

For calendar year 2013 or tax year beginning , and ending

Name of foundation <b>STEPHEN BECHTEL FUND</b>	A Employer identification number <b>20-8680679</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. BOX 193809</b>	Room/suite B Telephone number <b>415-284-8568</b>
City or town, state or province, country, and ZIP or foreign postal code <b>SAN FRANCISCO, CA 94119-3809</b>	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>1,312,885.</b> (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 <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)				
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received	45,000,000.		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 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	45,000,000.	0.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc.	256,200.	0.		256,200.
14 Other employee salaries and wages	1,727,348.	0.		1,727,348.
15 Pension plans, employee benefits	228,047.	0.		228,047.
16a Legal fees STMT 1	25,670.	0.		25,670.
b Accounting fees STMT 2	21,150.	0.		21,150.
c Other professional fees STMT 3	788,266.	0.		788,266.
17 Interest				
18 Taxes				
19 Depreciation and depletion	30,988.	0.		
20 Occupancy	181,183.	0.		181,183.
21 Travel, conferences, and meetings	63,442.	0.		63,442.
22 Printing and publications				
23 Other expenses STMT 4	102,885.	0.		102,885.
24 Total operating and administrative expenses. Add lines 13 through 23	3,425,179.	0.		3,394,191.
25 Contributions, gifts, grants paid	40,921,250.			40,921,250.
26 Total expenses and disbursements. Add lines 24 and 25	44,346,429.	0.		44,315,441.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	653,571.			
b Net investment income (if negative, enter -0-)		0.		
c Adjusted net income (if negative, enter -0-)			N/A	

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	514,163.	1,045,199.	1,045,199.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts	144.		
	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	6,024.	198.	198.
	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	301,494.			
Less: accumulated depreciation STMT 5	34,006.	138,983.	267,488.	
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	659,314.	1,312,885.	1,312,885.	
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 SFAS 117, check here <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	659,314.	1,312,885.		
30 Total net assets or fund balances	659,314.	1,312,885.		
31 Total liabilities and net assets/fund balances	659,314.	1,312,885.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	659,314.
2 Enter amount from Part I, line 27a	2	653,571.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	1,312,885.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,312,885.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	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) 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				
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 does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	40,137,264.	674,196.	59.533524
2011	44,894,862.	1,608,820.	27.905460
2010	23,571,771.	1,387,990.	16.982666
2009	15,704,894.	702,339.	22.360846
2008	12,589,711.	364,755.	34.515527
2	Total of line 1, column (d)		161.298023
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		32.259605
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		210,208.
5	Multiply line 4 by line 3		6,781,227.
6	Enter 1% of net investment income (1% of Part I, line 27b)		0.
7	Add lines 5 and 6		6,781,227.
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.		44,474,934.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	198.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	198.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	198.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 198. Refunded <input checked="" type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>CFO/SECRETARY</u> Telephone no. ▶ <u>415-284-8570</u> Located at ▶ <u>199 FREMONT STREET, 25TH FLOOR, SAN FRANCISCO, CA</u> ZIP+4 ▶ <u>94105</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 <u>N/A</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
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? <u>IRC Sec. 4941(d)(2)(E)</u> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available <u>Reg. 53.4941(d)-3(c)(2) Ex. 1</u> for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 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 2013.) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		256,200.	17,086.	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
BARBARA KIBBE - P.O. BOX 193809, SAN FRANCISCO, CA 941193809	DIRECTOR ORG. EFFECTIVENESS 20.00	99,583.	12,183.	0.
SUSAN M. HARVEY - P.O. BOX 193809, SAN FRANCISCO, CA 941193809	PROGRAM DIRECTOR 16.00	92,063.	17,400.	0.
JULIE KIDD - P.O. BOX 193809, SAN FRANCISCO, CA 941193809	PROGRAM OFFICER 20.00	83,500.	7,850.	0.
ALLISON H. TURNER - P.O. BOX 193809, SAN FRANCISCO, CA 941193809	PROGRAM DIRECTOR 18.00	77,841.	12,027.	0.
JOYA BANERJEE - P.O. BOX 193809, SAN FRANCISCO, CA 941193809	PROGRAM OFFICER 20.00	82,000.	7,701.	0.

Total number of other employees paid over \$50,000  8

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">0.</span>	

**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	213,409.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	213,409.
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	213,409.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,201.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	210,208.
6	Minimum investment return. Enter 5% of line 5	6	10,510.

**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	10,510.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,510.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,510.
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	10,510.

**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	44,315,441.
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	159,493.
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	44,474,934.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	44,474,934.

**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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				10,510.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 44,474,934.				
a Applied to 2012, 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)	742,150. (1)			
d Applied to 2013 distributable amount				10,510.
e Remaining amount distributed out of corpus	43,722,274.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	44,464,424.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	44,464,424. (2)			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

(1) See Statement D regarding 2012 Conduit Private Foundation elections made on the fund's 2012

(2) See Statement E regarding calculation for status as a Conduit Private Foundation for 2013

(3) See Statement C regarding 2013 Conduit Private Foundation elections

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2013, (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include: 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed; b 85% of line 2a; c Qualifying distributions from Part XII, line 4 for each year listed; d Amounts included in line 2c not used directly for active conduct of exempt activities; e Qualifying distributions made directly for active conduct of exempt activities; 3 Complete 3a, b, or c for the alternative test relied upon; a "Assets" alternative test; b "Endowment" alternative test; c "Support" alternative test.

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).)

S.D. BECHTEL, JR.
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 [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number or e-mail 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)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
SEE STATEMENT A				40,921,250.
<b>Total</b> ▶ <b>3a</b> 40,921,250.				
<b>b Approved for future payment</b>				
CALIFORNIANS DEDICATED TO EDUCATION FOUNDATION 11501 DUBLIN BOULEVARD, SUITE 200 DUBLIN, CA 94568	NONE	PC	FUNDING TO SUPPORT THE DEVELOPMENT AND IMPLEMENTATION PLAN FOR CCSS STRATEGIC COMMUNICATIONS.	60,000.
ENVISION EXCELLENCE IN STEM EDUCATION 2108 LAMBERTON ROAD CLEVELAND HEIGHTS, OH 44118	NONE	PC	FUNDS FOR PARTICIPATION IN STEM FUNDERS NETWORK AND SPONSORSHIP OF THE STEM LEARNING IS *	50,000.
GOLDEN GATE NATIONAL BUILDING 201, FORT MASON SAN FRANCISCO, CA 94123	NONE	PC	FUNDS TO HOST AND COORDINATE TRAINING, TECHNICAL ASSISTANCE, AND CONVENING FOR THE YOUTH STEWARDSHIP *	150,000.
<b>Total</b> * SEE CONTINUATION SHEET(S) ▶ <b>3b</b> 1,905,000.				

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies .....					
2 Membership dues and assessments .....					
3 Interest on savings and temporary cash investments .....					
4 Dividends and interest from securities .....					
5 Net rental income or (loss) from real estate:					
a Debt-financed property .....					
b Not debt-financed property .....					
6 Net rental income or (loss) from personal property .....					
7 Other investment income .....					
8 Gain or (loss) from sales of assets other than inventory .....					
9 Net income or (loss) from special events .....					
10 Gross profit or (loss) from sales of inventory .....					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e) .....		0.		0.	0.
13 Total. Add line 12, columns (b), (d), and (e) .....				13	0.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... 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.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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

b If "Yes," complete the following schedule. Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

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. Signature of officer or trustee: [Signature] Date: 11/12/14 Title: VICE CHAIR/DIR/PRES/

Paid Preparer Use Only Print/Type preparer's name: BARBARA MURPHY Preparer's signature: [Signature] Date: 11/11/14 Check [ ] if self-employed PTIN: P00439228 Firm's name: FARELLA BRAUN + MARTEL LLP Firm's EIN: 94-1527242 Firm's address: 235 MONTGOMERY STREET, SUITE 1800 SAN FRANCISCO, CA 94104 Phone no.: (415) 954-4933

May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [ ] No

**Part XV Supplementary Information**

**3 Grants and Contributions Approved for Future Payment (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
NATIONAL HISTORY MUSEUM OF LA COUNTY 900 EXPOSITION BOULEVARD LOS ANGELES, CA 90007	NONE	PC	SUPPORT TO EXPAND NHM'S NATURE AND SCIENCE LITERACY PROGRAMS, AND DEVELOP A STRATEGY THAT WILL	95,000.
THE TRUST FOR NATIONAL MALL 1300 PENNSYLVANIA AVENUE NW, SUITE 370 WASHINGTON, DC 20004	NONE	PC	TO SUPPORT THE REVITALIZATION OF THE CONSTITUTIONAL GARDENS ON THE NATIONAL MALL IN WASHINGTON, D.C.	1,500,000.
YEAR UP 210 SPEAR STREET SAN FRANCISCO, CA 94105	NONE	PC	SUPPORT FOR YEAR UP BAY AREA'S EXPANSION IN SAN FRANCISCO AND SILICON VALLEY	50,000.
<b>Total from continuation sheets</b>				1,645,000.

& SEE CONTINUATION STATEMENT

Part XV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ENVISION EXCELLENCE IN STEM EDUCATION

FUNDS FOR PARTICIPATION IN STEM FUNDERS NETWORK AND SPONSORSHIP OF THE STEM LEARNING IS EVERYWHERE CONVOCATION.

NAME OF RECIPIENT - GOLDEN GATE NATIONAL

FUNDS TO HOST AND COORDINATE TRAINING, TECHNICAL ASSISTANCE, AND CONVENING FOR THE YOUTH STEWARDSHIP COHORT, FORMERLY A PROJECT OF THE FOUNDATION'S ENVIRONMENTAL LITERACY PORTFOLIO.

NAME OF RECIPIENT - NATIONAL HISTORY MUSEUM OF LA COUNTY

SUPPORT TO EXPAND NHM'S NATURE AND SCIENCE LITERACY PROGRAMS, AND DEVELOP A STRATEGY THAT WILL INCREASE THE REACH AND IMPACT OF PARTICIPATORY SCIENCE AMONG YOUTH IN SOUTHERN CALIFORNIA.

**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.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**

Name of the organization

**STEPHEN BECHTEL FUND**

Employer identification number

**20-8680679**

Organization type(check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

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

**General Rule**

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

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ..... ▶ \$ \_\_\_\_\_

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)



Name of organization

Employer identification number

**STEPHEN BECHTEL FUND**

**20-8680679**

**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	STEPHEN D. BECHTEL JR.  P.O. BOX 193809  SAN FRANCISCO, CA 941193809	\$ 45,000,000*	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.)

\* The Fund did not provide any goods or services in consideration for any property contributed as described on Schedule B

Name of organization

Employer identification number

**STEPHEN BECHTEL FUND**

**20-8680679**

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization  
**STEPHEN BECHTEL FUND**

Employer identification number  
**20-8680679**

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information 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

(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

(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

(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

**Depreciation and Amortization 990-PF**  
(Including Information on Listed Property)

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

**STEPHEN BECHTEL FUND**

**FORM 990-PF PAGE 1**

**20-8680679**

**Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

<b>1</b> Maximum amount (see instructions) .....	<b>1</b>	<b>500,000.</b>
<b>2</b> Total cost of section 179 property placed in service (see instructions) .....	<b>2</b>	
<b>3</b> Threshold cost of section 179 property before reduction in limitation .....	<b>3</b>	<b>2,000,000.</b>
<b>4</b> Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0- .....	<b>4</b>	
<b>5</b> Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions .....	<b>5</b>	
<b>6</b> (a) Description of property .....	(b) Cost (business use only) .....	(c) Elected cost .....
<b>7</b> Listed property. Enter the amount from line 29 .....	<b>7</b>	
<b>8</b> Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7 .....	<b>8</b>	
<b>9</b> Tentative deduction. Enter the smaller of line 5 or line 8 .....	<b>9</b>	
<b>10</b> Carryover of disallowed deduction from line 13 of your 2012 Form 4562 .....	<b>10</b>	
<b>11</b> Business income limitation. Enter the smaller of business income (not less than zero) or line 5 .....	<b>11</b>	
<b>12</b> Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11 .....	<b>12</b>	
<b>13</b> Carryover of disallowed deduction to 2014. Add lines 9 and 10, less line 12 .....	<b>13</b>	

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

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

<b>14</b> Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year .....	<b>14</b>	
<b>15</b> Property subject to section 168(f)(1) election .....	<b>15</b>	
<b>16</b> Other depreciation (including ACRS) .....	<b>16</b>	<b>30,988.</b>

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

**Section A**

<b>17</b> MACRS deductions for assets placed in service in tax years beginning before 2013 .....	<b>17</b>	
<b>18</b> If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here .....	<input type="checkbox"/>	

**Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System**

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

**Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System**

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

**Part IV Summary (See instructions.)**

<b>21</b> Listed property. Enter amount from line 28 .....	<b>21</b>	
<b>22</b> Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr. ....	<b>22</b>	<b>30,988.</b>
<b>23</b> For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs .....	<b>23</b>	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No 24b If "Yes," is the evidence written? Yes No

Table with columns: (a) Type of property, (b) Date placed in service, (c) Business/investment use percentage, (d) Cost or other basis, (e) Basis for depreciation, (f) Recovery period, (g) Method/Convention, (h) Depreciation deduction, (i) Elected section 179 cost

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use 25

26 Property used more than 50% in a qualified business use: Table with columns for percentage and other details.

27 Property used 50% or less in a qualified business use: Table with columns for percentage and S/L status.

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

Table for Section B with columns (a) through (f) for Vehicle and rows 30-36 regarding miles driven and personal use availability.

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

Table for Section C with rows 37-41 regarding policy statements and requirements for vehicle use by employees.

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

Table for Part VI with columns (a) Description of costs, (b) Date amortization begins, (c) Amortizable amount, (d) Code section, (e) Amortization period or percentage, (f) Amortization for this year

42 Amortization of costs that begins during your 2013 tax year: Table with columns for description and amount.

43 Amortization of costs that began before your 2013 tax year 43

44 Total. Add amounts in column (f). See the instructions for where to report 44

2013 DEPRECIATION AND AMORTIZATION REPORT

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE	022912	SL	7.00	16	1,134.			1,134.	135.		162.
2	FURNITURE	073112	SL	7.00	16	1,362.			1,362.	81.		195.
3	FURNITURE	093012	SL	7.00	16	625.			625.	22.		89.
4	FURNITURE	103112	SL	7.00	16	110,005.			110,005.	2,619.		15,715.
5	FURNITURE	113012	SL	7.00	16	13,504.			13,504.	161.		1,929.
6	FURNITURE	122112	SL	7.00	16	15,371.			15,371.			2,196.
7	FURNITURE	013113	SL	7.00	16	10,174.			10,174.			1,332.
8	FURNITURE	033113	SL	7.00	16	10,340.			10,340.			1,108.
9	FURNITURE	043013	SL	7.00	16	9,013.			9,013.			858.
10	FURNITURE	053113	SL	7.00	16	2,938.			2,938.			245.
11	FURNITURE	063013	SL	7.00	16	80,013.			80,013.			5,715.
12	FURNITURE	073113	SL	7.00	16	219.			219.			13.
13	FURNITURE	083113	SL	7.00	16	2,208.			2,208.			105.
14	FURNITURE	093013	SL	7.00	16	22,225.			22,225.			794.
15	FURNITURE	103113	SL	7.00	16	22,363.			22,363.			532.
	* TOTAL 990-PF PG 1 DEPR					301,494.		0.	301,494.	3,018.	0.	30,988.

