other employee salaries and wages	20,146	0		2,414,053
	15 Pension plans, employee benefits	2,075	0		14,566
	16a Legal fees (attach schedule)	7,748	0		43,588
	b Accounting fees (attach schedule)	5,640	5,640		0
	c Other professional fees (attach schedule)	7,500	0		7,500
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,367	2,919		200,851
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	44,639	1,357		71,657
	24 Total operating and administrative expenses. Add lines 13 through 23	94,342	9,916		3,249,538
	25 Contributions, gifts, grants paid	11,600,000			0
	26 Total expenses and disbursements. Add lines 24 and 25	11,694,342	9,916		3,249,538
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	104,390,811			
	b Net investment income (if negative, enter -0-)		1,142,447		
	c Adjusted net income (if negative, enter -0-)				

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				
	2	Savings and temporary cash investments	5,517,054	56,594,430	56,594,430	
	3	Accounts receivable ▶ <u>285,133</u>				
		Less: allowance for doubtful accounts ▶ _____	243,550	285,133	285,133	
	4	Pledges receivable ▶ _____				
		Less: allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ _____				
		Less: allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		33,414	33,414	
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	200	200	200	
	c	Investments—corporate bonds (attach schedule)				
	Liabilities	11	Investments—land, buildings, and equipment: basis ▶ _____			
		Less: accumulated depreciation (attach schedule) ▶ _____				
12		Investments—mortgage loans				
13		Investments—other (attach schedule)	18,653	25,901,998	25,901,998	
14		Land, buildings, and equipment: basis ▶ _____				
		Less: accumulated depreciation (attach schedule) ▶ _____				
15		Other assets (describe ▶ _____)	616,130	25,386,500	25,386,500	
16		Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	6,395,587	108,201,675	108,201,675	
Net Assets or Fund Balances		17	Accounts payable and accrued expenses		1,646	
		18	Grants payable			
	19	Deferred revenue.				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ _____)	116,504	0		
	23	Total liabilities (add lines 17 through 22).	116,504	1,646		
Foundations that follow FASB ASC 958, check here ☒ and complete lines 24, 25, 29 and 30.	24	Net assets without donor restrictions	5,709,519	107,970,399		
	25	Net assets with donor restrictions	569,564	229,630		
	Foundations that do not follow FASB ASC 958, check here ☐ and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds				
	27	Paid-in or capital surplus, or land, bldg., and equipment fund				
	28	Retained earnings, accumulated income, endowment, or other funds				
	29	Total net assets or fund balances (see instructions)	6,279,083	108,200,029		
	30	Total liabilities and net assets/fund balances (see instructions)	6,395,587	108,201,675		

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 6,279,083
2	Enter amount from Part I, line 27a	2 104,390,811
3	Other increases not included in line 2 (itemize) ▶ _____	3 664,419
4	Add lines 1, 2, and 3	4 111,334,313
5	Decreases not included in line 2 (itemize) ▶ _____	5 3,134,284
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6 108,200,029

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a DISPOSITION OF INVESTMENTS	P	2021-01-01	2021-12-31
b FROM PARTNERSHIP	P	2021-01-01	2021-12-31
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 287,151			287,151
b			606,554
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			287,151
b			606,554
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	893,705
	3	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		

Part V

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

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter

Bracket for line 1a

"N/A" on line 1.

1a

Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)

All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) of Part I, line 12, col. (b)

b

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

2

Add lines 1 and 2.

3

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

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

5

Credits/Payments:

6

a

2021 estimated tax payments and 2020 overpayment credited to 2021

6a

12,992

b

Exempt foreign organizations—tax withheld at source

6b

0

c

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

6c

15,000

d

Backup withholding erroneously withheld

6d

0

7

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

7

27,992

8

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

8

39

9

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

9

10

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

10

12,073

11

Enter the amount of line 10 to be: Credited to 2022 estimated tax Refunded

11

0

Part VI-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?

1a

Yes

No

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.

1b

No

c

Did the foundation file Form 1120-POL for this year?.

1c

No

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.

2

No

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

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

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 XIV.

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)
►CA, DE

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 .

