EXTENDED TO NOVEMBER 16, 2015

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: THE ELI AND EDYTHE BROAD FOUNDATION

A Employer identification number: 95-4686318

Number and street (or P O box number if mail is not delivered to street address): 2121 AVENUE OF THE STARS

Room/suite: 3000

B Telephone number: (310) 954-5026

City or town, state or province, country, and ZIP or foreign postal code: LOS ANGELES, CA 90067

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 1,941,410,735.

J Accounting method: ☐ Cash [X] Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(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	2,990,433.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,375.	4,375.		STATEMENT 2
	4 Dividends and interest from securities	18,175,014.	24,251,389.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	104,551,910.			STATEMENT 1
	b Gross sales price for all assets on line 6a 483,788,412.				
	7 Capital gain net income (from Part IV, line 2)		156,156,587.		
	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	25,312,939.	11,531,092.		STATEMENT 4
	12 **Total.** Add lines 1 through 11	151,034,671.	191,943,443.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	655,240.	0.		655,240.
	14 Other employee salaries and wages	1,864,878.	0.		1,813,173.
	15 Pension plans, employee benefits	429,634.	0.		374,095.
	16a Legal fees STMT 5	121,540.	0.		123,263.
	b Accounting fees STMT 6	104,250.	49,825.		54,425.
	c Other professional fees STMT 7	5,195,298.	1,463,037.		3,715,067.
	17 Interest	10,139.	0.		10,139.
	18 Taxes STMT 8	2,848,285.	0.		628.
	19 Depreciation and depletion	339,602.	0.		
	20 Occupancy	401,520.	0.		526,825.
	21 Travel, conferences, and meetings	583,142.	0.		600,060.
	22 Printing and publications				
	23 Other expenses STMT 9	20,831,096.	21,263,318.		598,865.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	33,384,624.	22,776,180.		8,471,780.
	25 Contributions, gifts, grants paid	159,611,882.			158,312,966.
	26 **Total expenses and disbursements.** Add lines 24 and 25	192,996,506.	22,776,180.		166,784,746.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-41,961,835.			
	b **Net investment income** (if negative, enter -0-)		169,167,263.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED NOV 17 2015 OGDEN, UT IRS-OSC

SCANNED NOV 18 2015

423501 11-24-14 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2014)

670 5

16151028 139431 5001-EEBF 2014.04030 THE ELI AND EDYTHE BROAD FO 5001-EE1

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	3,707,759.	3,785,448.	3,785,448.
	2 Savings and temporary cash investments	58,769,168.	74,156,641.	74,156,641.
	3 Accounts receivable ▶ 126,938.			
	Less: allowance for doubtful accounts ▶		126,938.	126,938.
	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			
	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 11	1,759,535,721.	1,788,892,477.	1,788,892,477.
	14 Land, buildings, and equipment: basis ▶ 2,318,232.			
	Less accumulated depreciation STMT 10 ▶ 568,502.	137,974.	1,749,730.	1,749,730.
	15 Other assets (describe ▶ STATEMENT 12)	67,466,762.	72,699,501.	72,699,501.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,889,617,384.	1,941,410,735.	1,941,410,735.
Liabilities	17 Accounts payable and accrued expenses	1,422,935.	1,702,837.	
	18 Grants payable	511,016,008.	512,314,924.	
	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)	4,297,006.	5,130,511.	
	23 **Total liabilities** (add lines 17 through 22)	516,735,949.	519,148,272.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	1,372,881,435.	1,422,262,463.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] 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**	1,372,881,435.	1,422,262,463.	
	31 **Total liabilities and net assets/fund balances**	1,889,617,384.	1,941,410,735.	

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	1,372,881,435.
2	Enter amount from Part I, line 27a	2	-41,961,835.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	91,342,863.
4	Add lines 1, 2, and 3	4	1,422,262,463.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,422,262,463.

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	SEE ATTACHED STATEMENTS			
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	483,788,412.		327,631,825.	156,156,587.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				156,156,587.

