

Form 990-PF

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

2007

Department of the Treasury Internal Revenue Service

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2007, or tax year beginning 01-01-2007 and ending 12-31-2007

Check all that apply Initial return Final return Amended return Address change Name change

Use the IRS label. Name of foundation: Bob A Ross Foundation Inc. A Employer identification number: 94-3254090. B Telephone number: (415) 861-5019. H Check type of organization: Section 501(c)(3) exempt private foundation. J Accounting method: Cash.

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	1,089,374	687,897	687,897
	3 Accounts receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____			
	4 Pledges receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		4,703	4,703
	10a Investments—U S and state government obligations (attach schedule)	496,562 <input type="checkbox"/>	200,015	199,844
	b Investments—corporate stock (attach schedule)	5,365,607 <input type="checkbox"/>	5,335,402	5,386,870
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> _____ 690,000 Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____ 35,753	765,000 <input type="checkbox"/>	654,247	775,000
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	3,249,657 <input type="checkbox"/>	3,472,837	3,857,490
	14 Land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____			
15 Other assets (describe <input type="checkbox"/> _____)	<input type="checkbox"/> 1,140 <input type="checkbox"/>	<input type="checkbox"/> 631 <input type="checkbox"/>	<input type="checkbox"/> 631 <input type="checkbox"/>	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,967,340	10,355,732	10,912,435	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	397,710		
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe <input type="checkbox"/> _____)			
23 Total liabilities (add lines 17 through 22)	397,710	0		
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	10,569,630	10,355,732	
	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 (see the instructions)	10,569,630	10,355,732		
31 Total liabilities and net assets/fund balances (see the instructions)	10,967,340	10,355,732		

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	10,569,630
2	Enter amount from Part I, line 27a	2	-87,035
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____	3	
4	Add lines 1, 2, and 3	4	10,482,595
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> _____	5	126,863
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,355,732

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a			
b Capital Gain Dividends			
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			85,726
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	85,726
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2006	409,950	10,376,079	0.03951
2005	375,484	56,484	6.64762
2004	185,492	55,365	3.35035
2003	2,497	60,663	0.04116
2002	2,494	53,617	0.04652

2 Total of line 1, column (d).	2	10.12515
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	2.02503
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5.	4	10,899,338
5 Multiply line 4 by line 3.	5	22,071,486
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	3,470
7 Add lines 5 and 6.	7	22,074,956
8 Enter qualifying distributions from Part XII, line 4.	8	495,700

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 the 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 letter _____ (attach copy of ruling 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	6,939
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	
3	Add lines 1 and 2.	3	6,939
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	6,939
6	Credits/Payments		
a	2007 estimated tax payments and 2006 overpayment credited to 2007	6a	11,642
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	11,642
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,703
11	Enter the amount of line 10 to be Credited to 2008 estimated tax ▶ 4,703 Refunded ▶	11	

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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for 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>		No
c Did the foundation file Form 1120-POL for this year?.		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
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>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		No
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>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
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>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ▶ CA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities Continued

<p>11a 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) <input checked="" type="checkbox"/></p>	11a	Yes	
<p>b If "Yes," did the foundation have a binding written contract in effect on August 17, 2007, covering the interest, rents, royalties, and annuities described in the attachment for line 11a?</p>	11b	Yes	
<p>12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract?</p>	12		No
<p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?</p> <p>Web site address N/A</p>	13	Yes	
<p>14 The books are in care of GOOD & FOWLER LLP Telephone no (650) 872-7600 Located at 262 GRAND AVENUE SO SAN FRANCISCO CA ZIP+4 940803707</p>			
<p>15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15</p>			15