Grants Paid from Jan 1, 2013 - December 31, 2013

Ref. #	Organization Legal Name	Organization Address	Foundation Status of Recipient	Project Description	Payment Date	Paid Amount
6698	Aim High For High School	P.O. Box 410715 San Francisco, CA 94141-0715	PC	Funds for an intensive summer academic program for low-income middle school youth from Bay Area schools.	1/11/2013	\$25,000
6678	Edsource, Inc.	436 14th Street, Suite 723 Oakland, CA 94612	PC	Funds for analysis of STEM educational issues in California's K-14 system.	1/11/2013	\$100,000
6702	Oakland Military Institute College Preparatory Academy	c/o VentureSpark 2269 Chestnut Street, Suite 500 San Francisco, CA 94123	PC	Funds to support the annual fundraising luncheon on February 12, 2013. All benefits waived.	1/11/2013	\$10,000
6700	Public Policy Institute of California	500 Washington Street, Suite 600 San Francisco, CA 94111	PC	Funds for PPIC's 2013 six-part speaker series on California's future.	1/11/2013	\$10,000
6730	American Chemical Society	2950 Merced Street, Suite 225 San Leandro, CA 94577-5669	PC	Funds for the Bechtel Scholars program which targets disadvantaged students, particularly those who have taken a course in chemistry and are recommended by their teachers, to work alongside chemists.	2/1/2013	\$15,000
6729	Foundation For Teaching Economics	260 Russell Blvd., Suite B Davis, CA 95616	PC	Funds to support programs that teach basic economic principles to high school students.	2/1/2013	\$10,000
6695	Regents of the University of California	100 Medical Center Way Woods Building, UCSF Box 0905 San Francisco, CA 94143-0905	PC	Funds for an annually recurring, weeklong science festival which will provide lectures, debates, exhibits, concerts, plays, and workshops in a variety of Bay Area venues to engage and inspire youth, families, and the community in science.	2/1/2013	\$100,000
6726	San Francisco Department of Children, Youth & Their Families	1390 Market Street, Suite 900 San Francisco, CA 94102	PC	Funds to ensure the vitality of San Francisco's network of school-based health centers and to help fund a new position to be created to focus on communications, development and evaluation.	2/1/2013	\$85,000
6736	Earth Island Institute Inc.	1771 Alcatraz Avenue Berkeley, CA 94703	PC	Funds to support hands-on science and environmental education programs for teachers and students in Oakland.	2/8/2013	\$45,000
6735	Proposition 8 Legal Defense Fund	P. O. Box 162849 Sacramento, CA 95816	PC	Funds for the defense of the traditional definition of marriage before the United States Supreme Court.	2/8/2013	\$200,000
6732	San Francisco Court Appointed Special Advocate Program	100 Bush Street, Suite 650 San Francisco, CA 94104	PC	Funds to assess the possibility of creating a central Bay Area CASA Association that would combine up to seven separate county organizations.	2/8/2013	\$28,800
6739	Day School Foundation	St. Matthew's Episcopal Day School 16 Baldwin Avenue San Mateo, CA 94401	PC	Funds given at the request of Bob Peck as part of the Directors Grant Program and is to be used for "The Capital Campaign for St. Matthew's".	2/15/2013	\$50,000
6741	REDF	221 Main Street, Suite 1550 San Francisco, CA 94105	PC	Funds given at the request of Director Bob Peck. Funds to be directed toward the ongoing campaign	2/15/2013	\$50,000
6743	California Council of Land Trusts	1029 K Street, Suite 48 Sacramento, CA 95814	PC	Funds for scholarships to State Park and State Resource Agency employees to attend the 2013 Annual Conference.	2/22/2013	\$35,000
6746	San Francisco Parks Alliance	2150 Allston Way, Suite 320 Berkeley, CA 94704	PC	Funds for scholarships to State Park and State Resource Agency employees to attend the 2013 Annual Conference.	2/22/2013	\$5,000
6747	The Guardsmen	P.O. Box 29250 San Francisco, CA 94129	PC	Funds to provide "camperships" so that Bay Area at-risk young people can attend summer camps sponsored by the Boy Scouts, Boys and Girls Clubs, Girl Scouts and YMCA of the Bay Area.	2/22/2013	\$50,000
6748	Zoological Society Of San Diego	P. O. Box 120551 San Diego, CA 92112	PC	Funds for teams of life science teachers from San Francisco middle and high schools to attend conservation biology summer workshops and integrate learnings with SFUSD ecoliteracy activities.	2/22/2013	\$96,000
6750	National Judicial College	c/o National Judicial College Judicial Education Building, MS 358 Reno, NV 89557	PC	Funds for a revised "Layperson's Guide to California Water Law" to be developed in partnership with the Water Education Foundation.	2/28/2013	\$17,250

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6755	A Home Within Inc	2500 18th Street San Francisco, CA 94110	PC	Funds for a program that matches volunteer mental health therapists with current and former foster youth to improve their emotional well-being by reducing anxiety and depression.	3/22/2013	\$12,500
6742	California State Parks Foundation	50 Francisco Street, Suite 110 San Francisco, CA 94133	PC	Funds for the Technical Assistance Program which will increase the capacity and effectiveness of more than 25 park partner organizations that have entered into an operating or donor agreement with one of the 70 State Parks slated for closure.	3/22/2013	\$350,000
6756	Canine Companions for Independence	2965 Dutton Avenue P.O. Box 446 Santa Rosa, CA 95402-0446	PC	Funds for six months of individual advanced training for two teams.	3/22/2013	\$15,000
6760	Generation Citizen Inc.	175 Varick Street New York, NY 10014	PC	Funds for the planning of a Bay Area program launch during the 2013-2014 school year.	3/22/2013	\$25,000
6754	Pogo Park	2604 Roosevelt Avenue Richmond, CA 94804-1623	PC	Funds to involve residents of the Iron Triangle in Richmond to design and build a community park and playground for the neighborhood.	3/22/2013	\$100,000
6751	California Academy Of Science	California Academy of Science 55 Music Concourse Drive Golden Gate Park San Francisco, CA 94118	PC	Funds to improve the use of technology to achieve environmental education and citizen science outcomes.	3/29/2013	\$200,000
5936	City of Richmond	450 Civic Center Plaza Richmond, CA 94804	PC	2-year pledge in the total amount of \$200,000 to support the appointment of a Chief Service Officer who will develop and implement a high-impact service plan, and enlist the Mayor to help raise awareness and volunteer support.	3/29/2013	\$100,000
6753	Grist Magazine Inc.	710 Second Ave., Suite 860 Seattle, WA 98104	PC	Funds to be used to reach broader audiences within California by highlighting diverse voices and engaging millenials to take environmentally responsible action.	3/29/2013	\$200,000
6765	Stanford University Board of Trustees of the Leland Stanford Junior University	Knight Management Center 655 Knight Way Stanford, CA 94305-7298	PC	Funds to support the Dean's Fund.	3/29/2013	\$25,000
6761	The University Corporation San Francisco State	Office of the President 1600 Holloway Avenue San Francisco, CA 94132	PC	Funds for SF State to develop a Foundational Level General Science program by adapting the work of CSU East Bay.	3/29/2013	\$55,000
6773	National Society Of Black Engineers	205 Daingerfield Road Alexandria, VA 22314	PC	Funds for a 3-week engineering summer camp for Oakland 3rd-5th graders.	4/5/2013	\$75,000
6757	Stanford University Board of Trustees of the Leland Stanford Junior University	579 Serra Mall Landau Building Stanford, CA 94305	PC	Funds for the Health Security Project that focuses on health issues impacting seniors.	4/5/2013	\$100,000
6759	The Alameda County Community Food Bank Inc.	P.O. Box 2599 Oakland, CA 94614-0599	PC	Funds for the Community Volunteer Program and for the Children's BackPack Program which provides food for the weekend to low-income children.	4/5/2013	\$100,000
6763	Education Outside	135 Van Ness Avenue, Suite 408 San Francisco, CA 94102		4-year renewable in the total amount of \$800,000 (uneven payments) to strengthen Education Outside's capacity to promote environmental literacy, STEM learning, and health for San Francisco school communities.	4/12/2013	\$200,000
6770	Boys & Girls Clubs of San Francisco	55 Hawthorne Street, Suite 600 San Francisco, CA 94105	PC	Funds for character development programs at the Sunnysdale Branch, which is called the "Character Branch".	4/15/2013	\$200,000
6777	Girlventures	3543 18th Street, #18 San Francisco, CA 94110	PC	Funds to support outdoor adventure education for Bay Area middle school girls.	4/15/2013	\$25,000
6766	Net Impact	150 Spear Street, Suite 500 San Francisco, CA 94105	PC	Funds for for undergraduate civic engagement and online programming.	4/15/2013	\$125,000
6776	Northern California Institute for Bone Health Inc.	3100 Telegraph Avenue, Suite 3000 Oakland, CA 94609-3223	PC	Funds to support the ongoing physician education program as well as the International Conference on Stress Fractures	4/15/2013	\$25,000
6251	Resources First Foundation	189 Main Street Yarmouth, ME 04222	PC	2-year renewable in the total amount of \$100,000 to support Fund and Organizational Development with a focus on Resources First Foundation's work in California.	4/15/2013	\$50,000
6752	Sacramento-San Joaquin Delta Conservancy	3500 Industrial Boulevard, Second Floor West Sacramento, CA 95691	PC	Funds for a series of Interest-Based Dialogues designed to develop a shared understanding among Delta stakeholder groups.	4/15/2013	\$150,000



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6205	San Francisco Parks Alliance	2150 Allston Way, Suite 320 Berkeley, CA 94704	PC	2-year renewable in the total amount of \$100,000 to support work with its member organizations to protect and grow the Bay Area's interconnected system of parks, and to ensure that Bay Area residents are aware of and connected to it.	4/15/2013	\$50,000
6783	Graduate Theological Union	2400 Ridge Road Berkeley, CA 94709	PC	Funds for unrestricted support.	4/19/2013	\$25,000
6791	Marines Memorial Association	c/o the Marines' Memorial Club 609 Sutter Street San Francisco, CA 94102	PC	Funds to support the S. D. Bechtel, Jr. Engineering and Science Scholarships.	4/19/2013	\$25,000
6792	United Roots	2781 Telegraph Ave. Oakland, CA 94612	PC	Funds for youth leadership programming, including arts and media training, career development, and community engagement and employment.	4/19/2013	\$40,000
6795	Public Policy Institute of California	500 Washington Street, Suite 600 San Francisco, CA 94111	PC	Funds for an outreach event for the project "Addressing Multiple Stressors in the Delta".	4/26/2013	\$15,000
6794	Volunteers In Medicine - San Francisco	4877 Mission Street San Francisco, CA 94112	PC	Funds for a medical clinic that engages retired doctors, nurses, and other volunteers to provide free services to low income San Francisco families.	4/26/2013	\$25,000
6772	Nature Conservancy, Inc.	201 Mission Street, 4th Floor San Francisco, CA 94105	PC	Funds for the initial phase of an analysis of water storage options in California.	5/3/2013	\$180,263
6779	Resources Legacy Fund	Resources Legacy Fund 555 Capitol Mall, Suite 1095 Sacramento, CA 95814	PC	Funds for creating a financially sustainable state parks system.	5/3/2013	\$1,000,000
6247	Sempervirens Fund	419 South San Antonio Road, Suite 211 Los Altos, CA 94022-3640	PC	2-year renewable in the total amount of \$100,000 to keep State Parks within the Santa Cruz Mountains open and well maintained.	5/10/2013	\$50,000
6793	The Character Education Partnership Inc.	1634 I Street NW, Suite 550 Washington, DC 20036	PC	Funds for the Annual National Forum on Character Education and the new "Leaders of Character Camp".	5/10/2013	\$100,000
6762	Trustees of Tufts College	Ballou Hall Medford, MA 02155	PC	Funds for research and dissemination of reports on civic learning policies, practice and youth outcomes.	5/10/2013	\$175,000
6820	Girls Incorporated Of Alameda County	510 16th Street Oakland, CA 94612	PC	Funds for character development programs for the organization's youngest participants.	5/17/2013	\$50,000
6826	The Outdoor Foundation	1502 Sixth Street, NW Washington, DC 20001		Funds for youth summits in Los Angeles and San Francisco that advance leadership development and environmental literacy.	5/24/2013	\$50,000
6828	Trustees of The Smith College	76 Elm Street Northampton, MA 01063	PC	Funds for Oakland-area and Techbridge students to attend Smith's Summer Science and Engineering	5/24/2013	\$50,000
6812	American Enterprise Institute For Public Policy Research	1150 Seventeenth Street, N. W. Washington, DC 20036	PC	Funds for research, policy, and programs to help restore civic attachment in our nation's youth.	5/31/2013	\$400,000
6818	California School-Based Health Alliance	1203 Preservation Park Way, Suite 302 Oakland, CA 94612	PC	Funds to strengthen nutrition and fitness programs in school-based health centers and to improve the sustainability of new and existing health centers throughout the state.	5/31/2013	\$100,000
6811	Delta Waterfowl Foundation	P. O. Box 3128 Bismarck, ND 58502	PC	Funds for demonstration projects and outreach to promote ALUS, which is modeled after conservation programs in the US Farm Bill and creates incentives for environmental protection on working lands in Canada.	5/31/2013	\$100,000
6797	Graduate Theological Union	2400 Ridge Road Berkeley, CA 94709	PC	the Directors Grant Program, and to be directed to the Center for Islamic Studies, split as: \$50,000 to the CIS endowment and \$50,000 for CIS operating	5/31/2013	\$100,000
6817	National Center For Youth Law	405 14th Street 15th Floor Oakland, CA 94612-2701	PC	Funds to provide legal research and advocacy to ensure that foster youth have the resources, support and opportunities they need for a healthy and productive future.	5/31/2013	\$200,000