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	156,156,587.
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 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))
2013	120,086,211.	1,788,206,332.	.067155
2012	158,681,628.	1,640,037,797.	.096755
2011	156,375,909.	1,657,218,388.	.094360
2010	136,595,723.	1,517,318,724.	.090024
2009	176,623,028.	1,349,608,439.	.130870

2	**Total** of line 1, column (d)	2	.479164
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	.095833
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,881,859,347.
5	Multiply line 4 by line 3	5	180,344,227.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,691,673.
7	Add lines 5 and 6	7	182,035,900.
8	Enter qualifying distributions from Part XII, line 4	8	187,486,374.

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 ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b		1	1,691,673.
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	1,691,673.
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	1,691,673.
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a 1,662,633.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 750,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	2,412,633.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	6,983.
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	713,977.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 713,977. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see 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? If "No," attach explanation*	8b	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) STATEMENT 14 STATEMENT 15 STMT 16	11	X	
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.BROADFOUNDATION.ORG

14 The books are in care of ▶ FAMILY OFFICE FINANCIAL SERVICES, L Telephone no. ▶ (310) 954-5025

Located at ▶ 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, ZIP+4 ▶ 90067

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

		Yes	No
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). 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.		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? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
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 2014?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ 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	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No			
b If "Yes," did it have excess business holdings in 2014 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 2014.)*	3b		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)? **5b** X

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? SEE STATEMENT 17 ☒ Yes ☐ No

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? **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? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **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
ELI BROAD 2121 AVENUE OF THE STARS, SUITE 3000 LOS ANGELES, CA 90067	TRUSTEE, CHAIRMAN 30.00	60,000.	6,675.	0.
EDYTHE L. BROAD 2121 AVENUE OF THE STARS, SUITE 3000 LOS ANGELES, CA 90067	CO-TRUSTEE 1.00	0.	0.	0.
BRUCE REED 2121 AVENUE OF THE STARS, SUITE 3000 LOS ANGELES, CA 90067	PRESIDENT 40.00	595,240.	50,458.	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
GREGORY MCGINITY - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, CA	MANAGING DIRECTOR, POLICY 32.00	228,000.	43,150.	0.
DANIEL HOLLANDER, M.D. - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES,	DIRECTOR, BROAD MEDICAL 40.00	179,550.	13,158.	0.
LUIS DE LA FUENTE - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, CA	SENIOR DIRECTOR, EDUCATION 40.00	157,000.	21,844.	0.
REBECCA DIBIASE - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, CA	MANAGING DIRECTOR, PROGRAMS 20.00	131,040.	11,794.	0.
SHARON MERON - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, CA	SENIOR DIRECTOR, RESEARCH AND EVAL 30.00	125,432.	11,910.	0.

Total number of other employees paid over $50,000 ▶ 4

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
FAMILY OFFICE INVESTMENT SERVICES, LLC - 2121 AVENUE OF THE STARS, SUITE 3000, LOS ANGLES,	INVESTMENT SERVICES	1,369,057.
FAMILY OFFICE FINANCIAL SERVICES, LLC - 2121 AVENUE OF THE STARS, SUITE 3000, LOS ANGLES,	ACCTG, ADMIN, TECH, HR, PR, TAX MGMT	1,313,805.
RTI INTERNATIONAL 2150 SHATTUCK AVE., BERKELEY, CA 94704	SCHOOL DISTRICT ANALYSIS	849,345.
DAVID ESSLEMAN DBA GREAT GAINS 2301 WALNUT AVE, MANHATTAN BEACH, CA 90266	ED PROGRAM SERVICES	302,250.
PASTOREK PARTNERS LLC 8913 DARBY LANE, RIVER RIDGE, LA 70123	ED PROGRAM SERVICES	247,861.
Total number of others receiving over $50,000 for professional services ▶		7

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 PROGRAM RELATED INVESTMENT TO SUPPORT THE BROAD ART FOUNDATION'S WORLDWIDE LENDING PROGRAM OF CONTEMPORARY ARTWORK BY PROVIDING A NO-INTEREST LOAN FOR ART ACQUISITION.	20,000,000.
2 SEE STATEMENT 18	701,628.
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	20,701,628.

