

**2019
Return of Private Foundation**

Prepared for:
The Zellerbach Family Foundation
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Return of Private Foundation

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

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2019

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

For calendar year 2019 or tax year beginning , and ending

Name of foundation THE ZELLERBACH FAMILY FOUNDATION		A Employer identification number 94-6069482
Number and street (or P.O. box number if mail is not delivered to street address) 455 MARKET STREET	Room/suite 2200	B Telephone number 415-421-2629
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94105		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) \$ 144,126,596.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	180,000.		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	662,387.	1,684,713.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,402,500.			STATEMENT 1
	b Gross sales price for all assets on line 6a 16,537,679.				
	7 Capital gain net income (from Part IV, line 2)		7,147,099.		
	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	1,367,662.	-149,047.		STATEMENT 3	
12 Total. Add lines 1 through 11	4,612,549.	8,682,765.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	273,503.	13,675.		259,828.
	14 Other employee salaries and wages	714,948.	88,089.		626,859.
	15 Pension plans, employee benefits	315,224.	32,453.		282,770.
	16a Legal fees STMT 4	15,621.	0.		15,621.
	b Accounting fees STMT 5	55,187.	19,315.		35,872.
	c Other professional fees STMT 6	350,158.	376,147.		91,973.
	17 Interest				
	18 Taxes STMT 7	302,223.	105,639.		59,461.
	19 Depreciation and depletion	75,407.	0.		
	20 Occupancy	311,685.	32,089.		279,596.
	21 Travel, conferences, and meetings	35,162.	3,273.		31,889.
	22 Printing and publications				
	23 Other expenses STMT 8	144,170.	3,481.		140,689.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,593,288.	674,161.		1,824,558.
	25 Contributions, gifts, grants paid	5,224,520.			4,845,220.
26 Total expenses and disbursements. Add lines 24 and 25	7,817,808.	674,161.		6,669,778.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	-3,205,259.				
b Net investment income (if negative, enter -0-)		8,008,604.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only.</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	578,105.	1,016,487.	1,016,487.
	3 Accounts receivable ▶ 12,609.			
	Less: allowance for doubtful accounts ▶	15,442.	12,609.	12,609.
	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	17,900.	17,900.	17,900.
	10a Investments - U.S. and state government obligations STMT 9	8,635,689.	13,416,350.	13,416,350.
	b Investments - corporate stock STMT 10	55,704,463.	63,039,018.	63,039,018.
	c Investments - corporate bonds STMT 11	4,163,529.	3,856,224.	3,856,224.
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	60,647,389.	61,133,258.	61,133,258.	
14 Land, buildings, and equipment: basis ▶ 1,830,765.				
Less: accumulated depreciation ▶ 227,749.	1,902,570.	1,603,016.	1,603,016.	
15 Other assets (describe ▶ SECURITY DEPOSIT)	31,734.	31,734.	31,734.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	131,696,821.	144,126,596.	144,126,596.	
Liabilities	17 Accounts payable and accrued expenses	298,556.	239,292.	
	18 Grants payable	185,700.	565,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	2,163,335.	1,960,335.	
	23 Total liabilities (add lines 17 through 22)	2,647,591.	2,764,627.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	129,049,230.	141,361,969.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances	129,049,230.	141,361,969.	
30 Total liabilities and net assets/fund balances	131,696,821.	144,126,596.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	129,049,230.
2 Enter amount from Part I, line 27a	2	-3,205,259.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS ON INVESTMENTS	3	15,517,998.
4 Add lines 1, 2, and 3	4	141,361,969.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	141,361,969.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
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			
16,537,679.		14,768,689.	7,147,099.

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			
			7,147,099.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			
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	7,147,099.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	6,635,022.	136,964,035.	.048444
2017	6,550,422.	132,496,218.	.049439
2016	6,722,103.	124,127,464.	.054155
2015	6,435,571.	130,422,176.	.049344
2014	6,046,587.	133,672,010.	.045235

2	Total of line 1, column (d)	2	.246617
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.049323
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	135,893,751.
5	Multiply line 4 by line 3	5	6,702,687.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	80,086.
7	Add lines 5 and 6	7	6,782,773.
8	Enter qualifying distributions from Part XII, line 4	8	6,669,778.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling 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 type="checkbox"/> and enter 1% of Part I, line 27b		1	160,172.
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	160,172.
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	160,172.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	175,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	175,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	271.	
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	14,557.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax 14,557. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>CA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► ZFF.ORG	X	
14 The books are in care of ► THE ZELLERBACH FAMILY FOUNDATION Telephone no. ► 415-421-2629 Located at ► 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA ZIP+4 ► 94105		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		N/A
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		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? <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 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		X
Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years: _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)		N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		X

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

5a During the year, did the foundation pay or incur any amount to:			Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/> N/A	5b			
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>				
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? <input type="checkbox"/> Yes <input type="checkbox"/> No N/A				
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b			X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input type="checkbox"/> No N/A	7b			
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		273,503.	46,747.	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
AMY PRICE - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA 94105	PROGRAM EXECUTIVE 40.00	146,642.	59,211.	0.
HEATHER HONEGGER - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO,	FINANCE DIRECTOR 32.00	139,808.	60,539.	0.
NAVIN MOUL - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA 94105	PROGRAM EXECUTIVE 40.00	129,747.	31,010.	0.
MARGOT MELCON - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA 94105	PROGRAM EXECUTIVE 40.00	118,284.	31,667.	0.
PATRICK TAYLOR - 455 MARKET STREET, SUITE 2200, SAN FRANCISCO, CA 94105	GRANTS MANAGER 40.00	96,382.	36,307.	0.
Total number of other employees paid over \$50,000 <input type="checkbox"/>				1

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
CAMBRIDGE ASSOCIATES 125 HIGH ST, BOSTON, MA 02110	INVESTMENT ADVISOR	202,045.
SILCHESTER INTERNATIONAL INVESTORS - 780 THIRD AVENUE, 42ND FLOOR, NEW YORK, NY 10017	INVESTMENT ADVISOR	116,726.
BPM LLP - 600 CALIFORNIA STREET, SUITE 600, SAN FRANCISCO, CA 94108	TAX AND ACCOUNTING	55,187.

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.	

Total. Add lines 1 through 3 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	72,965,810.
b	Average of monthly cash balances	1b	1,014,590.
c	Fair market value of all other assets	1c	63,982,799.
d	Total (add lines 1a, b, and c)	1d	137,963,199.
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	137,963,199.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,069,448.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	135,893,751.
6	Minimum investment return. Enter 5% of line 5	6	6,794,688.

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	6,794,688.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	160,172.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	160,172.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,634,516.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,634,516.
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	6,634,516.

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	6,669,778.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	6,669,778.
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	6,669,778.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				6,634,516.
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only			2,015,509.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 6,669,778.				
a Applied to 2018, but not more than line 2a ...			2,015,509.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	150,000.			
d Applied to 2019 distributable amount				4,504,269.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	150,000.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				2,130,247.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	150,000.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2015 ...				
b Excess from 2016 ...				
c Excess from 2017 ...				
d Excess from 2018 ...				
e Excess from 2019 ...				

** SEE STATEMENT 15

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 2019, 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)

	Tax year				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 16

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHMENT A 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105			SEE ATTACHMENT A	4,845,220.
Total				3a 4,845,220.
b Approved for future payment				
SEE ATTACHMENT B 455 MARKET STREET, SUITE 2200 SAN FRANCISCO 94105			SEE ATTACHMENT B	565,000.
Total				3b 565,000.

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		6,480.	14	655,907.	
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		-130,779.	14	1,498,441.	
8 Gain or (loss) from sales of assets other than inventory		38,062.	18	2,364,438.	623,375.
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)		-86,237.		4,518,786.	623,375.
13 Total. Add line 12, columns (b), (d), and (e)					5,055,924.

(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).

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) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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) (other than section 501(c)(3)) or in section 527? Yes [X] No

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: COPY, Date: EXECUTIVE, Title: DIRECTOR. May the IRS discuss this return with the preparer shown below? See instr. [X] Yes No

Paid Preparer Use Only: Print/Type preparer's name: TAMARA L. MCINERNEY, Preparer's signature: TAMARA L. MCINERN, Date: 11/11/20, Check if self-employed: [], PTIN: P00011797, Firm's name: BPM LLP, Firm's EIN: 81-4234542, Firm's address: 4200 BOHANNON DRIVE, SUITE 250, MENLO PARK, CA 94025-1021, Phone no.: 650-855-6800

THE ZELLERBACH FAMILY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHMENT C	P		
b PASSTHROUGH INVESTMENT GAINS	P		
c SALE OF MAHOUT GLOBAL EMERGING MARKETS LEADERS FU	P		
d SALE OF TARP OPPORTUNITIES FUND K-1	P		
e WELLINGTON GLOBAL - REDEEMED SHARES	P		
f CITY OF LONDON - REDEEMED SHARES	P		
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 12,467,949.		10,688,824.	1,779,125.
b			5,378,109.
c 1,515,555.		1,525,690.	-10,135.
d 1,254,175.		1,254,175.	0.
e 1,000,000.		1,000,000.	0.
f 300,000.		300,000.	0.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) 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			1,779,125.
b			5,378,109.
c			-10,135.
d			0.
e			0.
f			0.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	7,147,099.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2019

Name of the organization

THE ZELLERBACH FAMILY FOUNDATION

Employer identification number

94-6069482

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, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000; or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization THE ZELLERBACH FAMILY FOUNDATION	Employer identification number 94-6069482
---	---

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	THE WILLIAM AND FLORA HEWLETT FOUNDATION 2121 SAND HILL ROAD MENLO PARK, CA 94025	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	SAN FRANCISCO FOUNDATION ONE EMBARCADERO CENTER, SUITE 1400 SAN FRANCISCO, CA 94111	\$ 30,000.	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.)

