

**Return of Private Foundation**

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

**2015**

Open to Public Inspection

Form **990-PF**

Department of the Treasury  
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.  
▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2015 or tax year beginning , and ending

Name of foundation <b>SUNLIGHT GIVING</b>		A Employer identification number <b>**-*****</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>855 EL CAMINO REAL, BLDG 4, SUITE 250</b>	Room/suite	B Telephone number <b>(415) 561-6540</b>
City or town, state or province, country, and ZIP or foreign postal code <b>PALO ALTO, CA 94301</b>		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>373,812,898.</b>	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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received	387,346,977.		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	823,523.	823,523.		STATEMENT 2
	4 Dividends and interest from securities	1,820,320.	1,820,320.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-746,158.			STATEMENT 1
	b Gross sales price for all assets on line 6a	390,106,450.			
	7 Capital gain net income (from Part IV, line 2)		386,600,372.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	389,244,662.	389,244,215.			
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees <b>STMT 4</b>	56,453.	0.		63,090.
	b Accounting fees <b>STMT 5</b>	20,000.	12,000.		6,000.
	c Other professional fees <b>STMT 6</b>	820,845.	398,025.		375,840.
	17 Interest				
	18 Taxes <b>STMT 7</b>	3,890,204.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses <b>STMT 8</b>	9,458.	330.		2,568.
	24 Total operating and administrative expenses. Add lines 13 through 23	4,796,960.	410,355.		447,498.
	25 Contributions, gifts, grants paid	6,416,600.			6,416,600.
26 Total expenses and disbursements. Add lines 24 and 25	11,213,560.	410,355.		6,864,098.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	378,031,102.				
b Net investment income (if negative, enter -0-)		388,833,860.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	167,606.	131,459,245.	131,459,245.
	3 Accounts receivable	967,999.		
	Less: allowance for doubtful accounts		967,999.	967,999.
	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	39,150.	332.	332.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other	STMT 9	0.	241,385,322.	241,385,322.
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	206,756.	373,812,898.	373,812,898.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)	STATEMENT 10	25,937.	232,064.
23 Total liabilities (add lines 17 through 22)	25,937.	232,064.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here	<input checked="" type="checkbox"/>		
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	180,819.	373,580,834.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here	<input type="checkbox"/>		
	and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds				
28 Paid-in or capital surplus, or land, bldg., and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	180,819.	373,580,834.		
31 Total liabilities and net assets/fund balances	206,756.	373,812,898.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	180,819.
2 Enter amount from Part I, line 27a	2	378,031,102.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	378,211,921.
5 Decreases not included in line 2 (itemize) UNREALIZED LOSS	5	4,631,087.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	373,580,834.

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

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	<b>SEE ATTACHED STATEMENTS</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	<b>390,106,450.</b>		<b>3,506,078.</b>	<b>386,600,372.</b>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			<b>386,600,372.</b>

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	<b>386,600,372.</b>
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	<b>N/A</b>

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	<b>0.</b>	<b>62,833.</b>	<b>.000000</b>
2013			
2012			
2011			
2010			

2	Total of line 1, column (d) .....	2	<b>.000000</b>
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years .....	3	<b>.000000</b>
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 .....	4	<b>212,509,161.</b>
5	Multiply line 4 by line 3 .....	5	<b>0.</b>
6	Enter 1% of net investment income (1% of Part I, line 27b) .....	6	<b>3,888,339.</b>
7	Add lines 5 and 6 .....	7	<b>3,888,339.</b>
8	Enter qualifying distributions from Part XII, line 4 .....	8	<b>6,864,098.</b>

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,888,339.
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	3,888,339.
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	3,888,339.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	3,885,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	20,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,905,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	16,661.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input checked="" type="checkbox"/> 16,661.   Refunded <input checked="" type="checkbox"/>	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 instructions for the definition)? <i>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.</i>		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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by 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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> STMT 11	X	

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address HTTP://WWW.SUNLIGHTGIVING.ORG/
14 The books are in care of PACIFIC FOUNDATION SERVICES Telephone no. (415) 561-6540
Located at 855 EL CAMINO REAL BLDG 4, SUITE 250, PALO ALTO, ZIP+4 94301
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2015, 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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?
Organizations relying on a current notice regarding disaster assistance check here
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 2015?
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?
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.)
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?
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2015?