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	260,806,536.
b	Average of monthly cash balances		1b	59,452,810.
c	Fair market value of all other assets		1c	1,590,257,758.
d	**Total** (add lines 1a, b, and c)		1d	1,910,517,104.
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	1,910,517,104.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	28,657,757.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	1,881,859,347.
6	**Minimum investment return.** Enter 5% of line 5		6	94,092,967.

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	94,092,967.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 1,691,673.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b 16,426.		
c	Add lines 2a and 2b		2c	1,708,099.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	92,384,868.
4	Recoveries of amounts treated as qualifying distributions		4	1,014,355.
5	Add lines 3 and 4		5	93,399,223.
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	93,399,223.

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	166,784,746.
b	Program-related investments - total from Part IX-B	1b	20,701,628.
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	187,486,374.
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	1,691,673.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	185,794,701.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				93,399,223.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years: _____ , _____ , _____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009 104,189,894.				
b From 2010 62,867,377.				
c From 2011 66,652,681.				
d From 2012 79,091,445.				
e From 2013 32,081,106.				
f **Total** of lines 3a through e	344,882,503.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $187,486,374.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				93,399,223.
e Remaining amount distributed out of corpus	94,087,151.			
5 Excess distributions carryover applied to 2014 (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	438,969,654.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				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 2009 not applied on line 5 or line 7	104,189,894.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	334,779,760.			
10 Analysis of line 9:				
a Excess from 2010 62,867,377.				
b Excess from 2011 66,652,681.				
c Excess from 2012 79,091,445.				
d Excess from 2013 32,081,106.				
e Excess from 2014 94,087,151.				

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 2014, 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	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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).)

SEE STATEMENT 19

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

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
a *Paid during the year*				
4.0 SCHOOLS 643 MAGAZINE ST. NEW ORLEANS, LA 70130	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
50CAN 1112 16TH STREET WASHINGTON, DC 20036	NONE	PC	FELLOWSHIP LAUNCH	100,000.
ACCION INTERNATIONAL 56 ROLAND STREET BOSTON, MA 02129	NONE	PC	GENERAL OPERATING SUPPORT	10,000.
ACME NETWORK 505 ALTA VISTA AVENUE LOS ANGELES, CA 90017	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
A D ARCHITECTURE AND DESIGN MUSEUM 6032 WILSHIRE BLVD LOS ANGELES, CA 90036	NONE	PC	GENERAL OPERATING SUPPORT	2,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	158,312,966.
b *Approved for future payment*				
MAYORS FUND FOR LOS ANGELES 200 N. SPRING ST. LOS ANGELES, CA 90012	NONE	PC	GENERAL OPERATING SUPPORT	600,000.
MUSEUM OF CONTEMPORARY ART 250 SOUTH GRAND AVE. LOS ANGELES, CA 90012	NONE	PC	GENERAL OPERATING SUPPORT	4,000,000.
PITZER COLLEGE 1050 NORTH MILLS AVE. CLAREMONT, CA 91711	NONE	PC	GENERAL OPERATING SUPPORT	750,000.
Total SEE CONTINUATION SHEET(S)			▶ 3b	6,350,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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			14	4,375.	
4 Dividends and interest from securities			14	18,175,014.	
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	523000	2,448,804.	18	22,752,780.	
8 Gain or (loss) from sales of assets other than inventory			18	104,551,910.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a RETURN OF GRANT FUNDS					111,355.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		2,448,804.		145,484,079.	111,355.
13 **Total**. Add line 12, columns (b), (d), and (e)					13 148,044,238.