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
<p>1a During the year did the foundation (either directly or indirectly)</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(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</p> <p>(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</p>				
<p>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 the instructions)? 1b</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p>				No
<p>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 2007? 1c</p>				No
<p>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))</p> <p>a At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes," list the years 20__, 20__, 20__, 20__</p> <p>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 the instructions). 2b</p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20__, 20__, 20__, 20__</p>				
<p>3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>b If "Yes," did it have excess business holdings in 2007 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.</i>) 3b</p>				No
<p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a</p>				No
<p>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 2007? 4b</p>				No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>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 the instructions)? . . . 5b <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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 checked="" type="checkbox"/> No</p> <p>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>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</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b <input checked="" type="checkbox"/> No</p> <p>If you answered "Yes" to 6b, also file Form 8870.</p> <p>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</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b <input checked="" type="checkbox"/> No</p>		
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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 (see the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Mitchell Richstone 262 Grand Ave So San Francisco, CA 94080	CFO 1 00	5,925		
HB Horn 950 ROCKDALE DRIVE SAN FRANCISCO, CA 94127	Secretary 1 00	0		
Thomas E Horn 950 ROCKDALE DRIVE SAN FRANCISCO, CA 94127	President 25 00	0		

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

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

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

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

3 Five highest-paid independent contractors for professional services—(see the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1		
2		
All other program-related investments. See the instructions		
3		
Total Add lines 1 through 3.		

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see the 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	4,172,723
b	Average of monthly cash balances.	1b	817,595
c	Fair market value of all other assets (see the instructions).	1c	6,075,000
d	Total (add lines 1a, b, and c).	1d	11,065,318
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	
3	Subtract line 2 from line 1d.	3	11,065,318
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see the instructions).	4	165,980
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,899,338
6	Minimum investment return. Enter 5% of line 5.	6	544,967

Part XI Distributable Amount (see the 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	544,967
2a	Tax on investment income for 2007 from Part VI, line 5.	2a	6,939
b	Income tax for 2007 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,939
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	538,028
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	538,028
6	Deduction from distributable amount (see the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	538,028

Part XII Qualifying Distributions (see the 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	495,700
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	495,700
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	495,700

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 the instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7				538,028
2 Undistributed income, if any, as of the end of 2006				
a Enter amount for 2006 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2007				
a From 2002.				
b From 2003.				
c From 2004.			76,325	
d From 2005.			372,692	
e From 2006.				
f Total of lines 3a through e.	449,017			
4 Qualifying distributions for 2007 from Part XII, line 4 ▶ \$ <u>495,700</u>				
a Applied to 2006, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see the instructions).				
c Treated as distributions out of corpus (Election required—see the instructions).	0			
d Applied to 2007 distributable amount.				495,700
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2007 (If an amount appears in column (d), the same amount must be shown in column (a).)	42,328			42,328
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	406,689			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see the instructions				
e Undistributed income for 2006 Subtract line 4a from line 2a Taxable amount—see the instructions				
f Undistributed income for 2007 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2008				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions).				
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see the instructions).				
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	406,689			
10 Analysis of line 9				
a From 2003.				
b From 2004.			33,997	
c From 2005.			372,692	
d From 2006.				
e From 2007.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling.

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

	Tax year	Prior 3 years			(e) Total
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% 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 organization had \$5,000 or more in assets at any time during the year—see the 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))

Thomas E Horn

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient	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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 495,700
b <i>Approved for future payment</i>				
Total				3b

**TY 2007 Investments Corporate
Stock Schedule**

Name: Bob A Ross Foundation Inc

EIN: 94-3254090

Software ID: 07000211

Software Version: 2007v2.3

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CLOSELY-HELD STOCK	5,300,000	5,300,000
ZIMMER HOLDINGS INC	2,646	2,646
GILEAD SCIENCES INC	22,406	73,616
BRISTOL-MYERS SQUIBB COMPANY	10,350	10,608

Additional Data

Software ID: 07000211
Software Version: 2007v2.3
EIN: 94-3254090
Name: Bob A Ross Foundation Inc