8b

Yes

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 2021 or the taxable year beginning in 2021? See the instructions for Part XIII. If "Yes," complete Part XIII

9

No

10

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

10

No

Part VI-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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>THE FOUNDATION</u> Telephone no. ► <u>(415) 284-8610</u> Located at ► <u>405 HOWARD STREET 2ND FLOOR SAN FRANCISCO CA 94105</u> ZIP+4 ► _____			
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>			
16	At any time during calendar year 2021, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign				

Part VI-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	Yes	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	Yes	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	1a(5)		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.)	1a(6)		No
b	If any answer is "Yes" to 1a(1)–(6); did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		No
c	Organizations relying on a current notice regarding disaster assistance check here. ☐			
d	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2021?	1d		No
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 2021, did the foundation have any undistributed income (lines 6d and 6e, Part XII) for tax year(s) beginning before 2021? If "Yes," list the years ► 20____, 20____, 20____, 20____	2a		No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a		No
b	If "Yes," did it have excess business holdings in 2021 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 2021.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2021?	4b		No

Part VI-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))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
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
c Organizations relying on a current notice regarding disaster assistance check here
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?
If "Yes," attach the statement required by Regulations section 53.4945–5(d).
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870.
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
b If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?

Yes

No

5a(1)

No

5a(2)

No

5a(3)

No

5a(4)

Yes

5a(5)

No

5b

No

5d

Yes

6a

No

6b

No

7a

No

7b

8

No

Part VII

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
LAUREN B DACHS 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	PRESIDENT/VICE CHAIR/DIRECTOR 40.00	0	0	0
STEPHEN D BECHTEL JR 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	CHAIRMAN/DIRECTOR 0.50	0	0	0
NONIE B RAMSAY 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	DIRECTOR 5.00	0	0	0
ALAN M DACHS 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	DIRECTOR 5.00	0	0	0
BOB PECK 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	DIRECTOR 5.00	0	0	0
DEBORAH L DUNCAN 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	DIRECTOR 5.00	0	0	0
ELIZABETH H BECHTEL 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	DIRECTOR 0.50	0	0	0
JUDE L LASPA 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	DIRECTOR 5.00	0	0	0
JOHN W WEISER 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	DIRECTOR 5.00	0	0	0
S ALEXANDER RAMSAY 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	DIRECTOR 5.00	0	0	0
SUSAN M HARVEY 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	SECRETARY/PROGRAM DIRECTOR 36.00	261,844	4,332	0
BARBARA CARTIER 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	TREASURER/CONTROLLER 40.00	235,479	9,046	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
JOYA BANERJEE 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	PROGRAM DIRECTOR 40.00	237,847	2,349	0
BARBARA KIBBE 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	EFFECTIVENESS DIRECTOR 40.00	199,828	14,050	0
ELISE LOMENZO 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	SENIOR PROGRAM OFFICER 40.00	157,944	5,802	0
ARRON JIRON 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	ASSOC PROGRAM DIRECTOR 40.00	154,638	4,398	0
LUCY NGUYEN 405 HOWARD STREET 2ND FLOOR SAN FRANCISCO, CA 94105	DIRECTOR OF GRANTS MANAGEMENT 40.00	136,563	0	0
Total number of other employees paid over \$50,000.				0

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Part VII

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		

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

0

Part VIII- 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	
2	
3	
4	

Part VIII- 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	
2	
All other program-related investments. See instructions.	
3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	0
b	Average of monthly cash balances.	1b	97,143,398
c	Fair market value of all other assets (see instructions).	1c	4,624,568
d	Total (add lines 1a, b, and c).	1d	101,767,966
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	101,767,966
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	1,526,519
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.	5	100,241,447
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	5,012,072

Part X Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part IX, line 6.	1	5,012,072
2a	Tax on investment income for 2021 from Part V, line 5.	2a	15,880
b	Income tax for 2021. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	15,880
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,996,192
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	4,996,192
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1. . . .	7	4,996,192

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	
b	Program-related investments—total from Part VIII-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4.	4	