(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).
11A	RETURN OF CHARITABLE GRANTS AND GRANT EXPENSE PAID IN A PREVIOUS YEAR

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

May the IRS discuss this

Signature of officer or trustee Date

Paid Preparer Use Only

Print/Type preparer's name: Cindy Quane

Preparer's signature

Firm's name ▶ FAMILY OFFICE FINANCIAL

Firm's address ▶ 2121 AVE OF THE STARS, LOS ANGELES, CA 90067

[redacted]

423622
11-24-14

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2014

Name of the organization	Employer identification number
THE ELI AND EDYTHE BROAD FOUNDATION	95-4686318

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

LHA **For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.**

Name of organization: THE ELI AND EDYTHE BROAD FOUNDATION

Employer identification number: 95-4686318

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	ELI AND EDYTHE L. BROAD 2121 AVENUE OF THE STARS, 3000 LOS ANGELES, CA 90067	$ 1,990,333.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
2	THE IRVINE COMPANY 550 NEWPORT CENTER DRIVE NEWPORT BEACH, CA 92660	$ 1,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization: THE ELI AND EDYTHE BROAD FOUNDATION

Employer identification number: 95-4686318

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
1	76,185 SHS INTEL	$ 1,990,333.	05/05/14

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

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

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

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

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

Name of organization: THE ELI AND EDYTHE BROAD FOUNDATION

Employer identification number: 95-4686318

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	PUBLICLY TRADED SECURITIES	P	01/01/14	12/31/14
b	PUBLICLY TRADED SECURITIES	D	01/01/00	05/13/14
c	CAPITAL GAIN - BOOK ONLY ACCRUAL	P	01/01/14	12/31/14
d	BLACKSTONE RESOURCES SELECT	P	04/28/11	01/30/14
e	RUSSIAN PROSPERITY FUND	P	10/22/13	05/20/14
f	ASTENBECK COMMODITIES II	P	03/31/10	08/29/14
g	MORGAN STANLEY GLOBAL FRANCHISE	P	12/12/12	08/29/14
h	PRIMECAP ODYSSEY GROWTH	P	07/19/13	08/29/14
i	MATTHEWS PACIFIC TIGER	P	04/30/09	12/16/14
j	ETON PARK	P	12/31/07	12/31/14
k	BROOKSIDE CAPITAL PARTNERS	P	04/01/02	12/31/14
l	TPG AXON PARTNERS	P	12/31/04	12/31/14
m	PERRY PARTNERS	P	10/30/02	12/31/14
n	ITHAN CREEK INVESTORS	P	06/02/08	12/31/14
o	KING STREET CAPITAL	P	12/31/07	12/31/14

	(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	71,519,204.		68,147,809.	3,371,395.
b	2,004,855.		1,186,200.	818,655.
c	34,490,566.		34,490,566.	0.
d	11,282,123.		15,000,000.	-3,717,877.
e	7,072,532.		8,000,000.	-927,468.
f	38,055,289.		35,000,000.	3,055,289.
g	18,152,152.		15,725,143.	2,427,009.
h	24,825,658.		25,185,967.	-360,309.
i	23,023,638.		21,178,700.	1,844,938.
j	1,029,624.			1,029,624.
k	1,404,211.			1,404,211.
l	586,168.			586,168.
m	30,329.			30,329.
n	2,645,291.			2,645,291.
o	356,045.			356,045.

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				3,371,395.
b				818,655.
c				0.
d				-3,717,877.
e				-927,468.
f				3,055,289.
g				2,427,009.
h				-360,309.
i				1,844,938.
j				1,029,624.
k				1,404,211.
l				586,168.
m				30,329.
n				2,645,291.
o				356,045.

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	

423591
05-01-14

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	SILVER POINT	P	12/31/07	12/31/14
b	GS VINTAGE FUND II	P	05/07/02	12/31/14
c	GS VINTAGE FUND III	P	03/30/07	12/31/14
d	DORCHESTER SECONDARY	P	06/02/10	12/31/14
e	DORCHESTER SECONDARIES II	P	10/13/11	12/31/14
f	CORUS CO-INVEST	P	12/21/09	12/31/14
g	ARES SPECIAL PURPOSE CREDIT OPP	P	06/11/08	12/31/14
h	GOLDENTREE MASTER FUND	P	12/31/07	12/31/14
i	GMO QUALITY	P	12/12/12	12/31/14
j	AG CAPITAL RECOVERY II	P	07/02/01	12/31/14
k	AG CAPITAL RECOVERY III	P	04/01/02	12/31/14
l	PALOMINO FUND	P	10/02/06	12/31/14
m	TPG AIRLINE CREDIT OPP.	P	02/06/06	12/31/14
n	TPG VI - PEI AIV	P	01/01/13	12/31/14
o	T3	P	01/01/99	12/31/14