Name of organization THE ZELLERBACH FAMILY FOUNDATION	Employer identification number 94-6069482
---	---

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 THE ZELLERBACH FAMILY FOUNDATION	Employer identification number 94-6069482
---	---

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this info. once.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

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

Name **THE ZELLERBACH FAMILY FOUNDATION** Employer identification number **94-6069482**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment			
1	Total tax (see instructions)	1	160,172.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
2c	Credit for federal tax paid on fuels (see instructions)	2c	
2d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	160,172.
4	Enter the tax shown on the corporation's 2018 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	174,713.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	160,172.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it does not owe a penalty. See instructions.	
6	The corporation is using the adjusted seasonal installment method.
7	The corporation is using the annualized income installment method.
8	The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment		(a)	(b)	(c)	(d)	
9	Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	05/15/19	06/15/19	09/15/19	12/15/19
10	Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10	40,043.	40,043.	40,043.	40,043.
11	Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11		75,000.	50,000.	50,000.
Complete lines 12 through 18 of one column before going to the next column.						
12	Enter amount, if any, from line 18 of the preceding column	12				4,871.
13	Add lines 11 and 12	13		75,000.	50,000.	54,871.
14	Add amounts on lines 16 and 17 of the preceding column	14		40,043.	5,086.	
15	Subtract line 14 from line 13. If zero or less, enter -0-	15	0.	34,957.	44,914.	54,871.
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17	Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17	40,043.	5,086.		
18	Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18			4,871.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions 19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2019 and before 7/1/2019	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 6\% (0.06)}{365}$...	22 \$	\$	\$	\$
23 Number of days on line 20 after 06/30/2019 and before 10/1/2019	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\% (0.05)}{365}$...	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2019 and before 1/1/2020	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 5\% (0.05)}{365}$...	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2019 and before 4/1/2020	27	SEE ATTACHED WORKSHEET		
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 5\% (0.05)}{366}$...	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2020 and before 7/1/2020	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{366}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2020 and before 10/1/2020	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{366}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2020 and before 1/1/2021	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{366}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2020 and before 3/16/2021	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{365}$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns	38 \$			271.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

**FORM 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET**

Name(s) THE ZELLERBACH FAMILY FOUNDATION					Identifying Number 94-6069482
(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
05/15/19	40,043.	40,043.	31	.000164384	204.
06/15/19	40,043.	80,086.			
06/15/19	-75,000.	5,086.	15	.000164384	13.
06/30/19	0.	5,086.	77	.000136986	54.
09/15/19	40,043.	45,129.			
09/15/19	-50,000.	-4,871.			
12/15/19	40,043.	35,172.			
12/15/19	-50,000.	-14,828.			
12/31/19	0.	-14,828.	136	.000136612	

Penalty Due (Sum of Column F). **271.**

* Date of estimated tax payment, withholding credit date or installment due date.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHMENT C			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
12,467,949.	10,688,824.	0.	0.	1,779,125.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF MAHOUT GLOBAL EMERGING MARKETS LEADERS FUND K-1			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,515,555.	1,515,555.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF TARP OPPORTUNITIES FUND K-1			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,254,175.	1,254,175.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WELLINGTON GLOBAL - REDEEMED SHARES			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1,000,000.	448,725.	0.	0.	551,275.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD	
CITY OF LONDON - REDEEMED SHARES	PURCHASED				
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	300,000.	227,900.	0.	0.	72,100.
CAPITAL GAINS DIVIDENDS FROM PART IV					0.
TOTAL TO FORM 990-PF, PART I, LINE 6A					2,402,500.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 2	
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND AND INTEREST INCOME PARTNERSHIP	301,233.	0.	301,233.	287,674.	
DIVIDEND AND INTEREST INCOME	361,154.	0.	361,154.	1,397,039.	
TO PART I, LINE 4	662,387.	0.	662,387.	1,684,713.	

FORM 990-PF	OTHER INCOME		STATEMENT 3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	1,367,662.	-149,047.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,367,662.	-149,047.	

FORM 990-PF

LEGAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEE	15,621.	0.		15,621.
TO FM 990-PF, PG 1, LN 16A	15,621.	0.		15,621.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	55,187.	19,315.		35,872.
TO FORM 990-PF, PG 1, LN 16B	55,187.	19,315.		35,872.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGER FEES	48,640.	166,602.		0.
INVESTMENT ADVISORY FEES	202,045.	202,045.		0.
CONSULTING	88,473.	7,500.		80,973.
COMMUNITY ART PANELS	11,000.	0.		11,000.
TO FORM 990-PF, PG 1, LN 16C	350,158.	376,147.		91,973.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	235,938.	0.		0.
PARTNERSHIP FOREIGN TAXES	0.	98,815.		0.
PAYROLL TAXES	66,285.	6,824.		59,461.
TO FORM 990-PF, PG 1, LN 18	302,223.	105,639.		59,461.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL DEVELOPMENT	15,550.	0.		15,550.
SOFTWARE LICENSING FEES	25,683.	0.		25,683.
BUSINESS INSURANCE	19,080.	1,964.		17,116.
DUES AND MEMBERSHIPS	44,090.	0.		44,090.
OFFICE EXPENSES	11,255.	0.		11,255.
ANNUAL MEETING	13,772.	0.		13,772.
TELEPHONE	14,740.	1,517.		13,223.
TO FORM 990-PF, PG 1, LN 23	144,170.	3,481.		140,689.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
STATE STREET GOVERNMENT BONDS INDEX	X		13,416,350.	13,416,350.
TOTAL U.S. GOVERNMENT OBLIGATIONS			13,416,350.	13,416,350.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			13,416,350.	13,416,350.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLINGTON-CAPITAL APPRECIATION	5,672,908.	5,672,908.
CEVIAN CAPITAL II FUND	2,337,771.	2,337,771.
INVESTMENTS:ARROWSTREET	5,593,300.	5,593,300.
INVESTMENTS:HILLHOUSE GAOLING	3,254,666.	3,254,666.
VAN ECK INT INVESTORS GOLD FUND	1,457,904.	1,457,904.
TWO SIGMA	5,172,984.	5,172,984.
VANGUARD REIT	1,613,896.	1,613,896.
CITY OF LONDON EMERGING MARKETS	3,850,184.	3,850,184.
SIT DIVIDEND GROWTH FUND	3,836,414.	3,836,414.
SILCHESTER INTERNATION INVESTORS	12,428,645.	12,428,645.
RS GLOBAL NATURAL RESOURCES	1,028,596.	1,028,596.
EDGBASTON ASIA EQUITY TRUST	2,223,827.	2,223,827.
MATTHEWS PACIFIC TIGER	2,810,315.	2,810,315.
HIGHCLERE INTERNATIONAL SMALLER CAP	1,874,128.	1,874,128.
INVESTMENTS:MELLON DYNAMIC US EQUITY	4,409,000.	4,409,000.
SNYDER CAPITAL	5,474,480.	5,474,480.
TOTAL TO FORM 990-PF, PART II, LINE 10B	<u>63,039,018.</u>	<u>63,039,018.</u>

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PIMCO - SHORT TERM	3,856,224.	3,856,224.
TOTAL TO FORM 990-PF, PART II, LINE 10C	<u>3,856,224.</u>	<u>3,856,224.</u>