Part XII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2020	(c) 2020	(d) 2021
1 Distributable amount for 2021 from Part X, line 7				4,996,192
2 Undistributed income, if any, as of the end of 2021:				
a Enter amount for 2020 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2021:				
a From 2016.	108,678,316			
b From 2017.	57,712,996			
c From 2018.	79,486,880			
d From 2019.	94,291,411			
e From 2020.	58,613,870			
f Total of lines 3a through e.	398,783,473			
4 Qualifying distributions for 2021 from Part XI, line 4: ▶ \$ 3,249,538				
a Applied to 2020, 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 2021 distributable amount				3,249,538
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2021. (If an amount appears in column (d), the same amount must be shown in column (a).)	1,746,654			1,746,654
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	397,036,819			
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 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2022				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 2016 not applied on line 5 or line 7 (see instructions)	106,931,662			
9 Excess distributions carryover to 2022. Subtract lines 7 and 8 from line 6a	290,105,157			
10 Analysis of line 9:				
a Excess from 2017	57,712,996			
b Excess from 2018	79,486,880			
c Excess from 2019.	94,291,411			
d Excess from 2020	58,613,870			
e Excess from 2021				

a. If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2021, enter the date of the ruling

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

	Tax year	Prior 3 years			(e) Total	
		(a) 2021	(b) 2020	(c) 2019	(d) 2018	
2a 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% (0.85) of line 2a						
c Qualifying distributions from Part XI, line 4 for each year listed						
d Amounts included in line 2c not used directly for active conduct of exempt activities						
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c						
3 Complete 3a, b, or c for the alternative test relied upon:						
a "Assets" alternative test—enter:						
(1) Value of all assets						
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)						
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part IX, line 6 for each year listed						
c "Support" alternative test—enter:						
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).						
(3) Largest amount of support from an exempt organization						
(4) Gross investment income						

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).)

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.

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

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

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

c Any submission deadlines:

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

Part

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THIRD HORIZON FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
EAD FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
ACR FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
AED FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
BHB FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
BSB FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
CMB FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
CREEKSIDE FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
EBJ FOUNDATION ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO,CA 94111		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
KIRYLE FOUNDATION ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO,CA 94111		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
LAURAL FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	2,000,000
LINDSAY AND ALEX RAMSAY FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
MBD & JFD FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
MEGLBAGL FOUNDATION ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO,CA 94111		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
RAMSAY FAMILY FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	2,000,000
RILEY AND SUSAN BECHTEL FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	2,000,000
ROUGH - J - RANCH FOUNDATION ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO,CA 94111		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
SAMANTHA AND DARREN BECHTEL FAMILY FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
SHENANDOAH FOUNDATION ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO,CA 94111		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	2,000,000
THE BPB AND HBB FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000
THE FOOTHILLS FOUNDATION PO BOX 193809 SAN FRANCISCO,CA 941193809		PF	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	2,000,000
Total ▶ 3a				11,600,000
b Approved for future payment				

Total				▶ 3b 0

Part XV-A

Unrelated business income

Excluded by section 512, 513, or 514

(e)
Related or exempt
function income
(See
instructions.)

(a)
Business
code

(b)
Amount

(c)
Exclusion code

(d)
Amount

b _____

C _____

d _____

e. _____

f _____

g Fees and contracts from government agencies

Interest on savings and temporary cash investments

■ ■ ■

a Debt-financed property.

b Not debt-financed property. . . .

Other investment income

18

276,445

Gross profit or (loss) from sales of inventory

b _____

c _____

d _____

e. _____

0

323,797

0

13

323,797

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

Part XV-B

▼

Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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

(1) Cash.

(2) Other assets.

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization

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

(4) Reimbursement arrangements.

(5) Loans or loan guarantees. . . .

(6) Performance of services or membership or fundraising solicitations.