	(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	142,948.			142,948.
b	319,798.			319,798.
c	3,944,586.			3,944,586.
d	405,679.			405,679.
e	1,841,731.		700,904.	1,140,827.
f	2,200,693.			2,200,693.
g	3,830,287.			3,830,287.
h	78,679.			78,679.
i	16,445,163.		15,000,000.	1,445,163.
j	19,127.			19,127.
k	6,104.			6,104.
l	2,913,281.			2,913,281.
m	3,100,935.			3,100,935.
n	195,417.		194,632.	785.
o	21,796,159.		22,022,564.	-226,405.

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				142,948.
b				319,798.
c				3,944,586.
d				405,679.
e				1,140,827.
f				2,200,693.
g				3,830,287.
h				78,679.
i				1,445,163.
j				19,127.
k				6,104.
l				2,913,281.
m				3,100,935.
n				785.
o				-226,405.

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	

423591
05-01-14

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	CASTLELAKE AVIATION OPPS	P	01/01/10	12/31/14
b	MORTGAGE OPPORTUNITIES	P	01/01/09	12/31/14
c	STATE STREET EAGLE	P	03/31/14	12/31/14
d	SQ ADVISORS	P	01/01/13	12/31/14
e	RIVA CAPITAL	D	02/01/09	12/31/14
f	ARES SPECIAL PURPOSE CREDIT OPP	D	06/30/12	12/31/14
g	SPO PARTNERS II	D	02/01/09	12/31/14
h	CRESTVIEW I	D	02/01/09	12/31/14
i	FORTRESS FUND III CO-INVEST	D	02/01/09	12/31/14
j	FORTRESS RESID DEUTSCH	D	02/01/09	12/31/14
k	APOLLO CREDIT OPP II	D	02/01/09	12/31/14
l	PARTNERSHIP PASSTHROUGH STCG	P		
m	PARTNERSHIP PASSTHROUGH LTCG	P		
n	CAPITAL GAINS DIVIDENDS			
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	7,389,418.		7,431,799.	-42,381.
b	6,232,516.		6,404,449.	-171,933.
c	2,906,219.		2,658,331.	247,888.
d	39,454,047.		28,295,980.	11,158,067.
e	4,550,969.		1,984,815.	2,566,154.
f	4,931,438.			4,931,438.
g	6,318,845.		2,507,863.	3,810,982.
h	19,727,006.		10,113,543.	9,613,463.
i	2,412,198.		851,411.	1,560,787.
j	8,455,944.		2,686,685.	5,769,259.
k	6,734,176.		562,256.	6,171,920.
l	4,981,661.		2,302,208.	2,679,453.
m	75,185,130.			75,185,130.
n	790,573.			790,573.
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				-42,381.
b				-171,933.
c				247,888.
d				11,158,067.
e				2,566,154.
f				4,931,438.
g				3,810,982.
h				9,613,463.
i				1,560,787.
j				5,769,259.
k				6,171,920.
l				2,679,453.
m				75,185,130.
n				790,573.
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	156,156,587.
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