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No **N/A**  
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  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?  Yes  No

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

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

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

5b		
6b		X
7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
TEGAN ACTON 855 EL CAMINO REAL, BLDG 4, SUITE 250 PALO ALTO, CA 94301	PRESIDENT 10.00	0.	0.	0.
BRIAN ACTON 855 EL CAMINO REAL, BLDG 4, SUITE 250 PALO ALTO, CA 94301	SECRETARY 1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000  **0**

**Part 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
PACIFIC FOUNDATION SERVICES - 1660 BUSH STREET, SUITE 300, SAN FRANCISCO, CA 94109	PROGRAM & ADMIN. SERVICES	469,800.
GOLDMAN, SACHS & CO. - 555 CALIFORNIA STREET, 45TH FLOOR, SAN FRANCISCO, CA 94104	INVESTMENT MANAGEMENT SERVICES	351,045.
COOLEY LLP - 101 CALIFORNIA STREET, 5TH FLOOR, SAN FRANCISCO, CA 94111	LEGAL SERVICES	56,453.

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	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3 ..... 0.	

<b>Part X</b>		<b>Minimum Investment Return</b> (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	85,897,527.
b	Average of monthly cash balances .....	1b	128,767,904.
c	Fair market value of all other assets .....	1c	1,079,910.
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	215,745,341.
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	215,745,341.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) .....	4	3,236,180.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	5	212,509,161.
6	<b>Minimum investment return.</b> Enter 5% of line 5 .....	6	10,625,458.

<b>Part XI</b>		<b>Distributable Amount</b> (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here <input type="checkbox"/> and do not complete this part.)	
1	Minimum investment return from Part X, line 6 .....	1	10,625,458.
2a	Tax on investment income for 2015 from Part VI, line 5 .....	2a	3,888,339.
b	Income tax for 2015. (This does not include the tax from Part VI.) .....	2b	
c	Add lines 2a and 2b .....	2c	3,888,339.
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	6,737,119.
4	Recoveries of amounts treated as qualifying distributions .....	4	0.
5	Add lines 3 and 4 .....	5	6,737,119.
6	Deduction from distributable amount (see instructions) .....	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	7	6,737,119.

<b>Part XII</b>		<b>Qualifying Distributions</b> (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	6,864,098.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 .....	4	6,864,098.
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	3,888,339.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	6	2,975,759.

**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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				6,737,119.
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			980.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 6,864,098.				
a Applied to 2014, but not more than line 2a			980.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				6,737,119.
e Remaining amount distributed out of corpus	125,999.			
5 Excess distributions carryover applied to 2015 (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	125,999.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	125,999.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015	125,999.			

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 2015, enter the date of the ruling

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

Table with 5 columns: (a) 2015, (b) 2014, (c) 2013, (d) 2012, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-c (Alternative tests).

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).

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds.

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

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

c Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
THE ALAMEDA COUNTY COMMUNITY FOOD BANK INC. 7900 EDGEWATER DRIVE OAKLAND, CA 94621		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	100,000.
AMERICAN CIVIL LIBERTIES UNION FOUNDATION, INC. 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004		501(C)(3) PUBLIC CHARITY	ACLU CENTENNIAL CAMPAIGN	750,000.
ASIAN AMERICANS FOR COMMUNITY INVOLVEMENT OF SANTA CLARA COUNTY 2400 MOORPARK AVE. SUITE 300 SAN JOSE, CA 95128		501(C)(3) PUBLIC CHARITY	YEAR-END HOLIDAY PROGRAMS	5,000.
BAYKEEPER (SAN FRANCISCO BAYKEEPER) 1736 FRANKLIN STREET, SUITE 800 OAKLAND, CA 94612		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	20,000.
COASTSIDE HOPE PO BOX 1089, 99 ALHAMBRA AVE. EL GRANADA, CA 94018		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	30,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>6,416,600.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				
				<b>0.</b>