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COMMONFUND VENTURE PARTNERS X	FMV	3,371,361.	3,371,361.
COMMONFUND PRIVATE EQUITY PTRS VII	FMV	1,050,351.	1,050,351.
COMMONFUND PRIVATE EQUITY PTRS VI	FMV	149,366.	149,366.
COMMONFUND PRIVATE EQUITY PTRS V	FMV	25,592.	25,592.
COMMONFUND INTERNATIONAL VI	FMV	449,052.	449,052.
COMMONFUND NATURAL RESOURCES VIII	FMV	801,805.	801,805.
COMMONFUND NATURAL RESOURCES VII	FMV	366,212.	366,212.
COMMONFUND NATURAL RESOURCES IX	FMV	1,603,430.	1,603,430.
COMMONFUND VENTURE PARTNERS XI	FMV	1,351,992.	1,351,992.
COMMONFUND NATURAL RESOURCES X	FMV	1,329,337.	1,329,337.
COMMONFUND VENTURE PTRS VII	FMV	377,026.	377,026.
COMMONFUND VENTURE PARTNERS VI	FMV	40,373.	40,373.
DAVIDSON KEMPNER INTERNATIONAL	FMV	6,166,397.	6,166,397.
ENDOWMENT PRIVATE EQUITY PTRS IV	FMV	16,933.	16,933.
ENDOWMENT VENTURE PARTNERS V	FMV	59,818.	59,818.
FORESTER DIVERSIFIED	FMV	5,198,102.	5,198,102.
FORESTER OVERSEAS LTD	FMV	6,987,317.	6,987,317.
GREENSPRING GLOBAL VIII	FMV	1,326,163.	1,326,163.
COMMONFUND INTERNATIONAL V	FMV	165,578.	165,578.
LEGACY VENTURES IV	FMV	774,732.	774,732.
COMMONFUND VENTURE PTRS VIII	FMV	1,218,068.	1,218,068.
COMMONFUND CAPITAL VENTURE PTRS IX	FMV	1,712,434.	1,712,434.
TIFF REALTY & RESOURCES II	FMV	534,124.	534,124.
ACCOLADE PARTNERS VI	FMV	565,659.	565,659.
UNIVERSITY TECHNOLOGY VENTURES	FMV	28,333.	28,333.
VISION RIDGE SAF II	FMV	134,670.	134,670.
MANGROVE PARTNERS FUND	FMV	832,205.	832,205.
MAP 2004 LP	FMV	1,428,793.	1,428,793.
INVESTMENTS: CLEAR VENTURES II	FMV	79,456.	79,456.
MAP 2012	FMV	1,415,849.	1,415,849.
INVESTMENTS: ACCOLADE PARTNERS VII	FMV	267,755.	267,755.
INVESTMENTS: GREENSPRING GLOBAL IX	FMV	716,887.	716,887.
OZ OVERSEAS FUND	FMV	2,467.	2,467.
NORTHGATE VENTURE PARTNERS II	FMV	451,619.	451,619.
VIA SEED TECHNOLOGY PARTNERS II	FMV	1,322,849.	1,322,849.
LL CAPITAL II	FMV	372,314.	372,314.
VIA SEED TECH PARTNERS III P	FMV	347,297.	347,297.
TIFF MODERN VENTURE 1.0	FMV	2,326,312.	2,326,312.
LEGACY VENTURES VI	FMV	1,911,173.	1,911,173.
VIA SEED TECH PARTNERS III E	FMV	535,278.	535,278.
METROPOLITAN REAL ESTATE GLOBAL	FMV	157,252.	157,252.
LL CAPITAL I	FMV	3,518,965.	3,518,965.
LEGACY VENTURES III	FMV	344,371.	344,371.
LEGACY VENTURES V	FMV	1,932,238.	1,932,238.
57 STARS GLOBAL OPPORTUNITY 4	FMV	1,091,000.	1,091,000.
ACCOLADE PARTNERS IV	FMV	1,261,428.	1,261,428.
ACCOLADE PARTNERS V	FMV	1,419,439.	1,419,439.
BSP SPECIAL SITUATIONS	FMV	1,446,752.	1,446,752.
57 STARS GLOBAL OPPORTUNITY 3	FMV	2,147,334.	2,147,334.

THE ZELLERBACH FAMILY FOUNDATION

94-6069482

TOTAL TO FORM 990-PF, PART II, LINE 13

61,133,258.

61,133,258.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 13

DESCRIPTION

BOY AMOUNT

EOY AMOUNT

DEFERRED TAXES

346,335.

400,335.

LEASE LIABILITY

1,817,000.

1,560,000.

TOTAL TO FORM 990-PF, PART II, LINE 22

2,163,335.

1,960,335.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NANCY ZELLERBACH BOSCHWITZ 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	VP & SECRETARY 1.00	0.	0.	0.
JEANETTE M. DUNCKEL 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
SUCHI SOMASEKAR 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
MARY ANN MILIAS 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
STEPHEN SHAPIRO 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
LISA STEINDLER 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
MILDRED THOMPSON 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
JAMES W. HEAD 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	DIRECTOR 1.00	0.	0.	0.
CHARLES R. ZELLERBACH 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	VP & TREASURER 1.00	0.	0.	0.
THOMAS H. ZELLERBACH 455 MARKET STREET, SUITE 2200 SAN FRANCISCO, CA 94105	CHAIRMAN 5.00	0.	0.	0.

THE ZELLERBACH FAMILY FOUNDATION

94-6069482

ALLISON MAGEE
455 MARKET STREET, SUITE 2200
SAN FRANCISCO, CA 94105

EXECUTIVE DIRECTOR

40.00

273,503.

46,747.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

273,503.

46,747.

0.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 15

PURSUANT TO IRC SECTION 4942(H)(2) AND IRC SECTION 53.4942(A)-3(D)(2), THE ZELLERBACH FAMILY FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS OF \$150,000 AS BEING MADE OUT OF CORPUS TO SATISFY THE REQUIREMENTS OF IRC SECTION 4942(G)(3).

SIGNATURE OF OFFICER

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

COMMUNITY ARTS PROGRAM EXECUTIVE
455 MARKET STREET, SUITE 2200
SAN FRANCISCO, CA 94105

TELEPHONE NUMBER

415-421-2629

EMAIL ADDRESS

COMMUNITYARTS@ZFF.ORG

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS MUST BE SUBMITTED ONLINE VIA OUR GRANTEE PORTAL AT
[HTTPS://ZELLERBACH.FLUXX.IO](https://zellerbach.fluxx.io)
THE COMMUNITY ARTS APPLICATION REQUIREMENTS INCLUDE THE PROPOSED PROJECT
DESCRIPTION AND FINANCIALS, BACKGROUND INFORMATION ON THE ARTS ORGANIZATION
AND A RECENT WORK SAMPLE.

ANY SUBMISSION DEADLINES

THERE ARE FOUR SUBMISSION DEADLINES EACH YEAR, USUALLY IN MARCH, JUNE,
SEPTEMBER AND DECEMBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

WITH THE EXCEPTION OF OUR COMMUNITY ARTS PROGRAM, THE FOUNDATION DOES NOT
ACCEPT UNSOLICITED GRANT PROPOSALS. THE COMMUNITY ARTS PROGRAM SERVES ONLY
NONPROFIT ARTS-SERVING ORGANIZATIONS LOCATED IN AND DOING THEIR WORK IN SAN
FRANCISCO, CONTRA COSTA AND ALAMEDA COUNTIES. ACTIVITIES FUNDED CANNOT BE
FUNDRAISERS OR BENEFITS, AND MUST BE OPEN TO THE GENERAL PUBLIC.

SEE [HTTP://ZFF.ORG/APPLY/GUIDELINES](http://zff.org/apply/guidelines) FOR FURTHER INFORMATION.