423591
05-01-14

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
AFTER-SCHOOL ALL-STARS 9255 SUNSET BLVD. LOS ANGELES, CA 90069	NONE	PC	GENERAL OPERATING SUPPORT	20,000.
AGA INSTITUTE 4930 DEL REY AVE. BETHESDA, MD 20814	NONE	PC	HIGH SCHOOL STUDENTS SUMMER RESEARCH PROJECT	25,000.
ALLIANCE FOR COLLEGE-READY PUBLIC SCHOOLS 1940 SOUTH FIGUEROA ST. LOS ANGELES, CA 90007	NONE	PC	BLENDED LEARNING FOR ALLIANCE SCHOOL TRANSFORMATION	500,000.
ALLIANCE FOR SCHOOL CHOICE 1660 L STREET, NW WASHINGTON, DC 20036	NONE	PC	GENERAL OPERATING SUPPORT	25,000.
AMERICAN ACADEMY IN ROME 7 E. 60TH STREET NEW YORK, NY 10022	NONE	PC	GENERAL OPERATING SUPPORT	2,500.
AMERICAN ACADEMY OF ACHIEVEMENT 1222 16TH STREET WASHINGTON, DC 20036	NONE	PC	GENERAL OPERATING SUPPORT	25,000.
AMERICAN COMMITTEE FOR THE TEL AVIV FOUNDATION 1201 BROADWAY NEW YORK, NY 10001	NONE	PC	GENERAL OPERATING SUPPORT	75,000.
AMERICAN ENTERPRISE INSTITUTE FOR PUBLIC POLICY RESEARCH 1150 17TH STREET, NW WASHINGTON, DC 20036	NONE	PC	EDUCATION POLICY WORKING GROUP	12,500.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVE NEW YORK, NY 10110	NONE	PC	GENERAL OPERATING SUPPORT	10,000.
AMERICAN FRIENDS OF THE ISRAEL PHILHARMONIC ORCHESTRA 122 EAST 42ND ST. NEW YORK, NY 10168	NONE	PC	GENERAL OPERATING SUPPORT	23,400.
Total from continuation sheets				158,100,466.

423631
05-01-14

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
AMERICAN HIMALAYAN FOUNDATION 909 MONTGOMERY SAN FRANCISCO, CA 94133	NONE	PC	GENERAL OPERATING SUPPORT	2,000.
AMERICAN JEWISH COMMITTEE 165 E. 56TH ST. NEW YORK, NY 10022	NONE	PC	GENERAL OPERATING SUPPORT	3,500.
AMERICAN SUNRISE 2006 W. COMMERCE STREET SAN ANTONIO, TX 78207	NONE	PC	GENERAL OPERATING SUPPORT	20,000.
AMERICANS FOR THE ARTS INC. 1 EAST 53 STREET NEW YORK, NY 20005	NONE	PC	GENERAL OPERATING SUPPORT	100,000.
ANTI-DEFAMATION LEAGUE 10495 SANTA MONICA BLVD. LOS ANGELES, CA 90025	NONE	PC	GENERAL OPERATING SUPPORT	1,500.
ARCS FOUNDATION INC. 24520 HAWTHORNE BLVD. TORRANCE, CA 90505	NONE	PC	GENERAL OPERATING SUPPORT	300.
ART DIVISION 2521 W 4TH ST. LOS ANGELES, CA 90057	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
ARTHRITIS FOUNDATION 800 W. SIXTH ST LOS ANGELES, CA 90017	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
ASPEN INSTITUTE 521 FIFTH AVENUE NEW YORK, NY 10175	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
ASPIRE PUBLIC SCHOOLS 426 17TH STREET OAKLAND, CA 94612	NONE	PC	EXPANSION OF HIGH-QUALITY PUBLIC CHARTER SCHOOLS IN CALIFORNIA	810,000.
Total from continuation sheets				