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**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 4,773,743 SHARES FACEBOOK, INC	D	11/20/09	
b 90,339 SHARES ISHARES MSCI TAIWAN ETF	P		12/08/15
c 429 SHARES REMY INTERNATIONAL, INC. CMN	P	07/07/15	07/13/15
d 380 SHARES DOLBY LABORATORIES, INC. CMN CLASS A	P	07/07/15	07/14/15
e 221 SHARES REMY INTERNATIONAL, INC. CMN	P	07/07/15	07/14/15
f 394 SHARES GIGAMON INC CMN	P	07/07/15	07/23/15
g 400 SHARES CYTEC INDUSTRIES INC. COMMON STOCK	P	07/07/15	07/29/15
h 1 SHARE LUMENTUM HOLDINGS INC. CMN	P	07/07/15	08/04/15
i 304 SHARES CYTEC INDUSTRIES INC. COMMON STOCK	P	07/07/15	08/12/15
j 3,569 SHARES FIRST NIAGARA FINANCIAL GROUP, CMN	P	07/07/15	09/25/15
k 814 SHARES REGAL BELOIT CORP CMN	P		10/01/15
l 1,293 SHARES CHEMTURA CORPORATION CMN	P	07/07/15	10/09/15
m 4,497 SHARES DANA HOLDING CORPORATION CMN	P		10/21/15
n 80 SHARES ORMAT TECHNOLOGIES, INC. CMN	P	07/07/15	
o 3,712 SHARES FIRST NIAGARA FINANCIAL GROUP, CMN	P		10/30/15

(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 386,685,585.		313.	386,685,272.
b 1,193,582.		1,305,596.	-112,014.
c 12,485.		8,969.	3,516.
d 14,199.		14,200.	-1.
e 6,470.		4,620.	1,850.
f 12,616.		12,497.	119.
g 29,543.		23,959.	5,584.
h 16.			16.
i 22,481.		18,209.	4,272.
j 37,300.		33,102.	4,198.
k 45,066.		54,612.	-9,546.
l 39,762.		34,711.	5,051.
m 76,037.		81,711.	-5,674.
n 2,993.		2,993.	0.
o 38,624.		36,533.	2,091.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			386,685,272.
b			-112,014.
c			3,516.
d			-1.
e			1,850.
f			119.
g			5,584.
h			16.
i			4,272.
j			4,198.
k			-9,546.
l			5,051.
m			-5,674.
n			0.
o			2,091.

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

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**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 2,385 SHARES CADENCE DESIGN SYSTEMS INC CMN	P		12/29/15
b 739 SHARES MERCURY SYSTEMS INC CMN	P	07/07/15	12/29/15
c 1,242 SHARES NUANCE COMMUNICATIONS, INC. CMN	P	07/07/15	12/29/15
d 1,185 SHARES MERCURY SYSTEMS INC CMN	P	07/07/15	
e 110,000 SHARES TREEHOUSE FOODS, INC. 4.875% 03/15	P	07/15/15	09/30/15
f 30,000 SHARES VALEANT PHARMACEUTICALS INTERN 5.62	P	08/12/15	11/02/15
g 20,000 SHARES BRIGHTSTAR CORP. 9.5% 12/01/2016 PV	P	09/04/15	12/11/15
h 600,000 SHARES PENN VA RESOURCE FIN CORP II 8.375	P	07/09/15	08/13/15
i 1,000,000 SHARES ANHEUSER-BUSCH INBEV WORLDWIDE 2	P	08/14/15	12/21/15
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 50,371.		46,623.	3,748.
b 14,108.		10,638.	3,470.
c 25,020.		20,646.	4,374.
d 22,080.		17,058.	5,022.
e 105,050.		111,640.	-6,590.
f 25,650.		30,657.	-5,007.
g 20,000.		20,234.	-234.
h 660,762.		653,128.	7,634.
i 966,650.		963,429.	3,221.
j			
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,748.
b			3,470.
c			4,374.
d			5,022.
e			-6,590.
f			-5,007.
g			-234.
h			7,634.
i			3,221.
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	386,600,372.
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