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

		2022-11-10	
Signature of officer or trustee	Date		Title

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

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00898534
	SARAH REDDEN				
	Firm's name ☐ DELOITTE TAX LLP				Firm's EIN ☐ 86-106577
	Firm's address ☐ 50 SOUTH SIXTH STREET MINNEAPOLIS, MN 55402				Phone no. (612) 397-4000

Additional Data

Return to Form

Software ID:

Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	5,640	5,640		0

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Person Name	Explanation
SUSAN M HARVEY AND BARBARA CARTIER	COMPENSATION PAID TO SUSAN M. HARVEY AND TO BARBARA CARTIER WERE FOR SERVICES RENDERED AS A PROGRAM DIRECTOR AND CONTROLLER, RESPECTIVELY, AND NOT FOR SERVICES AS OFFICERS OF THE FOUNDATION.

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Election: SEE GENERAL EXPLANATION STATEMENT 18

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)
EIN: 20-3759208

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
THIRD HORIZON FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	70,000	NO	3/31/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
EAD FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000	NO	3/31/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
ACR FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	67,750	NO	4/4/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
AED FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	3,000	NO	3/31/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
BHB FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	46,000	NO	4/1/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
BSB FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	5,000	NO	4/1/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
CMB FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	57,500	NO	4/1/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
CREEKSIDE FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	98,333	NO	4/3/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
EBJ FOUNDATION	ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO, CA 94111	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	0	NO	3/14/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
KIRYLE FOUNDATION	ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO, CA 94111	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	26,000	NO	3/14/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
LAURAL FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	2,000,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	423,000	NO	3/31/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
LINDSAY AND ALEX RAMSAY FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	18,250	NO	4/1/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
MBD AND JFD FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	100,000	NO	3/31/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
MEGLBAGL FOUNDATION	ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO, CA 94111	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	14,000	NO	3/17/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
RAMSAY FAMILY FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	2,000,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	225,614	NO	4/1/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
RILEY AND SUSAN BECHTEL FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	2,000,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	707,500	NO	3/31/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
ROUGH - J - RANCH FOUNDATION	ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO, CA 94111	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	9,500	NO	3/14/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
SAMANTHA AND DARREN BECHTEL FAMILY FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	5,000	NO	3/31/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
SHENANDOAH FOUNDATION	ONE EMBARCADERO CENTER SUITE 2410 SAN FRANCISCO, CA 94111	2021-11-30	2,000,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	650,000	NO	3/14/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
THE BPB AND HBB FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	100,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	6,000	NO	3/31/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE
THE FOOTHILLS FOUNDATION	PO BOX 193809 SAN FRANCISCO, CA 941193809	2021-11-30	2,000,000	TO SUPPORT THE GENERAL CHARITABLE PURPOSES OF GRANTEE	7,500	NO	4/1/2022		THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE, THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ETON PARK OVERSEAS FUND	200	200

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TIFF PARTNERS IV	FMV	11,464	11,464
WAATEEKAA INVESTMENTS LLC INVESTMENT	FMV	25,890,534	25,890,534

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL EXPENSE	7,748	0		43,588

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ART	386,500	386,500	386,500
BENEFICIAL INTEREST IN CHARITABLE TRUSTS	229,630		
UNSETTLED INVESTMENT TRANSACTION		25,000,000	25,000,000

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Description	Amount
PRIOR YEAR ADJUSTEMENT	3,134,284

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	30,274	0		58,688
MISCELLANEOUS OTHERS	1,638	0		1,638
FROM PARTNERSHIPS	0	1,357		0
OUTSIDE SERVICES	12,727	0		11,331

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM PARTNERSHIPS	0	1,733	0
STATE TAX REFUNDS	14,276	0	14,276
FEDERAL TAX REFUNDS	9,510	0	9,510
OTHER INCOME (NOT NII)	23,079	0	23,079
OTHER INCOME	45	45	45

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Description	Amount
UNREALIZED GAIN/(LOSS) ON INVESTMENTS	664,419

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Description	Beginning of Year - Book Value	End of Year - Book Value
MADISON DEARBORN PARTNERS V-A	116,504	0

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,500	0		7,500

TY 2021 IRS 990 e-File Render

Name: ESB CHARITABLE FOUNDATION (FKA SD
BECHTEL JR FOUNDATION)

EIN: 20-3759208

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER STATE TAXES	468	0		0
FILING FEES	25	0		25
FOREIGN TAX WITHHELD FROM K-1S	0	2,919		0
PAYROLL TAX	874	0		200,826