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6814	National Disaster Search Dog Foundation, Inc.	501 East Ojai Avenue Ojai, CA 93023	PC	Funds given at the request of L. Dachs as part of the Directors Grant Program to be used to support the capital costs of the National Training Center.	5/31/2013	\$200,000
6836	Northcoast Regional Land Trust	P.O. Box 398 Bayside, CA 95524	PC	Funds to support members of the California Northern Region Land Trust Council to participate in one of the pilot studies for a national initiative exploring durable partnerships among land trusts.	5/31/2013	\$64,000
6834	Salvation Army National Corp	832 Folsom Street San Francisco, CA 94107	PC	Funds to support programs for youth who are out of the foster care system and who must now live independently.	5/31/2013	\$50,000
6303	Save Mount Diablo	1901 Olympic Boulevard, Suite 320 Walnut Creek, CA 94596	PC	2-year renewable grant in the total amount of \$100,000 for capacity support to assist Mount Diablo State Park and other coalition partners.	5/31/2013	\$50,000
6835	Street Law Inc.	1010 Wayne Avenue, Suite 870 Silver Spring, MD 20910	PC	Funds for law-focused civic education and engagement programs at Bay Area community colleges and high school law academies.	5/31/2013	\$50,000
6813	United Religions	P.O. Box 29242 San Francisco, CA 94129	PC	Funds given at the request of J. Weiser as part of the Directors Grant Program.	5/31/2013	\$100,000
6838	California Maritime Academy Foundation Inc.	200 Maritime Academy Drive Vallejo, CA 94590-8181	PC	Funds for the Summer Enrichment Program, a 6-week residential program that prepares low-income minority high school students (primarily from Oakland) for the rigors of college through intensive academic course work in STEM subjects and English.	6/7/2013	\$40,000
6841	Regents of the University of California at Irvine	School of Education 3231 Education Irvine, CA 92697-5500	PC	Funds for collecting observation data from sites participating in Power of Discovery initiative of the California Afterschool Network to test assessment tools and evaluate the quality of afterschool STEM activities.	6/7/2013	\$63,000
6839	The Tau Beta Pi Association Inc.	P. O. Box 2697 Knoxville, TN 37901-2697	PC	Funds for general operating expenses through annual contribution.	6/7/2013	\$25,000
6829	Cal Poly Corporation	Building 15 California Polytechnic State University San Luis Obispo, CA 93407	PC	Funds for the Student Teacher As Researcher (STAR) program which places students preparing for a career as a science teacher in mentored research positions in national laboratories.	6/14/2013	\$200,000
6847	Regents of the University of California	100 Medical Center Way Woods Building, UCSF Box 0905 San Francisco, CA 94143-0905	PC	Funds to support the 2013 City Summer Science Institute, a 30-hour, week-long professional development program for SFUSD elementary teachers.	6/14/2013	\$30,343
6846	Commonwealth Club of California	595 Market Street, 2nd Floor San Francisco, CA 94105	PC	Funds for a series of water events as part of Climate One program, in partnership with the Pisces Foundation.	6/21/2013	\$29,250
6860	Delta Waterfowl Foundation	P. O. Box 3128 Bismarck, ND 58502	PC	Funds for a modeling effort to understand the implications of water scarcity on wintering waterfowl in California.	6/21/2013	\$40,000
6336	East Oakland Youth Development Center	8200 International Boulevard Oakland, CA 94621	PC	2-year pledge in the total amount of \$750,000 for the Capital Campaign which will enlarge and upgrade the 30-year-old youth facility in East Oakland.	6/21/2013	\$375,000
6855	Huckleberry Youth Programs Inc	3310 Geary Boulevard San Francisco, CA 94118	PC	Funds for equipment, furniture and administrative costs for a new youth center where young people have access to health and wellness services.	6/21/2013	\$25,000
6856	Huckleberry Youth Programs Inc	3310 Geary Boulevard San Francisco, CA 94118	PC	Funds for a very successful Bay Area academy that is preparing minority students for college and careers in health care.	6/21/2013	\$75,000
6851	Martin Luther King Jr Freedom Center	333 East 8th Street Oakland, CA 94606	PC	Funds for intensive literacy-based curriculum and programming to encourage low-income high school students to become more engaged in their communities.	6/21/2013	\$50,000
6853	Roots Of Empathy USA	250 Ferrand Street, Suite 800 Toronto, CA M3C 3G8 Canada	PC	Funds to provide the children in Oakland, California elementary schools with an opportunity to be aware of and develop empathy which contributes to positive character development and enhanced pro-social classroom behavior.	6/21/2013	\$50,000

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6854	San Francisco Court Appointed Special Advocate Program	100 Bush Street, Suite 650 San Francisco, CA 94104	PC	Funds for professional case supervision of foster youth and one-on-one volunteer advocacy.	6/21/2013	\$50,000
6815	Trustees of The Smith College	76 Elm Street Northampton, MA 01063	PC	Funds given at the request of D. Duncan as part of Directors Grant Program. Funds to be directed to the Center for the Environment, Ecological and Design and Sustainability (CEEDS).	6/21/2013	\$200,000
6827	Youth Radio	1701 Broadway Oakland, CA 94612	PC	Funds for a multi-platform media initiative focused on local and national environmental issues from the perspective of young people, and the development of an innovation lab that connects youth media with informal science institutions.	6/21/2013	\$250,000
6862	Wesleyan University	229 High Street Middletown, CT 06459	PC	Funds given at the request of A. Dachs as part of the Directors Grant Program and to be directed to The Alan M. Dachs Chair in Science.	6/26/2013	\$200,000
6819	Family House Inc.	50 Irving Street San Francisco, CA 94122	PC	Funds to support families who stay at Family House while their children are receiving treatment for serious illnesses at UCSF's Benioff Children's Hospital.	6/28/2013	\$100,000
6864	Oakland Schools Foundation	746 Grand Avenue Portable 5 Oakland, CA 94610	PC	Funds for general operating expenses.	6/28/2013	\$25,000
6863	Peer Health Exchange Inc.	545 Sansome Street, Suite 900 San Francisco, CA 94111	PC	Funds for the recruitment and training of college students who volunteer their time to teach about health to middle and high school students in Oakland.	6/28/2013	\$15,000
6848	Heyday	P.O. Box 9145 Berkeley, CA 94709	PC	Funds to build Heyday Institute's long-term sustainability with a one-year capacity grant.	7/11/2013	\$100,000
6674	KQED Inc.	2601 Mariposa Street San Francisco, CA 94110	PC	2-year renewable grant in the total amount of \$50,000 for KQED's California Report coverage of the State Parks closure crisis, and development of alternative management and funding solutions.	7/11/2013	\$25,000
6816	Santa Catalina School	1500 Mark Thomas Drive Monterey, CA 93940-5291	PC	Funds given at the request of N. Ramsay as part of the Directors Grant Program to be used at the discretion of Sister Claire.	7/11/2013	\$200,000
6873	Ag Innovations Network	101 Morris Street, Suite 212 Sebastopol, CA 95472-3838	PC	Funds for capacity building and leadership development training that strengthens organizational effectiveness and builds the field for	7/12/2013	\$99,467
6875	Pacific News Service	209 9th Street, Suite 200 San Francisco, CA 94103	PC	Funds to build the capacity of Bay Area ethnic media organizations to inform and engage their audiences about the environment.	7/12/2013	\$50,000
6865	Philanthropy Roundtable	1730 M St., NW Suite 601 Washington, DC 20036	PC	Funds for general support (\$50k), sponsorship the 22nd Annual Meeting (\$25k), and the K-12 Education Breakthrough Group (\$25k).	7/12/2013	\$100,000
6874	Seven Tepees Youth Program	3177 17th Street San Francisco, CA 94110	PC	Funds for San Francisco middle and high school students to participate in year-round environmental activities that promote community and conservation.	7/12/2013	\$60,000
6334	Big Brothers Big Sisters of America	230 North 13th Street Philadelphia, PA 19107	PC	2-year renewable grant in the total amount of \$300,000 to ensure that new on-line volunteer training curriculum is rolled out to more than 250,000 volunteers across the country.	7/19/2013	\$150,000
6252	California Forward	1107 9th Street, Suite 650 Sacramento, CA 95814	PC	2-year pledge in the total amount of \$400,000 (uneven split) to support the development of a statewide network of public, private and academic institutions that will work to bring public awareness to the realignment of state and local services.	7/19/2013	\$250,000
6880	Food Runners	2579 Washington Street San Francisco, CA 94115	PC	Funds for a new web-based logistics system that will increase food donations and distributions sites.	7/19/2013	\$15,000
6366	Golden Gate National Parks Conservancy	Building 201, Fort Mason San Francisco, CA 94123	PC	2-year renewable in the total amount of \$50,000 for the Institute of the Golden Gate's "Parks Prescriptions" as part of the National Park Service's Healthy Parks, Healthy People Initiative program.	7/19/2013	\$25,000

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6328	Marin Agricultural Land Trust	P. O. Box 809 Point Reyes Station, CA 94956	PC	2-year renewable grant in the total amount of \$50,000 to acquire Mandatory Agricultural Use provisions on existing agricultural conservation easements.	7/19/2013	\$25,000
6327	Napa County Land Trust	1700 Soscol Avenue, Suite 20 Napa, CA 94559	PC	2-year renewable in the total amount of \$50,000 for the Blue Ridge Berryessa Natural Area Partnership Land Trusts, to preserve and steward the working landscapes in the BRBNA region.	7/19/2013	\$25,000
6872	Oakland Schools Foundation	746 Grand Avenue Portable 5 Oakland, CA 94610	PC	Funds for the chief of staff for the superintendent of Oakland Unified School District to ensure implementation of the strategic plan, which includes programs this Foundation is funding.	7/19/2013	\$120,000
6329	Peninsula Open Space Trust	222 High Street Palo Alto, CA 94301	PC	2-year renewable grant in the total amount of \$100,000 for new program development to address state park closures within Peninsula Open Space Trust's region.	7/19/2013	\$50,000
6882	Piedmont Unified School District	760 Magnolia Avenue Piedmont, CA 94611-4088	PC	Support for Piedmont High School's Wellness Center that provides mental health services and counseling for a growing number of students.	7/19/2013	\$30,000
6869	Sacramento City Unified School District	5735 47th Avenue Sacramento, CA 95824	PC	2-year renewable in the total amount of \$2,097,422 (uneven payments) for implementation of the Common Core State Standards - Mathematics in grades K-8.	7/19/2013	\$888,711
6283	Sonoma Land Trust	966 Sonoma Avenue Santa Rosa, CA 95404	PC	2-year renewable grant in the total amount of \$100,000 for the Sonoma Land Trust's work to create the Parks Alliance for Sonoma County, and their work to protect and steward working landscapes in Sonoma County.	7/19/2013	\$50,000
6884	The California Education Partners	One Lombard Street, Suite 305 San Francisco, CA 94111	PC	Funds for a planning process to develop the Math in Common Community of Practice and build the capacity of the organization to support cross district learning.	7/19/2013	\$60,000
6878	Young Mens Christian Association Of San Francisco	50 California Street, Suite 650 San Francisco, CA 94111	PC	Funds for a cohort of 28 character development trainers who will develop expertise in delivering future training, provide observation-based feedback to their peers, and serve as a coaching corps at each of the Y's 14 branches.	7/19/2013	\$85,000
6879	Youth Leadership Institute	28 2nd Street, Suite 400 San Francisco, CA 94105	PC	Funds for the health of children by increasing the purchase and consumption of healthy snacks and meals from neighborhood retailers.	7/19/2013	\$60,000
6858	Planned Parenthood Shasta Diablo Inc.	2185 Pacheco Street Concord, CA 94520	PC	Funds given at the request of J. Laspa as part of Directors Grant Program. Funds to be used to support the completion of the regional health and training centers in Marin and Solano counties.	7/24/2013	\$200,000
6894	Ambulatory Surgery Access Coalition	115 Sansome Street, Suite 1205 San Francisco, CA 94104	PC	Funds to support Operation Access's network of volunteer medical professionals.	8/2/2013	\$25,000
6866	Bay Area Women's and Children's Center	318 Leavenworth Street San Francisco, CA 94102	PC	Funds for character development programs and nutrition and fitness programs at the Tenderloin Elementary School.	8/2/2013	\$100,000
6850	Big Brothers Big Sisters Of The Bay Area	649 Mission Street, 5th Floor San Francisco, CA 94105	PC	Funds to double the number of children served to 2000 by 2018 and to reduce the match waiting time to 90 days or less.	8/2/2013	\$100,000
6181	Center For Investigative Reporting Inc.	2130 Center Street, Suite 103 Berkeley, CA 94704	PC	2-year renewable for a total amount of \$250,000 for high quality local news reporting and civic engagement in the San Francisco Bay Area.	8/2/2013	\$125,000
6892	Faith Network of the East Bay Inc.	2633 Telegraph Avenue, #409 Oakland, CA 94612	PC	Funds to support the "Succeeding by Reading Program" which is staffed primarily by volunteer tutors and to initiate the "Take Home Book Bag Program".	8/2/2013	\$80,000
6886	Guidestar USA, Inc.	4801 Courthouse Street, Suite 220 Williamsburg, VA 23188-2678	PC	Funds for general operating support	8/2/2013	\$10,000
6895	Jamestown Community Center Inc.	3382 26th Street San Francisco, CA 94110	PC	Funds to support a youth character development program focusing on athletics for children in San Francisco's Mission District.	8/2/2013	\$25,000