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<b>Part XV Supplementary Information</b>				
<b>3 Grants and Contributions Paid During the Year (Continuation)</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
COMMUNITY FOOD BANK OF SAN BENITO COUNTY 1133 SAN FELIPE ROAD HOLLISTER, CA 95023		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	75,000.
COMMUNITY SERVICES AGENCY 204 STIERLIN RD, MOUNTAIN VIEW, CA 94043 MOUNTAIN VIEW, CA 94043		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	50,000.
COMMUNITY SOLUTIONS FOR CHILDREN FAMILIES AND INDIVIDUALS 9015 MURRAY AVENUE, #100 GILROY, CA 95020		501(C)(3) PUBLIC CHARITY	YEAR-END HOLIDAY PROGRAMS	5,000.
CORA COMMUNITY OVERCOMING RELATIONSHIP ABUSE 2211 PALM AVE. SAN MATEO, CA 94402		501(C)(3) PUBLIC CHARITY	YEAR-END HOLIDAY PROGRAMS	10,000.
ECUMENICAL HUNGER PROGRAM 2411 PULGAS AVENUE EAST PALO ALTO, CA 94303		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	50,000.
ENVIRONMENT CALIFORNIA 3435 WILSHIRE BLVD., STE. 385 LOS ANGELES, CA 90010		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	500.
FAMILY SUPPORTIVE HOUSING INC. 692 N KING RD. SAN JOSE, CA 95133		501(C)(3) PUBLIC CHARITY	YEAR-END HOLIDAY PROGRAMS	5,000.
FOOD BANK FOR MONTEREY COUNTY 815 W. MARKET STREET, SUITE S SALINAS, CA 93901		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	75,000.
GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS 1725 DESALES ST. NW SUITE 404 WASHINGTON, DC 20036		501(C)(3) PUBLIC CHARITY	MEMBERSHIP	6,100.
HOMEFIRST SERVICES OF SANTA CLARA COUNTY 507 VALLEY WAY MILPITAS, CA 95035		501(C)(3) PUBLIC CHARITY	YEAR-END HOLIDAY PROGRAMS	5,000.
<b>Total from continuation sheets</b>				<b>5,511,600.</b>

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**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LIFEMOVES 181 CONSTITUTION DRIVE, SUITE 100 MENLO PARK, CA 94025		501(C)(3) PUBLIC CHARITY	YEAR-END HOLIDAY PROGRAMS	15,000.
LOAVES&FISHES FAMILY KITCHEN 389 E.SANTA CLARA STREET SAN JOSE, CA 95113		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	25,000.
MAITRI PO BOX 697 SANTA CLARA, CA 95052		501(C)(3) PUBLIC CHARITY	YEAR-END HOLIDAY PROGRAMS	5,000.
MARTHA'S KITCHEN 311 WILLOW STREET SAN JOSE, CA 95110		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	20,000.
MONARCH SERVICES- SERVICIOS MONARCA 1685 COMMERCIAL WAY SANTA CRUZ, CA 95065		501(C)(3) PUBLIC CHARITY	YEAR-END HOLIDAY PROGRAMS	5,000.
NEXT DOOR SOLUTIONS TO DOMESTIC VIOLENCE 234 E. GISH ROAD, SUITE 200 SAN JOSE, CA 95112		501(C)(3) PUBLIC CHARITY	YEAR-END HOLIDAY PROGRAMS	5,000.
PACIFICANS CARE P.O. BOX 875 PACIFICA, CA 94044		501(C)(3) PUBLIC CHARITY	GENERAL OPERATING SUPPORT FOR PACIFICA RESOURCE CENTER	10,000.
PUENTE DE LA COSTA SUR PO BOX 554 PESCADERO, CA 94060		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	50,000.
SOUTH COUNTY COMMUNITY HEALTH CENTER, INC DBA RAVENSWOOD FAM. HEALTH CENTER 1798A BAY ROAD EAST PALO ALTO, CA 94303		501(C)(3) PUBLIC CHARITY	PARTIALLY GENERAL SUPPORT AND PARTIALLY TO FULLY CONCLUDE THE RAVENSWOOD FAMILY HEALTH CENTER FACILITY	2,000,000.
REACHING OUT, INC. 2315 CANOAS GARDEN AVENUE SAN JOSE, CA 95125		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	10,000.
<b>Total from continuation sheets</b>				