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Immigrants and Refugees				
1951 Coffee Company 2407 Dana Street Berkeley, CA 94704		PC 501 (C) 3	To provide job training for living wage jobs in the gourmet coffee sector to recently-arrived refugees and asylees who reside in Alameda, Contra Costa, and San Francisco Counties.	\$45,000
Advancing Justice-Asian Law Caucus 55 Columbus Ave. San Francisco, CA 94111		PC 501 (C) 3	To support a program that addresses the information and safety needs of Arab, Middle Eastern, Muslim, and South Asian immigrants in partnerships with state and local immigrants' rights	\$50,000
California Healthy Nail Salon Collaborative Oakland, CA	Asian Health Services 818 Webster Street Oakland, CA 94607	PC 501 (C) 3	To support an effort that aims to transform the nail salon industry in the Bay Area to one that achieves economic security for workers and ensures the sustainability of small, immigrant-run	\$65,000
California Immigrant Policy Center 634 S. Spring St, Suite 600A Los Angeles, CA 90014		PC 501 (C) 3	To support Strategic Communications and Community Outreach that advance the well being and full inclusion of immigrants in California.	\$40,000
Canal Alliance 91 Larkspur Street San Rafael, CA 94901		PC 501 (C) 3	To support the provision of immigration legal services and community education and outreach to immigrants and refugees residing in Marin and other North Bay counties.	\$45,000
Catholic Charities of the Diocese of Santa Rosa 987 Airway Court Santa Rosa, CA 95402		PC 501 (C) 3	To support a new program that provides family-based immigration legal services, citizenship test preparation, and community education and outreach to low-income immigrants in northern Sonoma County.	\$75,000
Catholic Charities of the East Bay 433 Jefferson Street Oakland, CA 94607		PC 501 (C) 3	To support the provision of family-based immigration legal services to low-income immigrants and to unaccompanied immigrant children who reside in Contra Costa County.	\$58,000
Centro Laboral de Graton 2981 Bowen Street Graton, CA 95444		PC 501 (C) 3	To support this organization that serves immigrant workers residing in western Sonoma County.	\$50,000
Centro Legal de la Raza 3400 East 12th Street Oakland, CA 94601		PC 501 (C) 3	To support the Post Release Accompaniment Project at detention facilities within San Francisco Immigration Court's jurisdiction and other immigrant legal services in the Bay Area.	\$95,000
Coastside Hope 99 Avenue Alhambra El Granada, CA 94018		PC 501 (C) 3	To support the Immigration and Citizenship Program for low-income immigrants and refugees residing in the rural coastal communities of San Mateo County.	\$35,000
Community Legal Services in East Palo Alto 1861 Bay Road East Palo Alto, CA 94303		PC 501 (C) 3	To support the provision of immigrant legal services in the Bay Area.	\$35,000
Day Worker Center of Mountain View 113 Escuela Street Mountain View, CA 94040		PC 501 (C) 3	To support an organization that provides a structured and dignified setting for immigrant workers in northern Santa Clara County to find employment.	\$40,000
East Bay Community Foundation 200 Frank H. Ogawa Plaza Oakland, CA 94612		PC 501 (C) 3	To support a fair and complete Census 2020 count for the Bay Area.	\$30,000
East Bay Sanctuary Covenant 2362 Bancroft Way Berkeley, CA 94704		PC 501 (C) 3	To support this organization which provides essential support, legal services, and advocacy to low-income asylum seekers and other immigrants.	\$40,000
East Bay Alliance for a Sustainable Economy 360 14th Street, 4th Floor Oakland, CA 94612		PC 501 (C) 3	To support efforts to launch the Contra Costa Immigrant Rights Alliance, which will organize and support actions across the county.	\$25,000
Immigrants Rising San Francisco, CA	Community Initiatives 354 Plne St., Suite 700 San Francisco, CA 94104	PC 501 (C) 3	To support a ten-county regional community Community Education and Outreach effort for undocumented young people as they pursue college, professional careers, and lawful	\$40,000
Grantmakers Concerned w Immigrants and Refugees 7151 Wilton Ave. #202 Sebastapol, CA 95472		PC 501 (C) 3	To support a scan of needs and capacity for immigrant legal services in California with a specific focus on the Bay Area, Los Angeles, San Diego, the Central Valley and Orange County.	\$30,000
			To support the statewide California Immigrant Integration Initiative	\$16,000
Immigrant Legal Resource Center 1663 Mission St., Suite 602 San Francisco, CA 94103		PC 501 (C) 3	To support Ready Bay Area's efforts to build the capacity of immigrant-facing organizations to reach, screen and serve immigrant communities in the region.	\$20,000
Interfaith Movement for Human Integrity 310 8th Street, Suite 310 Oakland, CA 94607		PC 501 (C) 3	To support a program that engages a network of Bay Area faith-based congregations in efforts to promote the fair treatment of immigrants in local communities.	\$50,000
International Institute of the Bay Area 1111 Market Street 4th Floor San Francisco, CA 94103		PC 501 (C) 3	To support family-based immigration legal services and community education and outreach to low-income immigrants and refugees in San Mateo, Alameda, Sonoma, and Contra Costa	\$185,000
Internationals Network for Public Schools 50 Broadway, Suite 1601 New York, NY 10004		PC 501 (C) 3	To support the Family Resource Center at Oakland International High School which serves the school's recently-arrived immigrant students.	\$40,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Immigrants and Refugees (continued)				
Jewish Family & Community Services East Bay 2484 Shattuck Avenue Berkeley, CA 94704		PC 501 (C) 3	To support Afghan Refugee Resettlement Program for Afghan refugees who served as translators for U.S. troops and had to flee Afghanistan under threats from the Taliban.	\$40,000
Justice & Diversity Center The Bar Association of San Francisco 301 Battery Street, Third Floor San Francisco, CA 94111		PC 501 (C) 3	To support the Northern California Collaborative for Immigrant Justice and the Northern California Rapid Response and Immigrant Defense Network.	\$70,000
La Luz Center 17560 Greger Street Sonoma, CA 95476		PC 501 (C) 3	To support Information & Referral Services that assist Sonoma Valley's highest need Latino residents.	\$35,000
Legal Aid at Work 180 Montgomery Street, Suite 600 San Francisco, CA 94104		PC 501 (C) 3	To support a legal clinic that will utilize the mechanic's lien process and popular education as a means of addressing the rampant wage theft experienced by immigrant workers in the	\$87,900
Legal Services for Children 1254 Market St., 3rd floor San Francisco, CA 94102		PC 501 (C) 3	To support immigration legal services, information and referral to immigrant youth in the Bay Area who have been detained by U.S. immigration authorities or are at risk of deportation.	\$55,000
Monument Impact 1760 Clayton Rd. Concord, CA 94520		PC 501 (C) 3	To support the Monument Impact Day Labor Center in Concord, CA.	\$40,000
Mujeres Unidas y Activas 3543 18th St., #23 San Francisco, CA 94110		PC 501 (C) 3	To support MUA's efforts to deepen engagement of Latina immigrant women in Hayward and Fremont.	\$45,000
National Immigration Forum 50 F Street NW, Suite 300 Washington, DC 20036		PC 501 (C) 3	To support efforts to partner with employers to provide citizenship assistance to eligible employees in the East Bay	\$25,000
Oasis Legal Services 1330 Broadway, Suite 428 Oakland, CA 94612		PC 501 (C) 3	To support provision of legal services for asylum seekers who are LGBTQIA+ and to provide training and mentorship to pro bono attorneys and law students.	\$60,000
OneJustice 433 California Street, Suite 815 San Francisco, CA 94104		PC 501 (C) 3	To support Rural Justice Initiative for low income Petaluma residents.	\$27,000
Partnership for a New American Economy PO Box 1510 New York, NY 10150		PC 501 (C) 3	To support an in-depth research brief on immigrants' contributions in Contra Costa County	\$6,100
Partnerships for Trauma Recovery 1936 University Ave., Suite 191 Berkeley, CA 94704		PC 501 (C) 3	To support an organization that increases the access of refugee and asylee survivors of trauma to specialized, culturally competent psychotherapy.	\$55,000
Petaluma City Schools 421 S. McDowell Blvd. Petaluma, CA 94954		NC Government	To support the McDowell Family Resource Center, which provides services for the successful integration of immigrant students and families.	\$55,000
Renaissance Entrepreneurship Center 275 5th Street San Francisco, CA 94103		PC 501 (C) 3	To support a program for Creating Economic Opportunity for Low Income Latina Immigrant Women in Contra Costa County.	\$45,000
Tahirih Justice Center 6402 Arlington Blvd, Suite 300 Falls Church, VA 22042		PC 501 (C) 3	To support a program that provides legal services to immigrant women and children who are victims of violence.	\$40,000
UC Hastings Foundation 200 McAllister Street San Francisco, CA 94102		PC 501 (C) 3	To support a technical assistance, trainings and a litigation strategy to safeguard asylum protections after the Matter of A-B-ruling.	\$25,000
Immigrants and Refugees sub-total				\$1,820,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Improving Human Service Systems				
A Better Way, Inc. 3200 Adeline Street Berkeley, CA 94703		PC 501 (C) 3	To provide support for the Parent and Caregiver Advisory Group for Alameda County Children of Incarcerated Parents Partnership (ACIPP).	\$25,000
Alliance for Girls 510 16th Street Oakland, CA 94612		PC 501 (C) 3	To support the development of a policy brief on girls' mental health in the Bay Area, in partnership with the California Children's Trust.	\$20,000
Alternative Family Services 1421 Guerneville Rd. #218 Santa Rosa, CA 95403		PC 501 (C) 3	To support AFS's efforts to modernize operations to comply with policy and practice changes resulting from Continuum of Care Reform and other related legislation.	\$50,000
Bay Area Legal Aid 1735 Telegraph Avenue Oakland, CA 94612		PC 501 (C) 3	To support Technical Assistance for School Climate Reform in West Contra Costa Unified School District.	\$60,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Improving Human Service Systems (continued)				
One Day at a Time 331 Pine St. Brentwood, CA 94513	Community Initiatives 1000 Broadway, Suite 480 Oakland, CA 94607	PC 501 (C) 3	To support the launch of a youth communications initiative that amplifies the voices of a new generation coming of age in East Contra Costa County.	\$50,000
California Child Welfare Co-Investment Partnership Oakland, CA 94612	Community Initiatives 1000 Broadway, Suite 480 Oakland, CA 94607	PC 501 (C) 3	To support the California Child Welfare Co-Investment Partnership, a collaborative of public agency and private foundation investors in the child welfare system.	\$30,000
California Court Appointed Special Advocate Association 663 13th Street, Suite 200 Oakland, CA 94612		PC 501 (C) 3	To support Healthier Connections – Stronger Together, training to assist Bay Area CASA volunteers in addressing the mental health needs of dependent children and youth.	\$40,000
California Youth Connection 1611 Telegraph Ave., Suite 1100 Oakland, CA 94612		PC 501 (C) 3	To support more capacity at CYC, working to transform the foster care system through legislative, policy, and practice change.	\$125,000
			To support the transition of the Foster Youth Museum to an independent, sustainable entity.	\$25,000
Children Now 1404 Franklin Street, Suite 700 Oakland, CA 94612		PC 501 (C) 3	To support ongoing efforts to bring together advocates and statewide leadership from behavioral health and child welfare to develop a coordinated, triaged response to foster youth in crisis.	\$75,000
Coalition for California's Children 1450 Taylor Street #5 San Francisco, CA 94133	New Venture Fund 1201 Connecticut Ave NW, Suite 300 Washington, DC 20036	PC 501 (C) 3	To support a public/private coalition-building effort that can transform outcomes for children by leveraging behavioral health policy.	\$150,000
CURYJ 490 Lake Park Avenue #16086 Oakland, CA 94610		PC 501 (C) 3	To provide general operating support to this young, growing organization that aims to interrupt the cycles of violence and poverty.	\$50,000
Community Works West 110 Broadway Oakland, CA 94607		PC 501 (C) 3	To provide general operating support for an organization that engages youth and families impacted by incarceration.	\$125,000
East Bay Agency for Children 303 Van Buren Avenue Oakland, CA 94610		PC 501 (C) 3	To support Trauma Transformed, a regional collaborative to transform overlapping systems that care for children and youth.	\$50,000
East Bay Family Defenders 101 Callan Avenue, Suite 210 San Leandro, CA 94577		PC 501 (C) 3	To support the implementation of a program that prevents foster care placement and promotes family reunification by providing support to parents and caregivers facing child welfare	\$75,000
Fostering Media Connections 412 West 6th St., Suite 925 Los Angeles, CA 90014		PC 501 (C) 3	To support the Youth Voice Integration Project for young people involved in the Bay Area child welfare and/or juvenile justice systems.	\$30,000
Fresh Lifelines for Youth 568 Valley Way Milpitas, CA 95035		PC 501 (C) 3	To support Fresh Lifelines for Alameda Youth, legal education and leadership training for at-risk youth.	\$50,000
Life Learning Academy 651 8th Street, Treasure Island San Francisco, CA 94130		PC 501 (C) 3	To support The Life Learning Academy Boarding School, a non-traditional charter high school that serves youth with histories of school failure.	\$100,000
Urban Peace Movement 610 16th Street Oakland, CA 94612	Movement Strategy Center 436 14th Street, 5th Floor Oakland, CA 94612	PC 501 (C) 3	To support the general operations of Urban Peace Movement, empowering young people in Oakland through youth leadership development.	\$20,000
National Center for Youth Law 405 14th Street, 15th Floor Oakland, CA 94612		PC 501 (C) 3	To support the Commercially Sexually Exploited Children (CSEC) Action Project.	\$45,000
National Inst for Criminal Justice Reform 303 Hegenberger Road, Suite 301 Oakland, CA 94621		PC 501 (C) 3	To support a new program in which youth suspected of delinquent behavior in Alameda County will be diverted from the juvenile justice system to neighborhood councils.	\$50,000
RYSE INC 205 41st Street Richmond, CA 94805		PC 501 (C) 3	To support this organization, which provides culturally relevant, healing-centered policies, practices and investments.	\$50,000
Safe & Sound 1757 Waller Street San Francisco, CA 94117		PC 501 (C) 3	To support the general operations of Safe & Sound, working with local partners to prevent family violence.	\$60,000
Sierra Health Foundation Center for Health Program Management 1321 Garden Hwy Sacramento, CA 95833		PC 501 (C) 3	To support the participation of Bay Area organizations in the statewide Positive Youth Justice Initiative.	\$75,000
The Alliance for Children's Rights 3333 Wilshire Blvd., Suite 550 Los Angeles, CA 90010		PC 501 (C) 3	To support a better understanding of how diverting children from formal foster care impacts their caregivers.	\$90,000
University of Chicago 1427 East 60th Street, Suite 120 Chicago, IL 60637		PC 501 (C) 3	To contribute to the completion of a statewide evaluation of the impact of the California Fostering Connections to Success Act (AB 12) on outcomes of foster youth as they transition to adulthood.	\$40,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Improving Human Service Systems (continued)				
W. Haywood Burns Institute 475 14th Street, Suite 800 Oakland, CA 94612		PC 501 (C) 3	To support a coalition of organizations to develop and implement a coordinated, strategic approach to juvenile justice reform and reinvestment in Alameda County.	\$53,000
WestCoast Children's Clinic 3301 East 12th St., Suite 259 Oakland, CA 94601		PC 501 (C) 3	To support the development of research on understanding children's mental health outcomes: Recommendations for measurement and accountability in a multi-system context.	\$20,000
Young Women's Freedom Center 832 Folsom St., Suite 700 San Francisco, CA 94104		PC 501 (C) 3	To provide general operating support for an organization that builds a movement of formerly incarcerated and system involved young women.	\$25,000
Youth Alive 3300 Elm Street Oakland, CA 94609		PC 501 (C) 3	To support a peer violence prevention program for high school students from Oakland neighborhoods.	\$25,000
Youth Law Center 832 Folsom St., Suite 700 San Francisco, CA 94104		PC 501 (C) 3	To support a legal advocacy project called Restoring Childhood. To support Legal Advocacy for Juvenile Justice Reform.	\$75,000 \$50,000
Improving Human Service Systems sub-total				\$1,808,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Grant Support				
Alameda County Probation Department 1111 Jackson Street Oakland, CA 94604		NC Govern-ment	To support the Alameda County Juvenile Justice Forum designed to educate local stakeholders on innovative, evidence-based efforts to transform juvenile justice systems across the country.	\$10,000
Alliance for Justice 11 Dupont Circle NW, Suite 500 Washington, DC 20036		PC 501 (C) 3	To support technical assistance and training for Bay Area non-profit organizations.	\$25,000
Center on Juvenile and Criminal Justice 424 Gurrero Street, Suite A San Francisco, CA 94110		PC 501 (C) 3	To support a one day retreat hosted by the Juvenile Justice Providers Association in San Francisco.	\$1,200
CompassPoint Nonprofit Services 500 12th Street, Suite 320 Oakland, CA 94607		PC 501 (C) 3	To support ZFF Grantees by underwriting the costs of Compass Point training and technical assistance workshops.	\$26,000
San Francisco Botanical Garden Society 1199 9th Avenue San Francisco, CA 94122		PC 501 (C) 3	To support maintenance of the Jennie B. Zellerbach Garden at the San Francisco Botanical Garden Society.	\$10,000
Annenberg Center for the Performin Arts 3680 Walnut Street Philadelphia, PA 19104	Trustees, University of Pennsylvania 3451 Walnut Street Philadelphia, PA 19104	PC 501 (C) 3	To support the upgrade of lighting systems in the Harold L. Zellerbach Theatre.	\$50,000
Grant Support sub-total				\$122,200