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6890	RichmondWorks/Department of Employment & Training	330 25th Street Richmond, CA 94804	PC	Funds for implementation of the Community Works program--a service learning, civic responsibility, and leadership curriculum specifically tailored for at-risk youth.	8/2/2013	\$75,000
6887	San Francisco Ballet Association	455 Franklin Street San Francisco, CA 94102	PC	Funds for Christensen Society membership, all benefits waived.	8/2/2013	\$5,000
6857	San Francisco Parks Alliance	451 Hayes Street, 2nd floor San Francisco, CA 94102	PC	Funds for the organizational effectiveness and capacity building infrastructure of the newly formed San Francisco Parks Alliance, which is the result of a recent merger between the Neighborhood Parks Council and the San Francisco Parks Trust.	8/2/2013	\$100,000
6904	Summer Search	500 Sansome Street, Suite 350 San Francisco, CA 94111	PC	Funds for year-round mentoring, life-changing summer experiences, college advising, and a support network for low-income high school students in the San Francisco Bay Area.	8/2/2013	\$15,000
6883	Tapfound Inc	466 Geary Street, Suite 206 San Francisco, CA 94102	PC	Funds for 10 service grants and a Powered by Pro Bono book launch and nonprofit training event.	8/2/2013	\$75,000
6896	The Character Education Partnership Inc.	1634 I Street NW, Suite 550 Washington, DC 20036	PC	Funds to support a feasibility study of three Central Valley school districts to determine their desire and capacity for comprehensive SEL/character programming.	8/2/2013	\$30,000
6893	The First Tee Of Oakland	11425 Golf Links Road Oakland, CA 94605	PC	Funds to support the "Life Skills Experience" curriculum delivered by trained coaches to elementary and middle school young people with a focus on building positive character traits.	8/2/2013	\$35,000
6907	Community Initiatives	5645 Oakgrove Avenue Oakland, CA 94618	PC	Funds for low-income, inner-city high school students in Oakland to study various forms of media in order to acquire technical skills, develop professional expertise, and produce videos on youth health issues.	8/9/2013	\$35,000
6906	Fostering Media Connections	182 Second Street, Suite 400 San Francisco, CA 94105	PC	Funds for the implementation of an innovative graduate level policy and journalism program at UC Berkeley and pilot programming at University of Southern California.	8/9/2013	\$35,000
6255	National Academy of Sciences	500 Fifth Street, NW Washington, DC 20001	PC	2-year pledge in the total amount of \$600,000 for research addressing barriers and opportunities in completing two and four-year engineering degrees.	8/9/2013	\$300,000
6915	Pacific Institute for Studies in Development, Environment and Security	654 13th Street Oakland, CA 94612	PC	Funds to support the 2013 Farm Steward Award and a collaborative planning effort between Pacific Institute, Ag Innovations Network, and the Community Alliance for Family Farmers.	8/9/2013	\$82,821
6413	Regents of the University of California at Berkeley	Office of Development & External Relations 3615 Tolman Hall, #1670 Berkeley, CA 94720-1670	PC	2-year renewable grant in the total amount of \$200,000 (uneven payments) to implement and assess the effectiveness of integrating moral and character values education within the regular school academic curriculum in three Oakland middle schools.	8/9/2013	\$84,000
6462	100 Black Men Of The Bay Area Inc.	1638 12th Street Oakland, CA 94607	PC	2-year renewable grant for a total amount of \$100,000 for an OUSD charter school focused on STEM education for African-American boys.	8/16/2013	\$50,000
6901	Colorado State University Foundation	Sponsored Programs 2002 Campus Delivery Fort Collins, CO 80523-2002	PC	Funds to support researchers from Colorado State University and Harvard Kennedy School to conduct the Economic Valuation Project.	8/16/2013	\$129,200
6881	First Place For Youth	426 17th Street Oakland, CA 94612	PC	Funds for raising the level of knowledge and awareness in the field of transitioning youth and the challenges they face once they have aged out of foster care.	8/16/2013	\$150,000
6919	Foundation for Osteoporosis Research & Education	1814 Franklin Street, Suite 620 Oakland, CA 94612	PC	Funds to utilize technology to improve web-based resources for both volunteers and consumers.	8/16/2013	\$25,000
6917	Girls Incorporated Of West Contra Costa County	260 Broadway Richmond, CA 94804	PC	Funds for general support for character development programs.	8/16/2013	\$50,000
6889	Northern California Institute for Research and Education Inc.	4150 Clement Street, 151 NC San Francisco, CA 94121-1545	PC	Funds to support a study of the potential redevelopment and reuse of Fort Miley related to the San Francisco VA Medical Center relocation.	8/16/2013	\$175,000

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Ref. #	Organization Legal Name	Organization Address	Foundation Status of Recipient	Project Description	Payment Date	Paid Amount
6918	University of California San Francisco	Institute for Health Policy Studies 3333 California Street, Suite 265 San Francisco, CA 94143-0936	PC	Funds for evaluation of the Oakland Unified School District Bechtel Wellness Champion Initiative.	8/16/2013	\$25,000
6898	Civic Assets	2716 Benvenue Avenue Berkeley, CA 94705	PC	Funds to decrease the backlog of maintenance and improvement projects on public lands while rehabilitating veterans of the armed forces.	8/23/2013	\$100,000
6897	National Parks Conservation Association	777 Sixth Street NW, Suite 700 Washington, DC 20001	PC	Funds to support CPM to inform the development of an innovative and relevant new visitor center in the Presidio and document and share the process as a pilot project of the National Park Service's new Urban Parks Initiative.	8/23/2013	\$100,000
6924	Richmond District Neighborhood Center Inc.	741 30th Avenue San Francisco, CA 94121	PC	Funds to expand implementation of a character and leadership development program to all ninth-grade homeroom classes at Washington High School which can serve as a model for all SFUSD high schools.	8/23/2013	\$20,000
6925	The Tower Foundation of San Jose State University	One Washington Square San Jose, CA 95192-0257	PC	Funds for the production of a video that will model how to integrate the social-emotional dimension of teaching into mathematics instruction for teacher educators.	8/23/2013	\$25,000
6922	Ignite	1624 Franklin Street, Suite 1001 Oakland, CA 94612	PC	Funds for civic education and engagement programming, and financial planning and sustainability.	8/30/2013	\$65,000
6900	Land Trust Alliance Incorporated	1660 L Street NW, Suite 1100 Washington, DC 20036-5635	PC	Funds to build the capacity of the Land Trust Alliance's Western Regional Program.	8/30/2013	\$245,000
6341	Young Mens Christian Association Of San Francisco	50 California Street, Suite 650 San Francisco, CA 94111	PC	2-year pledge in the total amount of \$750,000 to help complete the Capital Campaign by remodeling space for the Early Child Development Center, the Teen Center and the Family Life Kitchen.	8/30/2013	\$375,000
6337	Constitutional Rights Foundation	601 South Kingsley Drive Los Angeles, CA 90005	PC	2-year renewable grant in the total amount of \$450,000 for completion of the Civic Action Project website, implementation of a national dissemination strategy, and expansion in the Bay Area and greater Los Angeles.	9/6/2013	\$225,000
6923	Jumpstart for Young Children Inc.	65 Battery Street, 2nd Floor San Francisco, CA 94111	PC	Funds for Jumpstart's core program activities, including recruiting and training 350 corps members, and program expansion to California State University - East Bay.	9/6/2013	\$75,000
6936	The First Tee Of Oakland	11425 Golf Links Road Oakland, CA 94605	PC	Funds to support the development of a three-year strategic plan and production of a series of video shorts about the program.	9/6/2013	\$8,000
6932	Boy Scouts Of America	1001 Davis Street San Leandro, CA 94577-1514	PC	Funds for Scoutreach in low-income communities and for Learning For Life after-school programs in the Oakland elementary schools.	9/13/2013	\$200,000
6415	California Desert Land Conservancy	61732 29 Palms Hwy. Joshua Tree, CA 92252	PC	2-year renewable grant in the total amount of \$50,000 to increase major donor and general membership funding in order to generate \$50,000-\$100,000 of unrestricted operating funds annually.	9/13/2013	\$25,000
6943	Marin Agricultural Land Trust	P. O. Box 809 Point Reyes Station, CA 94956	PC	Funds to support MALT's leveraging of Measure A funds by developing their fundraising programs, and conducting public outreach about the need for permanent farmland conservation and stewardship in Marin County.	9/13/2013	\$25,000
6916	Public Policy Institute of California	500 Washington Street, Suite 600 San Francisco, CA 94111	PC	Funds for developing a viable approach to addressing key water sector funding gaps. Work will result in a short report geared toward informing a wide range of stakeholders and policymakers on promising options for more robust water sector finance.	9/13/2013	\$150,000
6920	School-Based Health Alliance	1010 Vermont Avenue NW, Suite 600 Washington, DC 20005	PC	Funds for capacity building (\$100,000) and to assure the financial sustainability of the school-based health center model (\$100,000).	9/13/2013	\$200,000
6938	The UC Davis Foundation	One Shields Avenue Davis, CA 95616	PC	Funds for the annual fund.	9/13/2013	\$25,000

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6927	Bay Institute Aquarium Foundation	Embarcadero at Beach Street San Francisco, CA 94133	PC	Funds to integrate NGSS into AOTB's K-12 education programs, and to provide training and resources for teachers to implement NGSS in their classrooms.	9/20/2013	\$125,000
6939	Children Now	1404 Franklin Street, Suite 700 Oakland, CA 94612	PC	Funds to support the growth, coordination, and strengthening of the network of support for school-based health centers.	9/20/2013	\$100,000
6933	Crystal Springs Uplands School	400 Uplands Drive Hillsborough, CA 94010	PC	Funds given at the request of B. Peck as part of the Directors Grant Program to be used to provide need-based scholarships for promising applicants of more modest means to be drawn upon at the discretion of the administration.	9/20/2013	\$100,000
6333	Larkin Street Youth Services	701 Sutter Street, Suite 2 San Francisco, CA 94109-6453	PC	2-year renewable grant in the total amount of \$300,000 (uneven split) for the development of a new 3-year strategic business plan and an enhanced information technology system.	9/20/2013	\$100,000
6529	President-Board of Trustees Santa Clara College	500 El Camino Real Santa Clara, CA 95053-0015	PC	4-year renewable in the total amount of \$180,000 for the S. D. Bechtel, Jr. Foundation Engineering Scholarships.	9/20/2013	\$45,000
6362	Regents of the University of California at Berkeley	One Centennial Drive, MS 5200 Berkeley, CA 94720-5200	PC	2-year pledge in the total amount of \$1,700,000 (uneven payments) to expand the BaySci program, a four-year collaboration between the Exploratorium and the Lawrence Hall of Science to improve district-based elementary science.	9/20/2013	\$970,000
6921	School For Ethics And Global Leadership	1528 18th Street, NW Washington, D.C. 20036	PC	Funds for a special high school in Washington, DC that promotes an understanding and appreciation of global issues.	9/20/2013	\$60,000
6452	Bipartisan Policy Center Inc.	1225 Eye Street, NW Suite 1000 Washington, DC 20005	PC	2-year pledge in the total amount of \$400,000 for a commission of national leaders who will work together to address the dysfunction of partisan polarization in our national political system.	9/27/2013	\$200,000
6955	Chronicle Season Of Sharing Fund	P. O. Box 44740 San Francisco, CA 94144	PC	Funds to provide emergency assistance to Bay Area families facing serious financial hardships.	9/27/2013	\$15,000
6941	Collaborative For Academic Socialand Emotional Learning - Casel	815 West Van Buren Street, Suite 210 Chicago, CA 60607-3567	PC	Funds to support for a feasibility study to identify opportunities for promoting character development and SEL in the Oakland School District.	9/27/2013	\$50,000
6926	Global Citizen Year Incorporated	1625 Clay Street, Suite 400 Oakland, CA 94612	PC	3-year renewable for the total amount of \$500,000 for organizational stability and growth, and program quality and expansion into Asia.	9/27/2013	\$250,000
6940	Industry Initiatives for Science and Math Education	5301 Stevens Creek Boulevard P. O. Box 58059; MS WO Santa Clara, CA 95052	PC	Funds for IISME's Summer Fellowship Program, which places K-8 teachers in 8-week internships with industry and university mentors in the Bay Area and Southern California.	9/27/2013	\$250,000
6929	Massachusetts Institute of Technology	77 Massachusetts Avenue Cambridge, MA 02139-4307	PC	Funds for engineering scholarships.	9/27/2013	\$45,000
6409	Mendocino Land Trust Incorporated	P.O. Box 1094 Mendocino, CA 95460	PC	2-year renewable grant in the total amount of \$50,000 to preserve and steward public and private lands in Mendocino County, and collaborate with state parks and land trusts in the region.	9/27/2013	\$25,000
6953	Northern California Congregational Homes, Inc.	8545 Carmel Valley Road Carmel, CA 93923-9556	PC	Funds given at the request of S. D. Bechtel, Jr. as part of the Director Grant Program for the Endowment Fund in honor of Carmel Valley Manor's 50th Anniversary.	9/27/2013	\$10,000
6661	Sierra Foothill Conservancy	P.O. Box 529 Prather, CA 93651	PC	2-year renewable in the total amount of \$50,000 to build capacity to partner with local State Parks and other public agencies on land conservation and land management projects.	9/27/2013	\$25,000
6928	Stanford University Board of Trustees of the Leland Stanford Junior University	School of Humanities and Sciences Office of External Relations Frances C. Arrillaga Alumni Center 326 Galvez Street Stanford, CA 94305-5018	PC	Funds for final four years of engineering scholarships.	9/27/2013	\$45,000