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year

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				
YMCA4901 Indian School Road NE Albuquerque, NM 87110		PUBLIC	UNRESTRICTEDGRANT	10,000
UCSF AIDS HEALTH PROJECTPO Box 0884 San Francisco, CA 94143		PUBLIC	UNRESTRICTEDGRANT	5,000
TRANSGENDER LAW CENTER870 Market Street 823 San Francisco, CA 94108		PUBLIC	UNRESTRICTEDGRANT	7,500
TENDERLOIN HEALTHPO BOX 423930 SAN FRANCISCO, CA 94142		PUBLIC	UNRESTRICTED GRANT	10,000
SAN FRANCISCO SPECIAL EVENTS COMMITTEE - PO BOX 420966 SAN FRANCISCO, CA 94142		PUBLIC	UNRESTRICTED GRANT	10,000
San Francisco Planning Urban Resear 312 Sutter Street 500 SAN FRANCISCO, CA 94142		PUBLIC	UNRESTRICTED GRANT	1,000
SAN FRANCISCO INTERFAITH COUNCIL - PO BOX 29055 SAN FRANCISCO, CA 94129		PUBLIC	UNRESTRICTED GRANT	5,000
SAN FRANCISCO BALLET455 FRANKLIN STREET San Francisco, CA 94102		PUBLIC	RESTRICTEDGRANT	100,000
SAN FRANCISCO ARTS COMMISSION25 VAN NESS AVE 240 SAN FRANCISCO, CA 94102		PUBLIC	RESTRICTEDGRANT	67,500
RICHMONDERMET AIDS FOUNDATION942 DIVISADERO STREET 201 SAN FRANCISCO, CA 94115		PUBLIC	UNRESTRICTED GRANT	15,000
POSITIVE RESOURCE CENTER785 MARKET STREET 10TH FL SAN FRANCISCO, CA 94103		PUBLIC	UNRESTRICTED GRANT	10,000
OPEN HOUSE870 MARKET STREET 742 San Francisco, CA 94102		PUBLIC	UNRESTRICTED GRANT	10,000
NEW LEAF SERVICES1390 MARKET STREET 800 San Francisco, CA 94102		PUBLIC	UNRESTRICTED GRANT	1,000
NEW CONSERVATORY THEATRE25 VAN NESS AVENUE SAN FRANCISCO, CA 94102		PUBLIC	UNRESTRICTED GRANT	5,000
NATIONAL LESBIAN GAY JOURNALISTS ASSOC-1420 K ST WASHINGTON, DC 20005		PUBLIC	RESTRICTEDGRANT	2,500
Total				495,700

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year

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 <i>Paid during the year</i>							
MEALS ON WHEELS1375 FAIRFAX AVENUE San Francisco, CA 94124					PUBLIC	UNRESTRICTED GRANT	15,000
MAITRI COMPASSIONATE CARE 401 DUBOCE AVENUE San Francisco, CA 94117					PUBLIC	UNRESTRICTED GRANT	5,000
LYRIC127 COLLINGWOOD STREET San Francisco, CA 94114					PUBLIC	UNRESTRICTED GRANT	2,500
LARKIN STREET YOUTH SERVICES 1138 SUTTER STREET SAN FRANCISCO, CA 94109					PUBLIC	UNRESTRICTED GRANT	25,000
HORIZONS FOUNDATION870 MARKET STREET 728 San Francisco, CA 94102					PUBLIC	UNRESTRICTED GRANT	10,000
GOLDEN GATE PERFORMING ARTS 1800 MARKET ST PMB 100 San Francisco, CA 94102					PUBLIC	UNRESTRICTED GRANT	5,000
GLIDE FOUNDATION330 ELLIS STREET San Francisco, CA 94102					PUBLIC	UNRESTRICTED GRANT	10,000
GLBT NATIONAL HELP CENTER 2261 MARKET ST PMB 296 San Francisco, CA 94114					PUBLIC	UNRESTRICTED GRANT	1,500
Gay-Straight Alliance Network1550 Bryant St 800 SAN FRANCISCO, CA 94103					PUBLIC	UNRESTRICTED GRANT	10,000
French American International Schoo 150 Oak St SAN FRANCISCO, CA 94102					PUBLIC	UNRESTRICTED GRANT	5,000
FRAMELINE145 NINTH ST 300 San Francisco, CA 94103					PUBLIC	UNRESTRICTED GRANT	40,000
Federation of Gay Games584 Castro Street 343 SAN FRANCISCO, CA 94114					PUBLIC	UNRESTRICTED GRANT	5,000
FACE TO FACE873 SECOND STREET SANTA ROSA, CA 95404					PUBLIC	UNRESTRICTED GRANT	25,000
CORO NORTHERN CALIFORNIA601 MONTGOMERY STREET 800 SAN FRANCISCO, CA 94111					PUBLIC	UNRESTRICTED GRANT	10,000
CHANTICLEER44 PAGE ST 604 San Francisco, CA 94102					PUBLIC	UNRESTRICTED GRANT	5,000
Total							495,700