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**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SACRED HEART COMMUNITY SERVICE 1381 SOUTH FIRST STREET SAN JOSE, CA 95110		501(C)(3) PUBLIC CHARITY	2015 BACKPACK DRIVE	20,000.
SACRED HEART COMMUNITY SERVICE 1381 SOUTH FIRST STREET SAN JOSE, CA 95110		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	50,000.
SAMARITAN HOUSE P.O. BOX 53 BRISBANE, CA 94005		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	75,000.
SAN FRANCISCO BALLET ASSOCIATION 455 FRANKLIN STREET SAN FRANCISCO, CA 94102		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	10,000.
SAN FRANCISCO FOOD BANK 900 PENNSYLVANIA AVENUE SAN FRANCISCO, CA 94107		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	50,000.
SAN FRANCISCO OCEAN FILM FESTIVAL 1007 GENERAL KENNEDY AVENUE, SUITE 205 SAN FRANCISCO, CA 94129		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	5,000.
SAN FRANCISCO ZOOLOGICAL SOCIETY 1 ZOO ROAD SAN FRANCISCO, CA 94132		501(C)(3) PUBLIC CHARITY	ZOOMOBILE PROGRAM	5,000.
SECOND HARVEST FOOD BANK 750 CURTNER AVE. SAN JOSE, CA 95125		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	250,000.
SECOND HARVEST FOOD BANK OF SAN JOAQUIN & STANISLAUS COUNTIES, INC. 704 E INDUSTRIAL PARK DRIVE MANTECA, CA 95337		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	75,000.
SECOND HARVEST FOOD BANK SANTA CRUZ COUNTY 800 OHLONE PARKWAY WATSONVILLE, CA 95076		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	100,000.
<b>Total from continuation sheets</b> .....				

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**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SILICON VALLEY COMMUNITY FOUNDATION 2440 WEST EL CAMINO REAL, SUITE 300 MOUNTAIN VIEW, CA 94040		501(C)(3) PUBLIC CHARITY	ACLU SPIRIT CHALLENGE	250,000.
THE SOCIETY OF ST. VINCENT DE PAUL, PARTICULAR COUNCIL OF SAN MATEO COUNTY, 50 NORTH B STREET SAN MATEO, CA 94401		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	40,000.
ST. ANTHONY'S PADUA DINING ROOM 3500 MIDDLEFIELD ROAD MENLO PARK, CA 94025		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	15,000.
ST. JOSEPH'S FAMILY CENTER 7950 CHURCH STREET, SUITE A GILROY, CA 95020		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	40,000.
ST. THOMAS THE APOSTLE SCHOOL 3801 BALBOA STREET SAN FRANCISCO, CA 94121		501(C)(3) PUBLIC CHARITY	TO SUPPORT SCIENCE ENRICHMENT ACTIVITIES BENEFITTING ST. THOMAS APOSTLE SCHOOL STUDENTS	10,000.
SUNNYVALE COMMUNITY SERVICES 725 KIFER ROAD SUNNYVALE, CA 94086		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	50,000.
TABLE OF PLENTY HMB, A NONPROFIT CORPORATION PO BOX 3693 HALF MOON BAY, CA 94037		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	5,000.
THERE WITH CARE OF THE BAY AREA 3475 EDISON WAY, SUITE H MENLO PARK, CA 94025		501(C)(3) PUBLIC CHARITY	GENERAL SUPPORT	20,000.
VMC FOUNDATION 2400 MOORPARK AVENUE, SUITE 207 SAN JOSE, CA 95128		501(C)(3) PUBLIC CHARITY	FOR TURNING WHEELS FOR KIDS	10,000.
VMC FOUNDATION 2400 MOORPARK AVENUE, SUITE 207 SAN JOSE, CA 95128		501(C)(3) PUBLIC CHARITY	THE WOMEN'S AND CHILDREN'S CENTER AT SANTA CLARA VALLEY MEDICAL CENTER- CAPITAL CAMPAIGN	2,000,000.
<b>Total from continuation sheets</b> .....				



**Part XV** Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - SOUTH COUNTY COMMUNITY HEALTH CENTER, INC DBA

RAVENSWOOD FAM. HEALTH CENTER

PARTIALLY GENERAL SUPPORT AND PARTIALLY TO FULLY CONCLUDE THE  
RAVENSWOOD FAMILY HEALTH CENTER FACILITY EXPANSION CAMPAIGN ELIMINATING  
ALL FACILITY LOAN PAYMENTS, AND THEN APPLY THE REMAINING GIFT BALANCE  
FOR FLEXIBLE GENERAL OPERATING SUPPORT.