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6948	The California Education Partners	One Lombard Street, Suite 305 San Francisco, CA 94111	PC	Funds for the CORE districts with the development of an alternative accountability system.	9/27/2013	\$250,000
6919	Foundation for Osteoporosis Research & Education	1814 Franklin Street, Suite 620 Oakland, CA 94612	PC	Funds to utilize technology to improve web-based resources for both volunteers and consumers.	9/30/2013	\$25,000
6919	Foundation for Osteoporosis Research & Education	1814 Franklin Street, Suite 620 Oakland, CA 94612	PC	Funds to utilize technology to improve web-based resources for both volunteers and consumers.	9/30/2013	-\$25,000
6951	Children Now	1404 Franklin Street, Suite 700 Oakland, CA 94612	PC	Funds for initiating policy and advocacy work to improve STEM teaching and learning in the state.	10/4/2013	\$135,000
6945	Education Trust Inc.	1814 Franklin Street, Suite 220 Oakland, CA 94612	PC	Funds for initiating policy and advocacy work to advance the Foundation's investment in districts.	10/4/2013	\$90,000
6950	Foundation For Students Rising Above	P.O. Box 29174 San Francisco, CA 94129	PC	Funds for mentoring services and college scholarships for low-income, first generation youth from the Bay Area.	10/4/2013	\$50,000
6947	Lifelong Medical Care	P. O. Box 11247 Berkeley, CA 94712-2247	PC	Funds to support the Bechtel OUSD Wellness Champion Initiative at West Oakland Middle School.	10/4/2013	\$50,000
6964	Naturebridge	28 Geary Street, Suite 650 San Francisco, CA 94108	PC	Funds for the Environmental Education Collaborative to complete its planning phase and create a three-year strategic plan for building the field of environmental education in the Bay Area.	10/4/2013	\$130,000
6962	Peabody Historical Society	1556 N. 59th Peabody, KS 66866-9485	PC	Funds for general operating support.	10/4/2013	\$20,000
6957	The Volunteer Center Serving San Francisco And San Mateo Counties	1675 California Street San Francisco, CA 94109	PC	Funds for 'The Board Match' program and consulting to help nonprofits better recruit, manage, and retain volunteers.	10/4/2013	\$50,000
6899	University Of California Merced Foundation	5200 North Lake Road Merced, CA 95343	PC	Funds to support the development of the California State Parks Leadership Institute and UC Merced's National Park Leadership Institute.	10/4/2013	\$150,000
6942	WestEd	730 Harrison Street San Francisco, CA 94107	PC	Funds for a six-month planning process to design the evaluation of the Math in Common district initiative.	10/4/2013	\$250,000
6479	Bay Area Ridge Trail Council	1007 General Kennedy Avenue, Suite 3 San Francisco, CA 94129-1405	PC	2-year renewable in the total amount of \$50,000 for the Bay Area Ridge Trail Council as they participate in the Sustainability Cohort and complete the last sections of trail in partnership with Bay Area State Parks, local park districts and land trusts.	10/11/2013	\$25,000
6988	Boy Scouts Of America	10 Highland Way Piedmont, CA 94611	PC	Funds for general operating expenses.	10/11/2013	\$25,000
6952	Community Initiatives	354 Pine Street, Suite 700 San Francisco, CA 94104	PC	Funds for Peer Resources program in SFUSD middle and high schools. Peer Resources seeks to build student leadership in creating positive school climate.	10/11/2013	\$30,000
6934	Girl Scouts Of Northern California	1650 Harbor Bay Parkway Alameda, CA 94502	PC	Funds to continue GSNC's work to bring Girl Scouts programs to under-served girls in the Bay Area.	10/11/2013	\$200,000
6976	Heartland Hospice Memorial Fund	333 North Summit Street Toledo, OH 43604	PC	Funds given in memory of Sarah "Sally" J. Griffith.	10/11/2013	\$10,000
6387	Napa County Regional Park and Open Space District	1195 Third Street, Room 210 Napa, CA 94559	PC	2-year renewable for the total amount of \$100,000 for Napa County Parks to maintain and operate State Parks in Napa County.	10/11/2013	\$50,000
6977	National Disaster Search Dog Foundation, Inc.	501 East Ojai Avenue Ojai, CA 93023	PC	Funds for training rescue dogs to be important members of Canine Disaster Search Teams.	10/11/2013	\$25,000
6958	Afterschool Alliance	1616 H Street, Suite 820 Washington, DC 20006	PC	Funds for the Alliance's field building efforts around STEM in out-of-school-time, including communications, policy development and evaluation-related projects.	10/18/2013	\$100,000
6956	Be The Change Inc.	112 Water Street, Suite 500 Boston, MS 02109	PC	Funds for a public education campaign on the importance of national service programs and opportunities.	10/18/2013	\$75,000
6373	California Council of Land Trusts	1029 K Street, Suite 48 Sacramento, CA 95814	PC	2-year renewable grant for a total amount of \$200,000 for work to build a strong, effective land trust community with the financial and policy resources to protect California's landscapes.	10/18/2013	\$100,000



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6937	California Symphony Orchestra Inc.	1475 North Broadway, Suite 420 Walnut Creek, CA 94596	PC	Funds to support the Music-in-the-Schools educational outreach program to children in Contra Costa County.	10/18/2013	\$30,000
6311	Delta Waterfowl Foundation	P. O. Box 3128 Bismarck, ND 58502	PC	2-year pledge in the total amount of \$412,500 (divided unevenly) for the addition of a Vice President of Development staff position.	10/18/2013	\$225,000
6954	Mercatus Center Inc.	3301 North Fairfax Drive, Suite 450 Arlington, VA 22201	PC	Funds for the Spending and Budget Initiative which seeks to ensure that expert university economists and policy practitioners help to shape the national dialogue on government spending.	10/18/2013	\$300,000
6460	Napa County Land Trust	1700 Soscol Avenue, Suite 20 Napa, CA 94559	PC	2-year renewable in the total amount of \$50,000 to develop capacity for creating new public access opportunities in partnerships with State Parks.	10/18/2013	\$25,000
6208	Oakland Unified School District	1000 Broadway, Suite 680 Oakland, CA 94607	PC	2-year renewable in the total amount of \$1,736,000 to support principal and teacher professional development to implement a K-5 science program aligned with NGSS.	10/18/2013	\$868,000
6383	Oakland Unified School District	1000 Broadway, Suite 680 Oakland, CA 94607	PC	2-year renewable in the total amount of \$1,714,000 to support principal and teacher professional development to implement middle school math program aligned with Common Core State Standards-Math.	10/18/2013	\$857,000
6999	Piedmont Community Church	400 Highland Avenue Piedmont, CA 94611	PC	Funds for general operating expenses.	10/18/2013	\$40,000
6949	University Of Nebraska Board of Regents	1400 R Street Lincoln, NE 68588	PC	Funds for an on-line STEM professional development resource for OST providers.	10/18/2013	\$75,000
6980	Young Mens Christian Association Of San Francisco	50 California Street, Suite 650 San Francisco, CA 94111	PC	Funds for a grant to serve approximately 100 participants (25 each from delegations at the Bayview, Buchanan, Embarcadero, and Stonestown Family YMCAs) in the YMCA's innovative civic education and leadership program.	10/18/2013	\$125,000
6979	American Academy of Arts And Sciences	Norton's Woods 136 Irving Street Cambridge, MA 02138-1996	PC	Funds to support the Academy's Annual Fund.	10/25/2013	\$50,000
6978	American Academy of Arts And Sciences	Norton's Woods 136 Irving Street Cambridge, MA 02138-1996	PC	Funds to support the initial phase of a communication and media technology upgrade plan for the House of the Academy.	10/25/2013	\$100,000
6963	Bay Area Women's and Children's Center	318 Leavenworth Street San Francisco, CA 94102	PC	2-year renewable grant in the total amount of \$126,000 to support a capacity-building, communications, and fundraising initiative.	10/25/2013	\$63,000
6987	California State Parks Foundation	50 Francisco Street, Suite 110 San Francisco, CA 94133	PC	Funds for wetlands restoration work at Candlestick Point State Recreational Area, including a science-based after-school work program and youth leadership opportunities.	10/25/2013	\$50,000
6994	Community Resources For Science	1611 San Pablo Avenue, Suite 10B Berkeley, CA 94702	PC	Funds for the K-5 Science Connections Program, which increases hands-on science education in OUSD classrooms and other East Bay schools.	10/25/2013	\$35,000
6989	Community Youth Center Of San Francisco	1038 Post Street San Francisco, CA 94109	PC	Funds to fully integrate Building Intentional Communities, a character education program, into Oakland Unified School District's after-school program.	10/25/2013	\$300,000
6992	Growth Sector Company	2625 Polk Street, Suite 4 San Francisco, CA 94109	PC	Funds for the Accelerated Math Gateway (AMG) pilot program designed to enable students to advance from Elementary Algebra to Pre-calculus within one year in order to pursue an engineering or other STEM degree.	10/25/2013	\$350,000
6993	Head-Royce School	4315 Lincoln Avenue Oakland, CA 94602	PC	Funds for Heads Up, a summer program with continuing Saturday support through the school year, for low-income Oakland Unified School District middle school students.	10/25/2013	\$25,000
6313	Resource Media	101 Montgomery Street, Suite 2600 San Francisco, CA 94104	PC	2-year renewable in the total amount of \$300,000 for continuation of the Delta Vision Foundation's activities, including stakeholder convenings, and development and dissemination of the Delta Vision Report card.	10/25/2013	\$150,000
6982	Sacramento County Office of Education	10474 Mather Boulevard Sacramento, CA 95655	PC	Funds to plan the development and implementation of a professional learning program on civic learning for 30 schools.	10/25/2013	\$75,000

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6959	Society Of Women Engineers	203 North La Salle Street, Suite 1675 Chicago, IL 60601	PC	Funds for the Government Relations and Public Policy Program, advocating on behalf of women engineers and technologists.	10/25/2013	\$75,000
6984	The Wilderness Arts And Literacy Collaborative	695 Paris Street San Francisco, CA 94112	PC	Funds for programs at Balboa High School and Downtown High School in San Francisco, which address not only academic achievement, but also character, civic responsibility, and environmental stewardship.	10/25/2013	\$30,000
6983	West Contra Costa Public Education Fund	217C West Richmond Avenue Point Richmond, CA 94801	PC	Funds to develop organizational capacity including leadership training, strategic planning and data management in conjunction with the OST Collaborative.	10/25/2013	\$100,000
6991	American Rivers Inc.	1101 14th Street NW, Suite 1400 Washington, DC 20005	PC	Funds for American Rivers' engagement in Delta and related California water policy issues, including the Bay Delta Conservation Planning Process.	11/1/2013	\$110,000
7014	Boy Scouts Of America	1001 Davis Street San Leandro, CA 94577-1514	PC	Funds to support the Annual Distinguished Citizen Dinner featuring Robert M. Gates and to be held on December 12, 2013.	11/1/2013	\$100,000
6995	California Academy Of Science	55 Music Concourse Drive Golden Gate Park San Francisco, CA 94118	PC	Funds for science education programs for K-12 students.	11/1/2013	\$250,000
6997	Community Youth Center Of San Francisco	1038 Post Street San Francisco, CA 94109	PC	Funds to expand the Mathletes Afterschool Enrichment program to 15 OUSD elementary afterschool programs, grades 1-3.	11/1/2013	\$95,000
6568	Great Oakland Public Schools Leadership Center	54 Washington Street Oakland, CA 94607	PC	2-year renewable in the total amount of \$100,000 to provide general support of GO's efforts to educate and involve stakeholders in Oakland students' educational advancement.	11/1/2013	\$50,000
7022	Head-Royce School	4315 Lincoln Avenue Oakland, CA 94602	PC	Funds for the annual fund.	11/1/2013	\$15,000
7021	Naral Pro-Choice California Foundation	335 South Van Ness Avenue San Francisco, CA 94103	PC	Funds to support community-focused educational programs with the goal of informing, training, and engaging pro-choice activism.	11/1/2013	\$25,000
6868	Oakland Unified School District	1000 Broadway, Suite 680 Oakland, CA 94607	PC	Funds for implementation of the Common Core State Standards - Mathematics in grades K-5.	11/1/2013	\$620,000
6931	Oakland Unified School District	1000 Broadway, Suite 680 Oakland, CA 94607	PC	Funds for implementation of Health Education, School Wellness Initiatives, and the After School Wellness Learning Community.	11/1/2013	\$185,000
7020	San Francisco Free Clinic	4900 California Street San Francisco, CA 94118	PC	Funds for free medical services to low-income families with no health insurance.	11/1/2013	\$25,000
6985	San Francisco Parks Alliance	314 Rutledge Street San Francisco, CA 94110	PC	Funds for experiential environmental education for students at Visitacion Valley Middle School, including biweekly field and classroom sessions and after-school service learning excursions.	11/1/2013	\$30,000
6986	Youth Enrichment Strategies	3029 Macdonald Avenue Richmond, CA 94804	PC	Funds for participants to deepen their leadership and access paid jobs at community agencies in and around Richmond that have an outdoor or environmental stewardship focus.	11/1/2013	\$50,000
7002	Youth Homes Incorporated	P. O. Box 5759 Walnut Creek, CA 94596-1759	PC	Funds to support services for youth as they leave the foster care system and transition to productive adult life.	11/1/2013	\$80,000
7016	Bay Nature Institute	1328 Sixth Street, Suite 2 Berkeley, CA 94710	PC	2-year renewable grant to support Bay Nature's organizational leadership and fund development capacity through its participation in the Land Program's Sustainability Cohort.	11/8/2013	\$25,000
7010	Be A Mentor Inc.	714 B Street Hayward, CA 94541	PC	Funds to provide support to 60 mentor-mentee matches of African American and Latino 5th grade boys with positive role models.	11/8/2013	\$75,000
6482	Bear Yuba Land Trust	12183 Auburn Road Grass Valley, CA 95949	PC	2-year renewable grant in the total amount of \$50,000 to build capacity to take on land and trail management responsibilities in 2 local state parks that were slated for closure; and to build local support and regional awareness of trails and open space.	11/8/2013	\$25,000
7007	California Pacific Medical Center Foundation	P.O. Box 7999 San Francisco, CA 94120-7999	PC	Funds to increase capacity of primary care clinics associated with St. Luke's Hospital.	11/8/2013	\$100,000