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
William J. Zellerbach Award				
Bayview Hunters Point Center for Arts and Technology (BAYCAT) 2415 3rd Street, Suite 230 San Francisco, CA 94107		PC 501 (C) 3	General support grant for the William J. Zellerbach Award for Social Change.	\$50,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Community Arts Support Grants				
American Conservatory Theater 30 Grant Avenue, 7th Floor San Francisco, CA 94108		PC 501 (C) 3	To support ArtShare, a community space-sharing initiative designed to provide performance space in which artists and organizations without a home can present thought-provoking	\$15,000
Brava! for Women in the Arts 2781 24th street San Francisco, CA 94110		PC 501 (C) 3	To support Brava Cabaret infrastructure, staffing and stability	\$15,000
Center for New Music 55 Taylor Street San Francisco, CA 94102		PC 501 (C) 3	To support educational work, Implied Music "On Music", of musician Chris Houston.	\$7,500
Chinese Culture Foundation 750 Kearny Street, 3rd Floor San Francisco, CA 94108		PC 501 (C) 3	To support a three month residency program for Weston Teruya, Artist.	\$7,500
Community Music Center 544 Capp Street San Francisco, CA 94110		PC 501 (C) 3	To support the general operations of the Community Music Center.	\$10,000
CounterPulse 80 Turk St. San Francisco, CA 94102		PC 501 (C) 3	To support the Artist Residency and Commissioning Program (ARC).	\$15,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Community Arts Support Grants (continued)				
Eastside Arts Alliance P O Box 17008 Oakland, CA 94601		PC 501 (C) 3	To support the ESAA Arts Training Program.	\$20,000
Golden Thread Productions 1695 18th Street #C101 Annex San Francisco, CA 94107		PC 501 (C) 3	To support a workshop for Evren Odcikin's adaptation of TITUS ANDRONICUS.	\$7,500
Hope Mohr Dance P.O. Box 225237 San Francisco, CA 94122		PC 501 (C) 3	To support the production of "Signals from the West", a multidisciplinary collaboration with the Merce Cunningham Trust.	\$7,500
Independent Arts and Media P.O. Box 420442 San Francisco, CA 94142		PC 501 (C) 3	To support the Dandelion Arts Finance Training Project.	\$20,000
Joe Goode Performance Group 499 Alabama St. Suite 150 San Francisco, CA 94110		PC 501 (C) 3	To support the Annex Co-Production residency program and the Annex Festival + Convening.	\$10,000
Kearny Street Workshop, Inc. 1246 Folsom Street, Suite 100 San Francisco, CA 94103		PC 501 (C) 3	To support the general operations of the Kearny Street Workshop.	\$5,000
Margaret Jenkins Dance Studio 507 Polk St., Suite 320 San Francisco, CA 94102		PC 501 (C) 3	To support the general operations of the Margaret Jenkins Dance Studio.	\$7,500
QCC: The Center for LGBT Art & Culture 762 Fulton Street San Francisco, CA 94102		PC 501 (C) 3	To support the full-time staffing of an Executive Director for QCC.	\$15,000
Ragged Wing Ensemble 1540 Broadway Oakland, CA 94612		PC 501 (C) 3	To support the general operations of Ragged Wing Ensemble.	\$15,000
			To support the collaborative exploration of new models of arts organization structure..	\$5,700
Fine Arts Museums of San Francisco 50 Hagiwara Tea Garden Drive San Francisco, CA 94118		PC 501 (C) 3	To support the general operations of the Fine Arts Museums.	\$10,000
SAFEhouse for the Performing Arts 1 Grove St. San Francisco, CA 94102		PC 501 (C) 3	To support SAFEhouse Arts programming.	\$10,000
San Francisco Ballet Association 455 Franklin Street San Francisco, CA 94102		PC 501 (C) 3	To support the general operations of the San Francisco Ballet.	\$10,000
San Francisco Opera Association 301 Van Ness Avenue San Francisco, CA 94102		PC 501 (C) 3	To support the general operations of the San Francisco Opera.	\$10,000
San Francisco Symphony 201 Van Ness Avenue San Francisco, CA 94102		PC 501 (C) 3	To support the general operations of the San Francisco Symphony.	\$10,000
Shawl-Anderson Modern Dance Center 2704 Alcatraz Ave. Berkeley, CA 94705		PC 501 (C) 3	To support "Borders, Spaces, and Brown-eyed Girls" by Davalos Dance Company.	\$7,500
The Lab SF 2948 16th Street San Francisco, CA 94103		PC 501 (C) 3	To support the general operations of The Lab SF.	\$15,000
The Litquake Foundation 57 Post St., Suite 604 San Francisco, CA 94104		PC 501 (C) 3	To support the general operations of The Litquake Foundation.	\$7,500
Theatre Bay Area 1119 Market St. floor 2 San Francisco, CA 94103		PC 501 (C) 3	To support facilitation of Equity, Diversity and Inclusion training for a cohort of Bay Area theater companies, and subsequent dissemination of learnings.	\$5,000
TheatreFirst 1301 Shattuck Avenue Berkeley, CA 94709		PC 501 (C) 3	To support "I Thought I Would Like it Here", a play by Jeffrey Lo.	\$7,500
Yerba Buena Center for the Arts 701 Mission Street San Francisco, CA 94103		PC 501 (C) 3	To support the Bay Area Voices Program, which subsidizes performance costs of small-to mid-sized ZFF grantees presenting their work at the Yerba Buena Center for the Arts.	\$10,000
Z Space Studio 499 Alabama St. Suite 450 San Francisco, CA 94110		PC 501 (C) 3	To subsidize space rental for Bay Area arts organizations to perform.	\$10,000