423631
05-01-14

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
BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY 326 GALVEZ ST. STANFORD, CA 94305	NONE	PC	GENERAL OPERATING SUPPORT	4,000.
BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS 506 S WRIGHT ST. URBANA, IL 61801	NONE	PC	IBD RESEARCH FUNDING	2,000.
BRADY CENTER TO PREVENT GUN VIOLENCE 1225 EYE STREET, NW WASHINGTON, DC 20005	NONE	PC	VOICES AGAINST VIOLENCE MARCH	50,000.
BROAD CENTER FOR THE MANAGEMENT OF SCHOOL SYSTEMS 2121 AVENUE OF THE STARS LOS ANGELES, CA 90067	NONE	PC	TO IDENTIFY, TRAIN AND SUPPORT SUCCESSFUL LEADERS OF PUBLIC SCHOOL SYSTEMS	12,000,000.
BROAD INSTITUTE, INC. 7 CAMBRIDGE CTR CAMBRIDGE, MA 02142	NONE	PC	GENOMIC MEDICAL RESEARCH AND BIOMEDICINE	70,000,000.
BROWN UNIVERSITY 164 ANGELL ST. PROVIDENCE, RI 02192	NONE	PC	GENERAL OPERATING SUPPORT	8,000.
BUILDING EXCELLENT SCHOOLS 262 WASHINGTON ST. BOSTON, MA 02108	NONE	PC	LOS ANGELES FELLOW SUPPORT	191,250.
CALIFORNIA CHARTER SCHOOLS ASSOCIATION CALIFORNIA SAN FRANCISCO, CA 94104	NONE	PC	PUBLIC CHARTER SCHOOL ADVOCACY, LEADERSHIP AND ACCOUNTABILITY	50,000.
CALIFORNIA COMMUNITY FOUNDATION 445 SOUTH FIGUEROA ST. LOS ANGELES, CA 90071	NONE	PC	SUPPORT FOR THE MAYOR'S FUND FOR LOS ANGELES	200,000.
CALIFORNIA SCIENCE CENTER FOUNDATION 700 STATE DRIVE LOS ANGELES, CA 90037	NONE	PC	SUPPORT FOR THE DEAD SEA SCROLLS EXHIBITION	50,000.
Total from continuation sheets				

423631
05-01-14

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
CARDEN CONEJO PARENTS ASSOCIATION 975 EVENSTAR WESTLAKE VILLAGE, CA 91361	NONE	PC	GENERAL OPERATING SUPPORT	15,000.
CARDIOVASCULAR RESEARCH FDN OF SO. CA 414 N. CAMDEN DRIVE BEVERLY HILLS, CA 90210	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
CATHOLIC EDUCATION FOUNDATION 3424 WILSHIRE BLVD. LOS ANGELES, CA 90010	NONE	PC	GENERAL OPERATING SUPPORT	10,000.
CENTER FOR AMERICAN PROGRESS 1333 H STREET, NW WASHINGTON, DC 20005	NONE	PC	RESEARCH ON GUN POLICY	25,000.
CENTER FOR AMERICAN PROGRESS 1333 H STREET, NW WASHINGTON, DC 20005	NONE	PC	RESEARCH ON CRITICAL EDUCATION REFORM ISSUES	19,200.
CENTER FOR AMERICAN PROGRESS 1333 H STREET, NW WASHINGTON, DC 20005	NONE	PC	RESEARCH ON EDUCATION GOVERNANCE ISSUES	54,324.
CENTER FOR THE STUDY OF THE PRESIDENCY 1020 19TH STREET, NW WASHINGTON, DC 20036	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
CENTER THEATRE GROUP 601 W TEMPLE LOS ANGELES, CA 90012	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
CHAPMAN UNIVERSITY 1 UNIVERSITY ORANGE, CA 92866	NONE	PC	GENERAL OPERATING SUPPORT	15,000.
CHILDREN NOW 1212 BROADWAY OAKLAND, CA 94612	NONE	PC	WEIGHTED PUPIL FORMULA COMMUNICATIONS CAMPAIGN	50,000.
Total from continuation sheets				