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7008	City Fields Foundation	1714 Stockton Street, Suite 400 San Francisco, CA 94133	POF	Funds to address the chronic shortage of playfields in San Francisco and to equitably provide outdoor sports facilities for the City's youth athletic leagues, underserved K-12 schools, after-school programs and families.	11/8/2013	\$100,000
7026	Earth Island Institute Inc	1050 East 8th Street Oakland, CA 94606	PC	Funds for core operating expenses that enable BAWT to provide training, gear, and transportation for teachers and youth workers to lead outdoor trips for urban youth.	11/8/2013	\$50,000
6438	Education Pioneers Inc.	1625 Clay Street Oakland, CA 94612	PC	2-year renewable in the total amount of \$100,000 to increase the presence of Education Pioneer Fellows in Bay Area educational organizations, particularly those in which the Foundation supports work (school districts, etc.).	11/8/2013	\$50,000
6998	Girls On The Run Of The Bay Area Inc.	3543 18th Street, Suite 31 San Francisco, CA 94110	PC	Support for mentoring and fitness programs for girls from low-income communities.	11/8/2013	\$40,000
7037	Handful Players Inc	1700 California Street, Suite 335 San Francisco, CA 94109	PC	Funds to support the production of theatrical performances where children learn the values of respect, cooperation, and hard work.	11/8/2013	\$20,000
6455	Institute For Teaching	5333 Mission Center Road, Suite 200 San Diego, CA 92108	PC	2-year renewable in the total amount of \$750,000 to support an algebraic reasoning skill development model in the upper elementary grades in order to prepare students for middle grades mathematics and Algebra I by the eighth grade.	11/8/2013	\$375,000
7036	International Computer Science Institute	1947 Center Street, 6th Floor Berkeley, CA 94704	PC	Funds for middle school and high school programs which provide youth with knowledge, resources, practical programming skills, as well as college guidance, in their pursuit of higher education and technological expertise. [FINAL GRANT]	11/8/2013	\$25,000
7003	La Clinica De La Raza Inc.	P.O. Box 22210 Oakland, CA 94623-2210	PC	Funds to support core clinical services at school-based health centers in the East Bay.	11/8/2013	\$100,000
6791	Marines Memorial Association	c/o the Marines' Memorial Club 609 Sutter Street San Francisco, CA 94102	PC	Funds to support the S. D. Bechtel, Jr. Engineering and Science Scholarships.	11/8/2013	\$75,000
5846	Nature Conservancy, Inc.	201 Mission Street, 4th Floor San Francisco, CA 94105	PC	3-year renewable grant in the total amount of \$2,000,000 (uneven split) for continued support of the Migratory Bird Conservation Partnership for years 4-6.	11/8/2013	\$652,633
6458	Northcoast Regional Land Trust	P.O. Box 398 Bayside, CA 95524	PC	2-year renewable grant in the total amount of \$70,000 for building organizational capacity, as well as support for sponsorship of the Northern Region Land Trust Council.	11/8/2013	\$35,000
6996	Parents For Public Schools Inc.	3543 18th Street, #1 San Francisco, CA 94110	PC	Support for program to engage and inform SF parents about the public education system and help parents from all communities lead change at all levels of the system.	11/8/2013	\$25,000
7025	Pi Beta Phi Foundation	1154 Town & Country Commons Drive Town & Country, MO 63017	PC	Funds for undergraduate scholarships.	11/8/2013	\$17,500
7009	Playworks Education Energized	155 Filbert Street, Suite 234 Oakland, CA 94607	PC	Funds to support daily structured physical activity and play programs in low-income schools in West Contra Costa County.	11/8/2013	\$50,000
7017	Resources Legacy Fund	Resources Legacy Fund 555 Capitol Mall, Suite 1095 Sacramento, CA 95814	PC	Funds to support the Children and Urban Rivers Parkway Program which connects children to urban river parkways providing them and their families with increased opportunities to access open space areas and learn about science and conservation.	11/8/2013	\$200,000
7005	RYSE Inc.	205 41st Street Richmond, CA 94805	PC	and develop a leadership structure for young people from Richmond and West Contra Costa County.	11/8/2013	\$80,000
5141	Stanford University Board of Trustees of The Leland Stanford Junior University	Stanford University 34 Galvez Mall Stanford, CA 94305-6010	PC	5-year pledge in the total amount of \$3,000,000 for an endowment gift to name Hoover's Director of Communications and spearhead Hoover's Communications Initiative.	11/8/2013	\$600,000
6902	Trustees For Harvard University	Office for Sponsored Programs 1350 Massachusetts Avenue, Holyoke 600D Cambridge, MA 02138-3846	PC	Funds to support researchers from Colorado State University and Harvard Kennedy School to conduct the Economic Valuation Project.	11/8/2013	\$70,800

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7006	United Way Of The Bay Area	550 Kearny Street, Suite 1000 San Francisco, CA 94108	PC	Funds for the development and use of the 2-1-1 Bay Area information and referral service.	11/8/2013	\$50,000
6367	Yolo Land Trust	P.O. Box 1196 Woodland, CA 95776	PC	2-year renewable in the total amount of \$50,000 to build the capacity of the Yolo Land Trust to preserve working landscapes in Yolo County.	11/8/2013	\$25,000
7001	Young Mens Christian Association Of The East Bay	263 South 20th Street Richmond, CA 94801	PC	Funds for a full-time mental health therapist who works with youth from extremely low-income families in Richmond.	11/8/2013	\$80,000
7023	Youth Speaks Inc	1663 Mission Street, Suite 604 San Francisco, CA 94103	PC	Funds for environmental literacy programs that engage youth in the conversation about critical environmental issues.	11/8/2013	\$100,000
6981	Youth United For Community Action	2135 Clarke Avenue East Palo Alto, CA 94303	PC	Funds for an after-school program that provides intensive curricula, including workshops, leadership training, tutoring, and media production to build the civic engagement of young people within the East Palo Alto community.	11/8/2013	\$25,000
7060	District Ten Wild Duck Eggs	9512 Mathews Lane Marysville, CA 95901	PC	Funds for general operating support for the salvaging of wild duck eggs.	11/15/2013	\$1,500
7000	Nature Conservancy, Inc.	116 First Avenue North Hailey, ID 83333	PC	Funds to support the restoration of Kilpatrick Pond on Silver Creek in Idaho.	11/15/2013	\$100,000
6529	President-Board of Trustees Santa Clara College	500 El Camino Real Santa Clara, CA 95053-0015	PC	4-year renewable in the total amount of \$180,000 for the S. D. Bechtel, Jr. Foundation Engineering Scholarships.	11/15/2013	\$90,000
7013	Rising Sun Energy Center	1900 Addison Street, Suite 100 Berkeley, CA 94704	PC	Support for the Leaders-in-Field-Training (LIFT) and Youth Council programs, which engage youth in employment and service learning, while developing their leadership skills.	11/15/2013	\$50,000
6675	Shasta Land Trust	P.O. Box 992026 Redding, CA 96099-2026	PC	2-year renewable grant in the total amount of \$50,000 to build the organizational capacity of SLT to partner with State Parks on land conservation and management projects, and to steward conserved lands in Shasta County.	11/15/2013	\$25,000
7059	Smithsonian Institution Office of the Comptroller	P.O. Box 37012, MRC 712 Washington, D.C. 20013-7012	PC	Funds to support general operating expenses as requested by EHB.	11/15/2013	\$5,000
6928	Stanford University Board of Trustees of the Leland Stanford Junior University	School of Humanities and Sciences Office of External Relations Frances C. Arrillaga Alumni Center 326 Galvez Street Stanford, CA 94305-5018	PC	Funds for final four years of engineering scholarships.	11/15/2013	\$135,000
7051	Western Stock Show Association	4655 Humboldt Street Denver, CO 80216-2818	PC	Funds to support the 2014 Citizen of the West award dinner honoring Frederic C. Hamilton to be held on January 13, 2014.	11/15/2013	\$5,000
5672	California Institute of Technology	1200 East California Boulevard, Mail Code 202-31 Pasadena, CA 91125	PC	4-year renewable grant in the total amount of \$180,000 to be paid at \$45,000 each year to support the undergraduate Bechtel Engineering Scholarships.	11/22/2013	\$90,000
6468	California State University Foundation	401 Golden Shore, Suite 625 Long Beach, CA 90802-4210	PC	2-year renewable in the total amount of \$900,000 (uneven payments) the for expansion of the innovative teacher induction program in Long Beach.	11/22/2013	\$440,000
7027	Faith Network of the East Bay Inc.	2633 Telegraph Avenue, #409 Oakland, CA 94612	PC	Funds for elementary students in OUSD to attend outdoor science camps, and funds to coordinate volunteers that support science learning in and out-of-school.	11/22/2013	\$25,000
6929	Massachusetts Institute of Technology	77 Massachusetts Avenue Cambridge, MA 02139-4307	PC	Funds for engineering scholarships.	11/22/2013	\$135,000
7015	National Action Council For Minorities In Engineering Inc.	440 Hamilton Ave., Suite 302 White Plains, NY 10601-1813	PC	Funds for the NACME Scholars Engineering Program (\$180,000) and general support (\$100,000).	11/22/2013	\$280,000
7049	National Audubon Society Inc.	220 Montgomery Street, Suite 1000 San Francisco, CA 94104-3402	PC	Funds to support a business planning effort as Audubon considers the path to rebuilding its California staff, strengthening its programs, and decreasing dependency on the Foundation.	11/22/2013	\$250,000
7018	Nature Conservancy, Inc.	559 East South Temple Salt Lake City, UT 84102	PC	Funds to support water share acquisition, equipment and maintenance shed construction, and integrated water model development.	11/22/2013	\$50,000

STEPHEN BECHTEL FUND  
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Ref. #	Organization Legal Name	Organization Address	Foundation Status of Recipient	Project Description	Payment Date	Paid Amount
6839	The Tau Beta Pi Association Inc.	P. O. Box 2697 Knoxville, TN 37901-2697	PC	Funds for general operating expenses through annual contribution.	11/22/2013	\$75,000
5669	Trustees of The Smith College	76 Elm Street Northampton, MA 01063	PC	4-year renewable grant in the total amount of \$180,000 to support two undergraduate Bechtel Engineering Scholarships.	11/22/2013	\$45,000
7063	United States Sportsmen's Alliance Foundation	801 Kingsmill Parkway Columbus, OH 43229-1137	PC	Funds for the Trailblazer Adventure Program, through which USSAF partners with local organizations across the country to introduce over 200,000 participants to outdoor sports.	11/22/2013	\$15,000
5671	Yale University	Office of Development P.O. Box 2038 New Haven, CT 06521-2038	PC	4-year renewable grant in the total amount of \$180,000 paid at \$45,000 each year to be used to support the Bechtel Engineering Scholarships.	11/22/2013	\$45,000
6611	California Waterfowl Association	1346 Blue Oaks Boulevard Roseville, CA 95678	PC	2-year pledge in the total amount of \$255,000 for two new staff positions to build California Waterfowl Association's development capacity.	12/2/2013	\$127,500
7042	Achievement Rewards For College Scientists Foundation Inc.	Northern California Chapter P. O. Box 29405 San Francisco, CA 94129-0405	PC	Funds for top graduate students who are pursuing studies in the sciences, math, engineering, and medicine at Bay Area universities for 2013-14 and 2014-15. [FINAL GRANT]	12/6/2013	\$40,000
6483	County of Sonoma	Office of the County Administrator 575 Administration Drive - Room 104A Santa Rosa, CA 95403-2431	PC	2-year renewable grant in the total amount of \$100,000 for Sonoma County Regional Parks to operate and maintain State Parks in Sonoma County.	12/6/2013	\$50,000
5818	Developmental Studies Center	1250 53rd Street, Suite 3 Emeryville, CA 94608-2965	PC	3-year renewable grant for a total of \$1,200,000 to provide professional development and leadership support to deepen and expand implementation of the Caring School Community character development program in the Oakland Unified School District.	12/6/2013	\$400,000
7058	East Oakland Youth Development Center	8200 International Boulevard Oakland, CA 94621	PC	Funds for character and leadership development programs for children and youth ages 4-21.	12/6/2013	\$100,000
7062	East Oakland Youth Development Center	8200 International Boulevard Oakland, CA 94621	PC	Funds to review, evaluate, and increase the Center's management and development staff in order to increase its ability to serve more children.	12/6/2013	\$75,000
6950	Foundation For Students Rising Above	P.O. Box 29174 San Francisco, CA 94129	PC	Funds for mentoring services and college scholarships for low-income, first generation youth from the Bay Area.	12/6/2013	\$50,000
7057	Girlventures	3543 18th Street, #18 San Francisco, CA 94110	PC	Funds for a new Development Director (\$65,000) and for general support (\$25,000).	12/6/2013	\$90,000
6895	Jamestown Community Center Inc.	3382 26th Street San Francisco, CA 94110	PC	Funds to support a youth character development program focusing on athletics for children in San Francisco's Mission District.	12/6/2013	\$25,000
7061	Larkin Street Youth Services	701 Sutter Street, Suite 2 San Francisco, CA 94109-6453	PC	Funds to support sharing best practices of working with marginalized youth with other service providers, thought leaders, and policymakers and to evaluate internal processes.	12/6/2013	\$100,000
7067	Loyola Marymount University	1 LMU Drive Los Angeles, CA 90045-2659	PC	Funds for 100Kin10 organizations to engage in innovative work to further teacher preparation aligned to the new academic standards.	12/6/2013	\$50,000
7070	Mikva Challenge Grant Foundation Inc.	332 South Michigan Avenue, Suite 400 Chicago, CA 60604	PC	Funds to explore the feasibility of replicating Mikva programs in California to provide exemplary civic leadership and engagement opportunities for youth.	12/6/2013	\$60,000
7040	Mk Level Playing Field Institute	2201 Broadway, Suite 101 Oakland, CA 94612	PC	Funds for the Summer Math and Science Honors Academy (SMASH), which provides low-income, largely minority high school students with a rigorous summer program and continuing school year supports. [FINAL GRANT]	12/6/2013	\$150,000
7056	Oakland Schools Foundation	746 Grand Avenue Portable 5 Oakland, CA 94610	PC	Funds to improve academic and social-emotional outcomes for African American male students in the Oakland School District.	12/6/2013	\$75,000
7054	San Francisco Food Bank	900 Pennsylvania Avenue San Francisco, CA 94107	PC	Funds for food pantries at school sites.	12/6/2013	\$100,000