Community Arts Support Grants sub-total \$295,700

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Community Arts Project Grants				
Asian Pacific Islander Cultural Center	Asian Pacific Islander Cultural Center	PC 501 (C) 3	Please Don't Die, Knock on Wood	\$5,000
Lenora Lee Dance	934 Brannan Street San Francisco, CA 94103		Dreams of Flight	\$10,000
Bard Music West	Bard College	PC 501 (C) 3	Bard Music West Plays: Games and Revolutions	\$2,500
San Francisco, CA 94122	30 Campus Road Annandale-on-Hudson, NY 12504			
Brava! for Women in the Arts	Brava! for Women in the Arts	PC 501 (C) 3	8th Annual San Francisco Son Jarocho Festival	\$10,000
Black Artists Contemporary Cultural Experience	2781 24th street		El Rio	\$7,000
La Mezcla	San Francisco, CA 94110		Pachuquismo	\$10,000
San Francisco Electronic Music Festival	Circuit Network	PC 501 (C) 3	20th Annual San Francisco Electronic Music Festival	\$4,000
	499 Alabama St., Suite 203 San Francisco, CA 94110			
CounterPulse	CounterPulse	PC 501 (C) 3	Artist Residency & Commissioning Program 2019	\$7,500
Larry Arrington	80 Turk St.		No Quarter	\$3,500
mouth//full	San Francisco, CA 94102		mouth//full	\$4,000
Nadhi Thekkekk/Nava Dance Theatre			Broken Seeds Still Grow: Taking Root	\$6,000
Cultural Odyssey	Cultural Odyssey	PC 501 (C) 3	PERFORMANCE MUSIC	\$10,000
AfroSolo Theatre Company	762 Fulton St., Suite 306 San Francisco, CA 94102		25th Anniversary AfroSolo Arts Festival	\$5,000
ALTERNATIVA	Dancers Group	PC 501 (C) 3	FRESH Festival 2020 Performances	\$7,500
Dohee Lee Puri Arts	44 Gough St., Suite 201		MU Fall Festival	\$5,000
iFLACC!	San Francisco, CA 94103		Festival of Latin American Contemporary Choreographers	\$10,000
Kiandanda Dance Theater			Mbongui Square Festival	\$4,000
Kristin Damrow & Company			Acclimate	\$2,500
NAKA Dance Theater			Dismantling Tactic 2	\$6,500
San Francisco Internatl Hip Hop DanceFest			21st Annual San Francisco International Hip Hop DanceFest	\$5,000
Sharp & Fine			Bon Odori (working title)	\$5,000
Surabhi Bharadwaj			Aśrutam - the Unheard Voice of Devadasis	\$6,300
Fua Dia Congo	Dimensions Dance Theater, Inc.	PC 501 (C) 3	MalongaFest 2019	\$4,000
	1428 Alice St., Suite 308 Oakland, CA 94612			
Wooden Fish Ensemble	Earplay	PC 501 (C) 3	Strings Across Cultures	\$1,500
	560 29th Street San Francisco, CA 94131			
John Santos Sextet	Eastside Arts Alliance	PC 501 (C) 3	Timba Roots: La Rumba y el Son	\$7,500
	P O Box 17008 Oakland, CA 94601			
South of Market Community Action Network	Filipino American Development Fdtn	PC 501 (C) 3	We Live Here	\$3,000
	1010 Mission St., Suite B San Francisco, CA 94103			
Symmetry Theatre Company	Fractured Atlas	PC 501 (C) 3	Bridge Across The Wall Theatre Festival 2019	\$5,000
Those Women Productions	248 W 35th St, Floor 10 New York, NY 10001		Witch Hunt	\$4,000
Fresh Meat Productions	Fresh Meat Productions	PC 501 (C) 3	2019 FRESH MEAT FESTIVAL of transgender & queer performance	\$9,000
San Francisco Transgender Film Festival	375 27th Street #A San Francisco, CA 94131		2019 San Francisco Transgender Film Festival	\$7,500
The Dynamic Miss Faye Carol	Healthy Black Families	PC 501 (C) 3	Celebrating Berkeley's Black Musical Heritage	\$2,500
	3356 Adeline Street Berkeley, CA 94703			
Clarion Alley Mural Project	Independent Arts and Media	PC 501 (C) 3	In Honor of	\$6,000
	P.O. Box 420442 San Francisco, CA 94142			
E4E Arts	Institute for Sustainable Economic Educational & Environmental Design	PC 501 (C) 3	Diamond & Bullets	\$6,000
	1330 Broadway, Suite 300 Oakland, CA 94612			
Intermusic SF	Intermusic SF	PC 501 (C) 3	SF Music Day 2019	\$7,500
Ensemble for These Times	901 Mission Street Suite 306		Mothers & Daughters	\$1,500
Frank Tusa Ensemble	San Francisco, CA 94103		Frank Tusa Ensemble	\$3,000
Jess Curtis/Gravity	Jess Curtis/Gravity	PC 501 (C) 3	(in)Visible	\$6,000
Jose Abad Performance Project	849 Divisadero Ste 4		(Dis)Integration	\$2,000
Zulfikar Ali Bhutto Art	San Francisco, CA 94117		Tomorrow We Inherit the Earth: The Queer Intifada	\$3,000
Pan African Reunion	Oakland Parks and Recreation Fdtn	PC 501 (C) 3	Pan African Family Reunion	\$4,000
	PO Box 13267 Oakland, CA 94661			
Wolfman Books / Wolfman New Life Fund	Philanthropic Ventures Foundation	PC 501 (C) 3	New Life Quarterly	\$5,000
	1222 Preservation Park Way Oakland, CA 94612			