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year

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 <i>Paid during the year</i>				
AIDS LEGAL REFERRAL PANEL1663 MISSION STREET 500 SAN FRANCISCO, CA 94103		PUBLIC	UNRESTRICTED GRANT	10,000
AIDS EMERGENCY FUND965 MISSION STREET 630 SAN FRANCISCO, CA 94103		PUBLIC	UNRESTRICTED GRANT	41,200
ACLU OF NORTHERN CALIFORNIA 39 Drumm Street SAN FRANCISCO, CA 94111		PUBLIC	UNRESTRICTED GRANT	11,000
Total				495,700

TY 2007 Investments - Land Schedule

Name: Bob A Ross Foundation Inc

EIN: 94-3254090

Software ID: 07000211

Software Version: 2007v2.3

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Buildings	690,000	35,753	654,247	775,000

TY 2007 Investments - Other Schedule

Name: Bob A Ross Foundation Inc

EIN: 94-3254090

Software ID: 07000211

Software Version: 2007v2.3

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIDELITY DIVIDEND GROWTH FUND	AT COST	114,491	117,248
FIDELITY CAPITAL APPRECIATION FUND	AT COST	397,735	407,674
FIDELITY CAPITAL & INCOME FUND	AT COST	118,516	123,680
FIDELITY FLOATING RATE HIGH INCOME FUND	AT COST	583,802	559,212
SPARTAN 500 INDEX FUND	AT COST	843,525	1,007,016
DODGE & COX INCOME FUND	AT COST	59,776	57,148
DODGE & COX INTERNATIONAL STOCK FUND	AT COST	709,528	952,911
DODGE & COX BALANCED FUND	AT COST	645,464	632,601

TY 2007 Other Assets Schedule

Name: Bob A Ross Foundation Inc

EIN: 94-3254090

Software ID: 07000211

Software Version: 2007v2.3

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDEND RECEIVABLE	1,140	631	631

TY 2007 Other Decreases Schedule**Name:** Bob A Ross Foundation Inc**EIN:** 94-3254090**Software ID:** 07000211**Software Version:** 2007v2.3

Description	Amount
GAAP TO CASH BASIS ADJUSTMENT	126,863

TY 2007 Other Expenses Schedule

Name: Bob A Ross Foundation Inc

EIN: 94-3254090

Software ID: 07000211

Software Version: 2007v2.3

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE FILING FEES	235			

TY 2007 Other Professional Fees Schedule

Name: Bob A Ross Foundation Inc

EIN: 94-3254090

Software ID: 07000211

Software Version: 2007v2.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT FEES	5,200	0	0	0

TY 2007 Taxes Schedule

Name: Bob A Ross Foundation Inc

EIN: 94-3254090

Software ID: 07000211

Software Version: 2007v2.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX ON DIVIDENDS	1,408	1,408		
FEDERAL TAX ON INVESTMENT INCOME	6,939			

TY 2007

Transfers From Controlled Entities

Name: Bob A Ross Foundation Inc

EIN: 94-3254090

Software ID: 07000211

Software Version: 2007v2.3

Name	US / Foreign Address	EIN	Description	Amount
BENRO ENTERPRISES INC	395 9TH ST SAN FRANCISCO, CA 94103	94-2206228	RENTAL PAYMENTS	75,000
Total				75,000