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Ref. #	Organization Legal Name	Organization Address	Foundation Status of Recipient	Project Description	Payment Date	Paid Amount
7039	Science Friday Initiative Inc.	19 West 44th Street, Suite 412 New York, NY 10036	PC	Funds for Science Friday's general operating expenses. This is tie-off grant with a 24 month duration. [FINAL GRANT]	12/6/2013	\$250,000
6478	Solano Land Trust	1001 Texas Street, Suite C Fairfield, CA 94533-5723	PC	2-year renewable grant in the total amount of \$100,000 to build capacity in 3 areas: agricultural outreach for land conservation and stewardship, improving fundraising systems, and improving organizational performance through a comprehensive assessment.	12/6/2013	\$50,000
7065	Association of Public and Land-Grant Universities	1307 New York Avenue NW, Suite 400 Washington, DC 20005-4722	PC	Funds for 100Kin10 organizations to engage in innovative work to further teacher preparation aligned to the new academic standards.	12/13/2013	\$50,000
6990	Center for Ecoliteracy	David Brower Center 2150 Allston Way, Suite 270 Berkeley, CA 94704-1377	PC	Funds for coaching Bay Area school districts to improve nutrition and fitness opportunities for their students.	12/13/2013	\$70,000
7004	Center for Ecoliteracy	David Brower Center 2150 Allston Way, Suite 270 Berkeley, CA 94704-1377	PC	Funds to support the planning and development of a comprehensive, standards-based education program framework for systemic school lunch reform within the Oakland Unified School District.	12/13/2013	\$100,000
7082	East Bay Asian Youth Center	2025 East 12th Street Oakland, CA 94606	PC	Funds to support the Bechtel Wellness Champion Initiative at Oakland High School.	12/13/2013	\$50,000
7074	Facing History And Ourselves National Foundation Inc.	24301 Southland Drive, Suite 207 Hayward, CA 94545	PC	Funds for a professional development seminar for Bay Area educators that offers skills and resources to explore citizenship and democracy, and fosters civic participation among young people.	12/13/2013	\$50,000
7087	Farallones Marine Sanctuary Association	The Presidio P.O. Box 29386 San Francisco, CA 94129	PC	Funds for FMSA to maintain and enhance its environmental education and STEM projects for teachers, students, and the community. FMSA is a key partner to SFUSD in its environmental learning efforts.	12/13/2013	\$50,000
7076	Golden Gate National Parks Conservancy	Building 201, Fort Mason San Francisco, CA 94123	PC	Funds to host and coordinate training, technical assistance, and convening for the Youth Stewardship Cohort, formerly a project of the Foundation's Environmental Literacy portfolio.	12/13/2013	\$300,000
7072	National Center For Civic Innovation Inc	121 Avenue of the Americas, 6th Floor New York, NY 10013	PC	3-year renewable in the total amount of \$1.5M, to build the capacity of 100Kin10 operations to bring on new partners, support existing partners, develop strong funder relationships, build the learning architecture, and evaluate the success of the network.	12/13/2013	\$500,000
6530	National Society Of Black Engineers	205 Daingerfield Road Alexandria, VA 22314	PC	4-year renewable in the total amount of \$180,000 for engineering scholarships.	12/13/2013	\$135,000
7066	Oakland Schools Foundation	746 Grand Avenue Portable 5 Oakland, CA 94610	PC	Funds to build Communities of Character in Oakland elementary and middle schools.	12/13/2013	\$75,000
6882	Piedmont Unified School District	760 Magnolia Avenue Piedmont, CA 94611-4088	PC	Support for Piedmont High School's Wellness Center that provides mental health services and counseling for a growing number of students.	12/13/2013	\$30,000
7038	Regents Of The University Of California	1111 Franklin Street Oakland, CA 94607-5200	PC	Funds for COSMOS, an intensive STEM summer program for high-achieving high school students at four UC sites: Davis, Santa Cruz, San Diego and Irvine.	12/13/2013	\$400,000
7041	Regents of the University of California	100 Medical Center Way Woods Building, UCSF Box 0905 San Francisco, CA 94143-0905	PC	Funds for SEP resources, including a science resource lending library, classroom-based scientist-teacher partnerships, and teacher professional development, to improve the quality of elementary science in SFUSD schools.	12/13/2013	\$124,212
6854	San Francisco Court Appointed Special Advocate Program	100 Bush Street, Suite 650 San Francisco, CA 94104	PC	Funds for professional case supervision of foster youth and one-on-one volunteer advocacy.	12/13/2013	\$50,000
7052	San Francisco Education Fund	2730 Bryant Street, Second Floor San Francisco, CA 94110	PC	Funds for a middle-school math volunteer program.	12/13/2013	\$30,000
7073	San Francisco Zoological Society	1 Zoo Road San Francisco, CA 94132-1098	PC	Funds for the Young Environmentalists Program, which provides teens with learning experiences in wildlife education, career exploration, and leadership development.	12/13/2013	\$20,000

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Ref. #	Organization Legal Name	Organization Address	Foundation Status of Recipient	Project Description	Payment Date	Paid Amount
7069	The Breakthrough Collaborative Inc.	545 Sansome Street, Suite 700 San Francisco, CA 94111	PC	Funds for 100Kin10 organizations to engage in innovative work to further teacher preparation aligned to the new academic standards.	12/13/2013	\$50,000
7024	Tides Center	762 Fulton Street San Francisco, CA 94102-4119	PC	Funds for Community Grows, the Band of Environmentally Educated and Employable Teens (BEETs) program, which serves youth in the Western Addition neighborhood of San Francisco.	12/13/2013	\$20,000
7055	University of California San Francisco Foundation	Langley Porter Psychiatric Institute 401 Parnassus Avenue San Francisco, CA 94143	PC	Support for an interactive website where young people can anonymously seek guidance about mental health issues from UCSF medical experts.	12/13/2013	\$50,000
7086	Ag Innovations Network	101 Morris Street, Suite 212 Sebastopol, CA 95472-3838	PC	Funds for planning and initial implementation of organizational development efforts.	12/20/2013	\$47,500
7100	Alzheimer's Disease And Related Disorders Association, Inc.	1060 La Avenida Street Mountain View, CA 94043-1422	PC	Funds to support the New Investigator Research Grants and to sponsor the Northern California Alzheimer's Research Symposium.	12/20/2013	\$150,000
7091	American Rivers Inc.	1101 14th Street NW, Suite 1400 Washington, DC 20005	PC	Funds to cultivate staff leadership, build organizational focus and cohesion, generate revenue, and promote collaboration.	12/20/2013	\$250,000
7079	California Bar Foundation	180 Howard Street, Suite 330 San Francisco, CA 94105	SOI	Funds for K-12 civic learning and engagement advocacy, awareness, and champion-building activities.	12/20/2013	\$250,000
6503	California Council of Land Trusts	1029 K Street, Suite 48 Sacramento, CA 95814	PC	2-year renewable in the total amount \$100,000 to provide accreditation assistance to 23 land trusts, along with land trusts already under consideration for accreditation, leading to potentially 36 land trusts accredited in California.	12/20/2013	\$50,000
6459	California Council of Land Trusts	1029 K Street, Suite 48 Sacramento, CA 95814	PC	2-year renewable grant in the total amount of \$100,000 to build capacity to provide both accreditation and communications assistance, as well as educational programs to California Land Trusts on a regional and individual level.	12/20/2013	\$50,000
7081	California Institute of Technology	1200 East California Boulevard, Mail Code 202-31 Pasadena, CA 91125	PC	Funds to support the naming of the Dining Hall and Servery of Caltech's new Bechtel Residence in honor of President Jean-Lou Chameau.	12/20/2013	\$500,000
7090	California League of Conservation Voters Education Fund	6310 San Vicente Boulevard Los Angeles, CA 90048	PC	Funds to support for Green California, a network of more than 90 environmental organizations that plan, strategize, and work collaboratively to speak to decision-makers with a unified voice on environmental issues.	12/20/2013	\$25,000
7089	California Rangeland Trust	1225 H Street Sacramento, CA 95814-1910	PC	Funds to sustain CRT's capacity to develop its San Francisco Bay Area Program and its fund development program.	12/20/2013	\$100,000
7077	Community Initiatives	354 Pine Street, Suite 700 San Francisco, CA 94104	PC	Funds for the SF Teacher Residency Program, a partnership among SFUSD, Stanford, USF, and UESF (SFUSD's teacher union) to prepare teachers to teach in SF's hard-to-staff schools and subject areas.	12/20/2013	\$130,000
6907	Community Initiatives	5645 Oakgrove Avenue Oakland, CA 94618	PC	Funds for low-income, inner-city high school students in Oakland to study various forms of media in order to acquire technical skills, develop professional expertise, and produce videos on youth health issues.	12/20/2013	\$35,000
7064	Encorps Inc.	2121 Avenue of the Stars, Suite 2020 Los Angeles, CA 90067	PC	Funds for 100Kin10 organizations to engage in innovative work to further teacher preparation aligned to the new academic standards.	12/20/2013	\$50,000
7083	Girl Scouts Of Northern California	1650 Harbor Bay Parkway Alameda, CA 94502	PC	2-year renewable grant in the total amount of \$500,000 to support the development of eLearning modules that will allow volunteers to access training resources in a flexible, online format.	12/20/2013	\$250,000
7127	Grantmakers For Education	720 SW Washington Street, Suite 605 Portland, OR 97205	PC	Funds for annual membership.	12/20/2013	\$20,000
7053	La Clinica De La Raza Inc.	P.O. Box 22210 Oakland, CA 94623-2210	PC	Support for the Bechtel Wellness Champions Initiative at three Oakland schools.	12/20/2013	\$150,000

STEPHEN BECHTEL FUND  
2013 Tax Year

STATEMENT A  
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Ref. #	Organization Legal Name	Organization Address	Foundation Status of Recipient	Project Description	Payment Date	Paid Amount
6610	National Council For The Social Studies	8555 16th Street, Suite 500 Silver Spring, MD 20910	PC	3-year renewable in the total amount of \$750,000 (uneven payments) for the continuation of a national campaign to educate key decision-makers on best policies and practices in civic learning, general operating, and fiscal planning and development.	12/20/2013	\$250,000
7108	National Wildlife Refuge Association	1001 Connecticut Avenue NW, Suite 905 Washington, DC 20036	PC	Funds for the Bear River Watershed Partnership Initiative, including efforts to establish the Bear River Watershed Conservation Area, and build the capacity of the Bear River Migratory Bird Refuge and its supporting organizations.	12/20/2013	\$25,000
7088	Pie Ranch	P. O. Box 363 Pescadero, CA 94060	PC	Funds to raise environmentally literate leaders from San Francisco's Mission District by linking lessons in the classroom, school garden, cafeteria, home, and Pie Ranch.	12/20/2013	\$50,000
7094	Public Policy Institute of California	500 Washington Street, Suite 600 San Francisco, CA 94111	PC	Funds for planning and piloting efforts to inform and prepare for the launch of a California Water Policy Center at PPIC.	12/20/2013	\$2,168,000
7096	Regents of the University of California at Berkeley	One Centennial Drive, MS 5200 Berkeley, CA 94720-5200	PC	Funds for the East Bay Academy for Young Scientists, part of the Lawrence Hall of Science, which engages underserved youth in environmental and STEM education.	12/20/2013	\$150,000
7102	San Francisco Botanical Garden Society At Strybing Arboretum	Golden Gate Park Ninth Avenue at Lincoln Way San Francisco, CA 94122	PC	Funds for youth education programs at the San Francisco Botanical Garden, including the children's library and summer youth internships.	12/20/2013	\$75,000
7099	San Francisco Parks Alliance	451 Hayes Street, 2nd floor San Francisco, CA 94102	PC	Funds for Garden for the Environment's ongoing environmental education programs for children and adults in San Francisco; a portion of this grant will support increased staffing to build capacity.	12/20/2013	\$45,000
7093	San Francisco Unified School District	555 Franklin Street San Francisco, CA 94102	PC	Funds to advance environmental literacy in SFUSD through teacher and student supports.	12/20/2013	\$350,000
7106	Schools Of The Sacred Heart-San Francisco	2222 Broadway San Francisco, CA 94115	PC	Funds for the annual fund.	12/20/2013	\$5,000
7080	SRI International	333 Ravenswood Avenue Menlo Park, CA 94025-3493	PC	Funds for a convening of STEM in OST researchers to discuss outcome measurements and the potential for shared metrics across settings.	12/20/2013	\$15,000
7101	Techbridge Girls	7700 Edgewater Drive, Suite 519 Oakland, CA 94621	PC	Funds for core programs and capacity building projects to strengthen Techbridge's programmatic capacity, organizational effectiveness and impact.	12/20/2013	\$300,000
7097	The Exploratorium	Pier 15 San Francisco, CA 94111	PC	Funds for a California Tinkering Network to build the capacity of science-rich educational institutions across the state to provide enriching "making" and tinkering experiences in OST settings.	12/20/2013	\$500,000
7084	Trust For The National Mall	1300 Pennsylvania Avenue NW, Suite 370 Washington, DC 20004	PC	2-year pledge in the total amount of \$3 million to support the revitalization of the Constitutional Gardens on the National Mall in Washington, D.C.	12/20/2013	\$1,500,000
7068	Urban Teacher Residency United Inc	1332 North Halsted Street, Suite 3E Chicago, IL 60642	PC	Funds for 100Kin10 organizations to engage in innovative work to further teacher preparation aligned to the new academic standards.	12/20/2013	\$50,000
7103	Wood River Land Trust Company	119 E. Bullion Street Hailey, Idaho 83333	PC	Unrestricted funds for general operating support.	12/20/2013	\$10,000
7078	Year Up Inc	210 Spear Street San Francisco, CA 94105	PC	Support for Year Up Bay Area's expansion in San Francisco and Silicon Valley. [FINAL GRANT]	12/20/2013	\$50,000

Total Charitable Distribution Paid 1/01/13 - 12/31/13

\$40,921,250



Grants Paid from Jan 1, 2014 - March 15, 2014

Ref. #	Organization Legal Name	Organization Address	Foundation Status of Recipient	Project Description	Payment Date	Paid Amount
7098	Californians Dedicated To Education Foundation	11501 Dublin Boulevard, Suite 200 Dublin, CA 94568	PC	Funding to support the development and implementation plan for CCSS strategic communications.	1/17/2014	\$60,000
6609	Civic Ventures	P. O. Box 29542 San Francisco, CA 94129-0542	PC	3-year renewable in the total amount of \$1,000,000 (uneven payments) for the scaling and sustainability of the Encore Movement through building the capacity of regional leadership.	1/17/2014	\$325,000
7124	Edsource, Inc.	436 14th Street, Suite 723 Oakland, CA 94612	PC	Funds for general support.	1/17/2014	\$100,000
7107	Envision Excellence In Stemeducation	2108 Lamberton Road Cleveland Heights, OH 44118	PC	Funds for participation in STEM Funders Network and sponsorship of the STEM Learning is Everywhere convocation.	1/17/2014	\$50,000
7143	Oakland Military Institute College Preparatory Academy	2269 Chestnut Street, Suite 500 San Francisco, CA 94123	PC	Funds to support the annual Governor's benefit luncheon on February 20, 2014. All benefits waived.	1/17/2014	\$10,000
7129	Partnership for Children and Youth	1330 Broadway, Suite 601 Oakland, CA 94612	PC	Funds for technical assistance and advocacy to increase the number of STEM summer enrichment programs starting with four Bay Area communities. [FINAL GRANT]	1/17/2014	\$350,000
6834	Salvation Army National Corp	832 Folsom Street San Francisco, CA 94107	PC	Funds to support programs for youth who are out of the foster care system and who must now live independently.	1/17/2014	\$50,000
7142	Stanford University Board of Trustees of the Leland Stanford Junior University	366 Galvez Street Stanford, CA 94305-6015	PC	Funds to support annual giving at the Investor Level. All benefits waived.	1/17/2014	\$10,000
7141	Big Brothers Big Sisters Of The Bay Area	649 Mission Street, 5th Floor San Francisco, CA 94105	PC	Funds for a Bay Area media campaign that has the potential to recruit an additional 1,000 volunteers who can serve as Big Brothers and Big Sisters to the children currently on the waiting list.	2/7/2014	\$125,000
7185	California Council of Land Trusts	1029 K Street, Suite 48 Sacramento, CA 95814	PC	Funds for the California Council of Land Trusts' 2014 Conference, including direct scholarships to state resource agency employees and associated mapping, planning and administrative costs.	2/21/2014	\$45,450
7183	Regents of the University of California at Berkeley	One Centennial Drive, MS 5200 Berkeley, CA 94720-5200	PC	Funds for the Coalition for Science After School to sunset responsibly with a summit focused on quality STEM in out-of-school time and the role of intermediaries.	2/21/2014	\$90,000
7182	Tides Center	721 NW 9th Avenue, Suite 235 Portland, OR 97209	PC	Funds to build relationships and explore potential partnerships with freshwater research community members in California.	2/21/2014	\$50,000
7190	California Stem Learning Network	One Embarcadero Center, Suite 500 San Francisco, CA 94111	PC	Funds to bridge support for key activities to transition the organization to carry out the new organizational strategy.	3/7/2014	\$250,000
7187	Funders Network For Smart Growth And Livable Communities Inc.	1500 San Remo Avenue, Suite 249 Coral Gables, FL 33146	PC	Funds for general operations and a regional coordinator based in Fresno for Smart Growth California, a working group that supports funders building healthy and sustainable communities in California.	3/7/2014	\$20,000
7181	Peninsula Open Space Trust	222 High Street Palo Alto, CA 94301	PC	Funds for the Peninsula Working Group (PWG), a collaboration of public agencies and land trusts, to collectively prioritize threats and implement cross-jurisdictional management solutions to achieve economic and strategic land stewardship efficiencies.	3/7/2014	\$75,000
7164	San Francisco Unified School District	555 Franklin Street San Francisco, CA 94102	PC	Funds for January-August 2014 to begin CCSS-M implementation and to plan for district-wide roll-out in 2014-15 through 2016-17.	3/7/2014	\$608,000
7207	Ceres Inc.	99 Chauncy Street, 6th Floor Boston, MA 02111	PC	Funds to support engagement with California-based constituencies to improve business and financial leadership on water in California and improve corporate engagement with agricultural suppliers.	3/14/2014	\$75,000