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Community Arts Project Grants (continued)				
Alphabet Rockers	Intersection for the Arts	PC 501 (C) 3	"The Love" Live Performance	\$5,000
Awesome Orchestra Collective	1448 Market St.		Awsosome Orchestra Collectives 2019 End of Year Concert	\$2,000
Book and Wheel Works	San Francisco, CA 94102		Chispa	\$7,500
BoomShake Music			Agua Pa' The People	\$3,000
Collective Action Studio			Heroes of Unity	\$6,000
CTRL+SHFT Collective			CTRL+SHFT Gallery	\$4,000
Dancing Earth Creations			Between Underground and Skyworld	\$3,500
Embodiment Project			Embodiment Project	\$8,000
Queer Rebels Productions			2019 Queer Rebels Fest	\$5,000
Red Poppy Art House			Performing Arts Program	\$5,000
Taraneh Hemami Arts			Once At Present; Bay Area Artists of the Iranian Diaspora	\$10,000
Timeless Infinite Light			RESCISSION	-\$2,000
UnderCover Presents			A Tribute to Tribe Called Quest's Midnight Marauders	\$3,750
Urban Jazz Dance			The Seventh Annual Bay Area International Deaf Dance Festival	\$10,000
Write Now! SF Bay			Civil Liberties United	\$3,000
Epic Party Theatre	PlayGround Inc 3286 Adeline Street #8 Berkeley, CA 94703	PC 501 (C) 3	Love in the Time of Piñatas	\$2,800
Poetry Flash	Poetry Flash	PC 501 (C) 3	Literary Presenting and Publishing Project	\$4,000
Watershed Environmental Poetry Festival	1450 Fourth Street #4 Berkeley, CA 94710		Watershed Environmental Poetry Festival	\$2,500
QCC: The Center for LGBT Art & Culture	QCC: The Center for LGBT Art & Culture	PC 501 (C) 3	The 22nd Annual National Queer Arts Festival	\$7,500
Chrysalis Studio	762 Fulton Street		2020 Queer Ancestors Project Exhibition Opening & Closing	\$2,000
Creative Labor	San Francisco, CA 94102		5th Annual Creative Labor Visual Arts Exhibit - Precarious Lives	\$5,000
Topsy-Turvy Queer Circus			The Festival of Infinite Imagination	\$2,500
Jamil Hellu, Artist	San Francisco Camerawork Inc. 1011 Market Street San Francisco, CA 94103	PC 501 (C) 3	Jamil Hellu Solo Exhibition "HUES"	\$5,000
Type/Caste	San Francisco Mime Troupe 855 Treat Avenue San Francisco, CA 94110	PC 501 (C) 3	MANIFESTO	\$4,000
Shawl-Anderson Modern Dance Center	Shawl-Anderson Modern Dance Center	PC 501 (C) 3	Queering Dance: An East Bay Festival	\$7,750
pateldanceworks	2704 Alcatraz Ave. Berkeley, CA 94705		divisions the empire has sown	\$1,500
Peacock Rebellion	Social Good Fund Inc.	PC 501 (C) 3	Magic Mirrors	\$5,000
The Umoja Festival	P.O. Box 5473 Richmond, CA 94801		The Umoja Festival	\$8,000
SOMArts	SOMArts	PC 501 (C) 3	SOMArts Día de los Muertos Exhibition 2019	\$10,000
ORO Arts Lab	934 Brannan Street		The Paymaster's Dream	\$2,500
Recoding CripTech	San Francisco, CA 94103		Recoding CripTech	\$8,000
Sebastian Chang Chang Gurantz	StoryCenter 1250 Addison Street, Suite 103 Berkeley, CA 94702	PC 501 (C) 3	HOW to FALL in LOVE in A BROTHEL	\$3,750
Arenas Dance Company	The Dance Brigade	PC 501 (C) 3	Eso sí	\$6,000
The African & African American Performing Arts Coalition	3316 24th St. San Francisco, CA 94110		The Black Choreographers Festival: Here & Now (BCF) - 2020, New Voices/New Works.	\$8,000
3rd I South Asian Independent Film		PC 501 (C) 3	17th Annual San Francisco international South Asian Film Festival	\$4,000
992 Valencia Street San Francisco, CA 94110				
Ali Akbar College of Music		PC 501 (C) 3	10th Annual Birthday Tribute to Maestro Ali Akbar Khan	\$1,500
215 West End Avenue San Rafael, CA 94901				
Alternative Theater Ensemble		PC 501 (C) 3	CIRCULAR by Laura Shamas	\$4,000
1337 Fourth Street, Suite A San Rafael, CA 94901				
American Indian Child Resource Center		PC 501 (C) 3	Sovereign Celebrations: A gathering by the community and for the community	\$1,000
522 Grand Avenue Oakland, CA 94610				
Anne Bluethenthal and Dancers		PC 501 (C) 3	8th Annual Skywatchers Festival	\$7,500
3574 22nd Street San Francisco, CA 94114				
Art of the Matter		PC 501 (C) 3	Studio 210 Summer Residency 2019	\$2,000
3288 21st Street #71 San Francisco, CA 94110				
Ashkenaz Music & Dance Community Center		PC 501 (C) 3	We Dance Because	\$3,000
1317 San Pablo Avenue Berkeley, CA 94702				

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Community Arts Project Grants (continued)				
Asian Improv Arts 456 Montgomery Street #1350 San Francisco, CA 94104		PC 501 (C) 3	Asian Improv 2020 Commissioning and Presenting Project	\$5,000
Au Co Vietnamese Cultural Center P.O. Box 347042 San Francisco, CA 94134		PC 501 (C) 3	Thi Ca & Su Viet 7	\$5,000
Bayview Opera House 4705 Third Street San Francisco, CA 94124		PC 501 (C) 3	Afro-Latinx Festival	\$8,000
Black Joy Parade 1501 37th Avenue Oakland, CA 94601		PC 501 (C) 3	Black Joy Parade	\$2,000
Capoeira Arts Foundation 1901 San Pablo Avenue Berkeley, CA 94702		PC 501 (C) 3	Gratidão	\$6,000
Cartoon Art Museum of California 275 5th Street, Suite 303 San Francisco, CA 94103		PC 501 (C) 3	Emerging Artist Showcase 2019-2020	\$2,500
Central Works 2315 Durant Avenue Berkeley, CA 94704		PC 501 (C) 3	The Lady Matador's Hotel	\$4,000
Cheza Nami Foundation, Inc. 2744 Vista Diablo Court Pleasanton, CA 94566		PC 501 (C) 3	8th Annual Taste of Africa Festival in the Heart of Livermore	\$2,000
Chinese Culture Foundation of SF 750 Kearny Street, 3rd floor San Francisco, CA 94108		PC 501 (C) 3	Present Tense 2019: Task of Remembrance	\$5,000
Chitresh Das Institute 16 Havelock Street San Francisco, CA 94112		PC 501 (C) 3	Mantram	\$7,000
Crowded Fire Theater Company 1695 18th St., C101 Annex San Francisco, CA 94107		PC 501 (C) 3	Crowded Fire's West Coast Premiere of INKED BABY by Christina Anderson	\$5,000
CubaCaribe 60 29th St., Suite 315 San Francisco, CA 94110		PC 501 (C) 3	15th Annual CubaCaribe Festival of Dance and Music	\$5,000
Cultura Y Arte Nativa De Las Americas 1333 Florida Street San Francisco, CA 94110		PC 501 (C) 3	Carnaval San Francisco 2019	\$10,000
Custom Made Theatre Company 533 Sutter St. San Francisco, CA 94102		PC 501 (C) 3	The Lady Scribblers (World Premiere co-pro with Those Women Productions)	\$3,600
Diamano Coura West African Dance Co 1428 Alice Street, #201 Oakland, CA 94612		PC 501 (C) 3	25th Annual Collage des Cultures Africaines	\$7,000
Epiphany Productions Sonic Dance Theater 901 Mission St., Suite 306 San Francisco, CA 94103		PC 501 (C) 3	San Francisco Trolley Dances 2019	\$5,000
EXITHEATRE 156 Eddy St San Francisco, CA 94102		PC 501 (C) 3	2019 San Francisco Fringe Festival	\$4,000
Foglifter Press 1200 Clay Street #4 San Francisco, CA 94108		PC 501 (C) 3	Foglifter Journal & Release Party Reading	\$3,820
Gamelan Sekar Jaya 3023 Shattuck Avenue Berkeley, CA 94705		PC 501 (C) 3	40 Years of Balinese Performing Arts in America	\$5,000
Golden Gate Performing Arts 526 Castro Street San Francisco, CA 94114		PC 501 (C) 3	San Francisco Gay Men's Chorus: "@QueerZ"	\$5,000
Golden Thread Productions 1695 18th St. #C101 Annex San Francisco, CA 94107		PC 501 (C) 3	Scenes from 71 Years	\$10,000
Gritty City Repertory Youth Theatre 1540 Broadway Oakland, CA 94612		PC 501 (C) 3	The Taming of the Shrew	\$5,000