**STEPHEN BECHTEL FUND**  
2013 Tax Year

**STATEMENT B**  
20-8680679

Ref. #	Organization Legal Name	Organization Address	Foundation Status of Recipient	Project Description	Payment Date	Paid Amount
7147	Citizen Schools Inc	Sobrato Nonprofit Center 330 Twin Dolphin Drive, Suite 115 Redwood City, CA 94065	PC	Funds for Citizen Schools to implement and expand its Teaching Pathways Program in California, and to align the program to Citizen Schools' national Teaching Pathways Program.	3/14/2014	\$100,000
7178	Regents of the University of California at Berkeley	320 McLaughlin Hall, #1700 Berkeley, CA 94720	PC	Funds for engineering scholarships.	3/14/2014	\$180,000
7188	WestEd	730 Harrison Street San Francisco, CA 94107	PC	Funds for WestEd's K-12 Alliance to identify and select a set of districts to be early implementers of NGSS.	3/14/2014	\$162,248

**Total Charitable Distribution Paid 1/01/14 - 3/15/14**

\$2,735,698

Less: Grants to be treated as Qualifying Distributions for the 2014 Tax year

(\$1,457,900)

**Grants Paid in 2014 - Elected as being made in the 2013 tax year (See Statement C)**

**\$1,277,798**

**\*\* Note:** See Statement C Regarding Conduit Foundation Election Pursuant to Code Sec. 4942(h)(2) and Code Sec. 170(b)(1)(F)(ii)

STEPHEN BECHTEL FUND  
2013 TAX YEAR

STATEMENT C  
FEIN 20-8680679

STATEMENT REGARDING STATUS AS A CONDUIT PRIVATE FOUNDATION  
INTERNAL REVENUE CODE SECTION 170(b)(1)(F)(ii) ELECTION  
INTERNAL REVENUE CODE SECTION 4942(h)(2) ELECTION

PURSUANT TO IRC §170(b)(1)(F)(ii) AND TREAS. REGS. §1.170A-9(h), THE FOUNDATION HEREBY ELECTS TO TREAT THE QUALIFYING DISTRIBUTIONS MADE DURING THE 2½ MONTH PERIOD (JANUARY THROUGH MARCH 15, 2014) FOLLOWING THE CLOSE OF THE 2013 TAX YEAR AS BEING MADE DURING THE CURRENT 2013 TAX YEAR. (SEE STATEMENT B.)

PURSUANT TO IRC § 4942(h)(2) AND TREAS. REGS. §53.4942(a)-3(d)(2), THE FOUNDATION ALSO HEREBY ELECTS TO TREAT THE QUALIFYING DISTRIBUTIONS MADE DURING THE 2 ½ MONTH PERIOD (JANUARY THROUGH MARCH 15, 2014) FOLLOWING THE CLOSE OF THE 2013 TAX YEAR, AS OUT OF CORPUS.

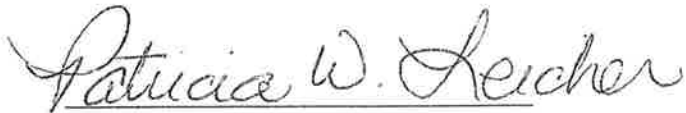
THE AMOUNT FOR THE ABOVE ELECTIONS IS AS FOLLOWS:

ELECTION AMOUNT TREATED AS MADE OUT OF CORPUS FOR  
THE 2013 TAX YEAR:

\$1,277,798

THE FOUNDATION MEETS THE REQUIREMENTS OF IRC §§ 170(b)(1)(A)(vii), 170(b)(1)(F)(ii) AND 4942(h)(2) IN THAT QUALIFYING DISTRIBUTIONS OUT OF CORPUS WERE MADE WITHIN 2 MONTHS AND 15 DAYS FOLLOWING THE CLOSE OF THE 2013 TAX YEAR IN AN AMOUNT EQUAL TO 100% OF ALL CONTRIBUTIONS RECEIVED DURING THE 2013 TAX YEAR AND IN THAT THERE IS NO REMAINING UNDISTRIBUTABLE INCOME FOR THE 2012 AND 2013 TAX YEARS. THEREFORE, THE FOUNDATION IS A CONDUIT PRIVATE FOUNDATION AND THE FOUNDATION QUALIFIES AS A 50% CHARITY.

DATED: Oct. 8, 2014

  
PATRICIA W. LEICHER  
CFO/SECRETARY  
STEPHEN BECHTEL FUND

STEPHEN BECHTEL FUND  
2012 TAX YEAR

STATEMENT D  
FEIN 20-8680679

STATEMENT REGARDING STATUS AS A CONDUIT PRIVATE FOUNDATION  
INTERNAL REVENUE CODE SECTION 170(b)(1)(F)(ii) ELECTION  
INTERNAL REVENUE CODE SECTION 4942(h)(2) ELECTION

PURSUANT TO IRC § 170(b)(1)(F)(ii) AND TREAS. REGS. § 1.170A-9(h), THE FOUNDATION HEREBY ELECTS TO TREAT THE QUALIFYING DISTRIBUTIONS MADE DURING THE 2½ MONTH PERIOD (JANUARY THROUGH MARCH 15, 2013) FOLLOWING THE CLOSE OF THE 2012 TAX YEAR AS BEING MADE DURING THE CURRENT 2012 TAX YEAR. (SEE STATEMENT B.)

PURSUANT TO IRC § 4942(h)(2) AND TREAS. REGS. § 53.4942(a)-3(d)(2), THE FOUNDATION ALSO HEREBY ELECTS TO TREAT THE QUALIFYING DISTRIBUTIONS MADE DURING THE 2 ½ MONTH PERIOD (JANUARY THROUGH MARCH 15, 2013) FOLLOWING THE CLOSE OF THE 2012 TAX YEAR, AS OUT OF CORPUS.

THE AMOUNT FOR THE ABOVE ELECTIONS IS AS FOLLOWS:

ELECTION AMOUNT TREATED AS MADE OUT OF CORPUS FOR  
THE 2012 TAX YEAR: \$742,150

THE FOUNDATION MEETS THE REQUIREMENTS OF IRC §§ 170(b)(1)(A)(vii), 170(b)(1)(F)(ii) AND 4942(h)(2) IN THAT QUALIFYING DISTRIBUTIONS OUT OF CORPUS WERE MADE WITHIN 2 MONTHS AND 15 DAYS FOLLOWING THE CLOSE OF THE 2012 TAX YEAR IN AN AMOUNT EQUAL TO 100% OF ALL CONTRIBUTIONS RECEIVED DURING THE 2012 TAX YEAR AND IN THAT THERE IS NO REMAINING UNDISTRIBUTABLE INCOME FOR THE 2011 AND 2012 TAX YEARS. THEREFORE, THE FOUNDATION IS A CONDUIT PRIVATE FOUNDATION AND THE FOUNDATION QUALIFIES AS A 50% CHARITY.

DATED: 10/3/13

Lauren B. Dachs  
LAUREN B. DACHS  
PRESIDENT  
STEPHEN BECHTEL FUND

CALCULATION FOR STATUS AS A CONDUIT PRIVATE FOUNDATION  
INTERNAL REVENUE CODE SECTION 170(b)(1)(F)(ii)  
INTERNAL REVENUE CODE SECTION 4942(h)(2)

A. 2013 QUALIFYING DISTRIBUTIONS REQUIREMENTS  
TO BE TREATED AS A CONDUIT FOUNDATION

2013 UNDISTRIBUTED INCOME	\$0
2013 DISTRIBUTABLE AMOUNT (Part XI, Line 7, Page 8, 2013 Form 990-PF)	\$10,510
2013 TOTAL CONTRIBUTIONS RECEIVED (Part I, Line 1(a), Page 1, 2013 Form 990-PF)	<u>\$45,000,000</u>
<b>TOTAL AMOUNT TO BE DISTRIBUTED BY 3/15/14 TO BE DEEMED A CONDUIT FOUNDATION</b>	<b><u>\$45,010,510</u></b>

B. 2013 QUALIFYING DISTRIBUTIONS MADE

TOTAL QUALIFYING DISTRIBUTIONS FOR 2013 (Part I, Line 26(d), Page 1, 2013 Form 990-PF)	\$44,315,441
AMOUNTS PAID TO ACQUIRE ASSETS USED FOR CHARITABLE PURPOSES (Part XII, Line 2, Page 8, 2013 Form 990-PF)	\$159,493
ELECTIONS MADE ON FILED 2012 FORM 990-PF FOR QUALIFYING DISTRIBUTIONS MADE BETWEEN 1/1/13 AND 3/15/13 TO BE TREATED AS MADE IN THE 2012 TAX YEAR (Statement D)	(\$742,150)
ELECTIONS MADE ON 2013 FORM 990-PF FOR QUALIFYING DISTRIBUTIONS MADE BETWEEN 1/1/14 AND 3/15/14 TO BE TREATED AS MADE IN THE 2013 TAX YEAR (Statement C)	<u>\$1,277,798</u>
<b>TOTAL AMOUNT DISTRIBUTED BY 3/15/14</b>	<b><u>\$45,010,582</u></b>

**STEPHEN BECHTEL FUND  
2013 TAX YEAR**

**STATEMENT E  
FEIN 20-8680679  
PAGE 2 OF 2**

THEREFORE, THE FOUNDATION MEETS THE REQUIREMENTS OF IRC §§ 170(b)(1)(A)(vii), 170(b)(1)(F)(ii) AND 4942(h)(2) IN THAT QUALIFYING DISTRIBUTIONS OUT OF CORPUS WERE MADE WITHIN 2 MONTHS AND 15 DAYS FOLLOWING THE CLOSE OF THE 2013 TAX YEAR IN AN AMOUNT EQUAL TO 100% OF ALL CONTRIBUTIONS RECEIVED DURING THE 2013 TAX YEAR AND IN THAT THERE WAS NO REMAINING UNDISTRIBUTABLE INCOME FOR 2012 AND 2013 TAX YEARS. THUS, THE FOUNDATION IS A CONDUIT PRIVATE FOUNDATION AND THE FOUNDATION QUALIFIES AS A 50% CHARITY.

DATED: Oct. 8, 2014

  
PATRICIA W. LEICHER  
CFO/SECRETARY  
STEPHEN BECHTEL FUND

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FORM 990-PF	LEGAL FEES	STATEMENT	1
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	25,670.	0.		25,670.
TO FM 990-PF, PG 1, LN 16A	25,670.	0.		25,670.

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	21,150.	0.		21,150.
TO FORM 990-PF, PG 1, LN 16B	21,150.	0.		21,150.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PHILANTHROPIC/CHARITABLE CONSULTANTS	788,266.	0.		788,266.
TO FORM 990-PF, PG 1, LN 16C	788,266.	0.		788,266.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROGRAM COSTS	31,782.	0.		31,782.
RECORDING & FILING FEES	338.	0.		338.
OFFICE SUPPLIES	19,016.	0.		19,016.
COMPUTER SOFTWARE & SUPPORT	24,915.	0.		24,915.
MEMBERSHIP FEES & SUBSCRIPTIONS	26,510.	0.		26,510.

MISC OFFICE EXPENSES	324.	0.	324.
TO FORM 990-PF, PG 1, LN 23	102,885.	0.	102,885.

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FORM 990-PF      DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT      STATEMENT      5

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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE	1,134.	297.	837.
FURNITURE	1,362.	276.	1,086.
FURNITURE	625.	111.	514.
FURNITURE	110,005.	18,334.	91,671.
FURNITURE	13,504.	2,090.	11,414.
FURNITURE	15,371.	2,196.	13,175.
FURNITURE	10,174.	1,332.	8,842.
FURNITURE	10,340.	1,108.	9,232.
FURNITURE	9,013.	858.	8,155.
FURNITURE	2,938.	245.	2,693.
FURNITURE	80,013.	5,715.	74,298.
FURNITURE	219.	13.	206.
FURNITURE	2,208.	105.	2,103.
FURNITURE	22,225.	794.	21,431.
FURNITURE	22,363.	532.	21,831.
TOTAL TO FM 990-PF, PART II, LN 14	301,494.	34,006.	267,488.



FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 6

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
S.D. BECHTEL, JR. P.O. BOX 193809 SAN FRANCISCO, CA 941193809	CHAIRMAN 0.00	0.	0.	0.
LAUREN B. DACHS P.O. BOX 193809 SAN FRANCISCO, CA 941193809	VICE CHAIR/DIR/PRES/E.D. 20.00	175,000.	4,771.	0.
PATRICIA W. LEICHER P.O. BOX 193809 SAN FRANCISCO, CA 941193809	CFO/SECRETARY 12.60	81,200.	12,315.	0.
ELIZABETH H. BECHTEL P.O. BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0.00	0.	0.	0.
NONIE B. RAMSAY P.O. BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0.00	0.	0.	0.
ALAN B. DACHS P.O. BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0.00	0.	0.	0.
DEBORAH L. DUNCAN P.O. BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0.00	0.	0.	0.
JUDE P. LASPA P.O. BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0.00	0.	0.	0.
BOB PECK P.O. BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0.00	0.	0.	0.
JOHN W. WEISER P.O. BOX 193809 SAN FRANCISCO, CA 941193809	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		256,200.	17,086.	0.