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Community Arts Project Grants (continued)				
Kala Art Institute 1060 Heinz Avenue Berkeley, CA 94710		PC 501 (C) 3	Kala Art Institute's Artists' Annual: Fresh Work exhibition	\$5,000
Kitka, Inc. 1201 Martin Luther King Jr. Way Ste 103 Oakland, CA 94612		PC 501 (C) 3	Wintersongs 2019: Weathering the Storm	\$3,000
Kulintang Arts Inc. 1010 Mission Street San Francisco, CA 94103		PC 501 (C) 3	In the Belly of the Eagle: Man@ng is Deity	\$7,500
Living Jazz 1728 San Pablo Avenue Oakland, CA 94612		PC 501 (C) 3	A Change is Gonna Come, the 18th Annual Musical Tribute Honoring Dr. Martin Luther King, Jr.	\$6,500
Los Cenzontles Mexican Arts Center 13108 San Pablo Avenue San Pablo, CA 94805		PC 501 (C) 3	Noche Cultural	\$7,500
Mission Cultural Center For Latino Arts 2868 Mission St. San Francisco, CA 94110		PC 501 (C) 3	MCCLA Carnaval 2018: Sazón de Alma	\$3,000
Museum of the African Diaspora 685 Mission Street San Francisco, CA 94105		PC 501 (C) 3	MoAD Symposium 2020	\$1,500
Noorani Dance 56 Lorelei Lane Menlo Park, CA 94025		PC 501 (C) 3	The Forgotten Empress	\$4,000
Oakland Interfaith Gospel Choir Inc 655 13th St., Suite 301 Oakland, CA 94612		PC 501 (C) 3	Annual Free Spring Concert	\$4,000
Oakland Symphony 1440 Broadway Suite 405 Oakland, CA 94612		PC 501 (C) 3	Violins of Hope Concert and Related Outreach/Education Programs	\$6,000
Other Minds 55 Taylor Street San Francisco, CA 94102		PC 501 (C) 3	Other Minds Festival 25	\$3,500
Outsound Presents 755 O'Farrell St. Apt. 51 San Francisco, CA 94109		PC 501 (C) 3	The 18th Annual Outsound New Music Summit	\$3,000
Playwrights Foundation 1616 16th St. #350 San Francisco, CA 94103		PC 501 (C) 3	42nd Annual Bay Area Playwrights Festival of Contemporary Plays	\$7,000
Pro Arts Inc. 150 Frank H Ogawa Plaza Oakland, CA 94612		PC 501 (C) 3	Gallery exhibitions & Pro Arts @ the commons program	\$7,500
PUSH Dance Company 179 Oak St. Suite J San Francisco, CA 94102		PC 501 (C) 3	Mothership III	\$5,500
RADAR Productions 1391 20th Ave #1 San Francisco, CA 94122		PC 501 (C) 3	RADAR Get Lit	\$2,500
Ragged Wing Ensemble 1540 Broadway Oakland, CA 94612		PC 501 (C) 3	The Art of Leaving	\$8,000
RAWDANCE 105 Sanchez Street San Francisco, CA 94114		PC 501 (C) 3	Triple Take	\$3,250
Rhythmix Cultural Works 2513 Blanding Ave Alameda, CA 94501		PC 501 (C) 3	Rhythmix Island Arts Concert Series: Celebrating Immigration & Diversity	\$3,000
Richmond Main Street Initiative 1015 Nevin Ave, Suite 105 Richmond, CA 94806		PC 501 (C) 3	2019 Spirit & Soul Festival	\$3,000
Root Division 1131 Mission Street San Francisco, CA 94103		PC 501 (C) 3	Second Saturday Exhibition Series	\$7,000
San Francisco Bay Area Theatre Company 147 Judson Ave. San Francisco, CA 94112		PC 501 (C) 3	Death and the Artist	\$2,500

Grantee	Fiscal Sponsor	Status	Purpose of Grant	Amount
Community Arts Project Grants (continued)				
San Francisco Center for the Book 375 Rhode Island Street San Francisco, CA 94103		PC 501 (C) 3	Calligraphies in Conversation	\$5,000
San Francisco Mime Troupe 855 Treat Avenue San Francisco, CA 94110		PC 501 (C) 3	Treasure Island (working title)	\$5,000
San Francisco Youth Theatre 1446 Market Street San Francisco, CA 94102		PC 501 (C) 3	"The Afterlife" by Gary Soto	\$5,800
Lorraine Hansberry Theatre 762 Fulton Street, Suite 204 San Francisco, CA 94115		PC 501 (C) 3	Single Black Female by Lisa B. Thompson	\$7,500
Shotgun Players 1901 Ashby Ave. Berkeley, CA 94703		PC 501 (C) 3	Queering Dance: An East Bay Festival	\$7,000
Southern Exposure 3030 20th Street San Francisco, CA 94110		PC 501 (C) 3	Solidarity Struggle Victory	\$7,000
Spanish Speaking Unity Council of Alameda County, Inc. 1900 Fruitvale Ave., Suite 2A Oakland, CA 94601		PC 501 (C) 3	Remembering Ancestors in the Here and Now at the Fruitvale Dia de los Muertos Festival	\$5,000
The Lobster Theater Project 2101 Folsom St. San Francisco, CA 94110		PC 501 (C) 3	Killing My Lobster Presents: Model Minority Report	\$2,500
The Lower Bottom Playaz 1540 Broadway St. Oakland, CA 94612		PC 501 (C) 3	HERE!	\$6,000
The San Francisco Playhouse 450 Post Street San Francisco, CA 94102		PC 501 (C) 3	2019-2020 Sandbox Series of World Premieres	\$5,000
TheatreFirst 1301 Shattuck Avenue Berkeley, CA 94709		PC 501 (C) 3	The Light: An Anthology of Ghost Stories Made New	\$8,000
Three Girls Theatre Company Inc. 1034 Kearny Street San Francisco, CA 94133		PC 501 (C) 3	Hindsight is 2020: Reimagining Women's History	\$6,000
Ubuntu Theater Project 1433 12 Avenue Oakland, CA 94606		PC 501 (C) 3	Mahabharata	\$5,000
Virago Theatre Company 7221 Waldo Avenue El Cerrito, CA 94530		PC 501 (C) 3	RESCISSION	-\$2,500
West Edge Opera 1700 Shattuck Ave. #312 Berkeley, CA 94709		PC 501 (C) 3	Snapshot	\$2,000
Women's Audio Mission 542-544 Natoma Street #C1 San Francisco, CA 94103		PC 501 (C) 3	Local Sirens: Women in Music Concert Series	\$7,500
World Arts West 2 Marina Blvd. San Francisco, CA 94123		PC 501 (C) 3	2019 San Francisco Ethnic Dance Festival	\$5,000
Yerba Buena Arts & Events 760 Howard Street San Francisco, CA 94103		PC 501 (C) 3	Yerba Buena Gardens Festival 2019	\$5,000
Youth Speaks Inc 1663 Mission St. Suite 604 San Francisco, CA 94103		PC 501 (C) 3	Life is Living	\$7,000
Zaccho SF 1777 Yosemite Ave. #330 San Francisco, CA 94124		PC 501 (C) 3	Between me and the other world	\$10,000
Zawaya 311 - 41st Avenue San Mateo, CA 94403		PC 501 (C) 3	No Ban, No War, No Wall -- Resist All!	\$5,000

Community Arts sub-total \$749,320

TOTAL \$4,845,220

SCHEDULE OF GRANTS APPROVED AND UNPAID IN 2019

Grantee Fiscal Agent	Status	Purpose of Grant	Approved Unpaid
University of Chicago 5235 S. Harper Ct. Chicago, IL 60615	501 (C)(3)	CalYouth Study	\$ 60,000
Regents, University of CA at Berkeley 2195 Hearst Avenue Berkeley, CA 94720	501 (C)(3)	Repairs and Renovations at Zellerbach Hall	\$ 100,000
Regents, University of CA at Berkeley 2195 Hearst Avenue Berkeley, CA 94720	501 (C)(3)	Cal Performances Operating Support	\$ 60,000
Safe & Sound 1757 Waller Street San Francisco, CA 94117	501 (C)(3)	General Operating Support	\$ 60,000
Safe House for the Performing Arts 1 Grove Street San Francisco, CA 94102	501 (C)(3)	Arts Program	\$ 10,000
Trustees, University of Pennsylvania 3451 Walnut St., Rm. P-221 Franklin Bldg. Philadelphia, PA 19104-6205	501 (C)(3)	Upgrading the Lighting in the Harold L. Zellerbach Theatre	\$ 100,000
Youth Law Center 832 Folsom Street, # 700 San Francisco, CA 94104	501 (C)(3)	Legal Advocacy for Juvenile Justice Reform	\$ 100,000
Young Women's Freedom Center 832 Folsom Street, suite 700 San Francisco, CA 94107	501 (C)(3)	General Operating Support	\$ 25,000

ATTACHMENT C
THE ZELLERBACH FAMILY FOUNDATION
EIN 94-6069482

REALIZED GAIN (LOSS) ON SALE OF SECURITIES
2019

	PROCEEDS	COST	GAIN (LOSS)
Gotham - redeemed shares	1,512,568	700,000	812,568
Lazard - redeemed shares	4,509,448	4,200,000	309,448
OZ Overseas Fund - redeemed shares	6,542	6,862	(320)
Artisan Global - redeemed shares	5,175,365	4,902,861	272,504
Hildene TARP - residual payout	515	-	515
Sit - redeemed shares	499,992	577,874	(77,882)
Sit - reinvested gains	381,413	-	381,413
PIMCO Short Term Fund - redeemed shares	300,000	301,227	(1,227)
Matthews Pacific Tiger - reinvested capital gains	79,427	-	79,427
Class action settlements	2,679	-	2,679
TOTAL	12,467,949	10,688,824	1,779,125

Application for Automatic Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Go to www.irs.gov/Form8868 for the latest information.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. THE ZELLERBACH FAMILY FOUNDATION	Taxpayer identification number (TIN) 94-6069482
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 455 MARKET STREET, NO. 2200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN FRANCISCO, CA 94105	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 | 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

THE ZELLERBACH FAMILY FOUNDATION

- The books are in the care of ▶ **455 MARKET STREET, SUITE 2200 - SAN FRANCISCO, CA 94105**
Telephone No. ▶ **415-421-2629** Fax No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box ▶
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and TINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 16, 2020**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2019** or
▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	175,000.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	175,000.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.