423631
05-01-14

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
CHILDREN'S DEFENSE FUND 25 E STREET, NW WASHINGTON, DC 20001	NONE	PC	GENERAL OPERATING SUPPORT	2,000.
CHILDREN'S DIABETES FOUNDATION 4380 S SYRACUSE ST. DENVER, CO 80237	NONE	PC	GENERAL OPERATING SUPPORT	2,000.
CHILDREN'S LAW CENTER OF CALIFORNIA 901 CORPORATE CENTER DR. MONTEREY PARK, CA 91754	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
CHILDREN'S SCHOLARSHIP FUND 8 WEST 38TH ST. NEW YORK, NY 10018	NONE	PC	TEDDY FORSTMANN SCHOLARSHIP FUND	250,000.
CITIES FOR EDUCATION ENTREPRENEURSHIP TRUST POST OFFICE BOX 9640 BEND, OR 97708	NONE	SOI	EDUCATION GOVERNANCE AND PERSONALIZED LEARNING REFORM	375,000.
CLEVELAND CLINIC FOUNDATION 2049 EAST 100TH CLEVELAND, OH 44195	NONE	PC	IMPROVEMENTS TO THE DIGESTIVE DISEASE INSTITUTE'S SURGICAL SUITES	41,250.
COMMON SENSE MEDIA 650 TOWNSEND SAN FRANCISCO, CA 94103	NONE	PC	DEVELOPMENT AND EXPANSION OF GRAPHITE WEBSITE FOR TEACHERS	1,700,000.
COMMUNITIES IN SCHOOLS 277 SOUTH WASHINGTON ST. ALEXANDRA, VA 22314	NONE	PC	GENERAL OPERATING SUPPORT	2,500.
COMMUNITY ADVOCATES 444 SOUTH FLOWER ST. LOS ANGELES, CA 90071	NONE	PC	GENERAL OPERATING SUPPORT	25,000.
COMMUNITY INITIATIVES 354 PINE STREET, SAN FRANCISCO, CA 94104	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
Total from continuation sheets				

423631
05-01-14

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
COMPUTERS FOR YOUTH (CFY) 520 EIGHTH AVENUE NEW YORK, NY 10018	NONE	PC	BUILDING RESEARCH CAPACITY TO EVALUATE EDUCATIONAL SOFTWARE	64,000.
COMPUTERS FOR YOUTH (CFY) 520 EIGHTH AVENUE NEW YORK, NY 10018	NONE	PC	MEASURING THE IMPACT OF EDUCATION SOFTWARE ON STUDENT OUTCOMES	600,000.
CORNELL UNIVERSITY 410 THURSTON AVE. ITHACA, NY 14853	NONE	PC	RICHARD MEIER PROFESSORSHIP, DEPARTMENT OF ARCHITECTURE	40,000.
COUNCIL OF CHIEF STATE SCHOOL OFFICERS 1 MASSACHUSETTS AVE. WASHINGTON, DC 20001	NONE	PC	NEW JERSEY DEPARTMENT OF EDUCATION SUPPORT	300,000.
COUNCIL OF CHIEF STATE SCHOOL OFFICERS 1 MASSACHUSETTS AVE. WASHINGTON, DC 20001	NONE	PC	NEW MEXICO DEPARTMENT OF EDUCATION STRATEGIC COMMUNICATIONS SUPPORT	50,000.
CROHN'S & COLITIS FOUNDATION OF AMERICA 1640 S SEPULVEDA BLVD. LOS ANGELES, CA 90025	NONE	PC	SUPPORT OF THE MERGER OF THE BROAD MEDICAL RESEARCH PROGRAM	2,000,000.
CROSSROADS SCHOOL FOR ARTS AND SCIENCES 1714 21ST STREET SANTA MONICA, CA 90404	NONE	PC	GENERAL OPERATING SUPPORT	4,000.
DANCE WORKS INC. 514 S. SPRING LOS ANGELES, CA 90013	NONE	PC	GENERAL OPERATING SUPPORT	22,500.
DENVER PUBLIC SCHOOLS 900 GRANT STREET DENVER, CO 80203	NONE	PC	DIAGNOSTIC SITE VISIT USING THE BROAD PRIZE FRAMEWORK FOR DISTRICT EXCELLENCE	8,984.
EAGLE AND BADGE FOUNDATION 1308 W EIGHTH ST. LOS ANGELES, CA 90017	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
Total from continuation sheets				

423631
05-01-14

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
EDUCATION PIONEERS 300 FRANK H. OGAWA PLAZA OAKLAND, CA 94612	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
EDUCATION REFORM NOW 24 WEST 46TH ST. NEW YORK, NY 10036	NONE	PC	SUPPORT OF NEW PARENT ENGAGEMENT PROGRAM	225,000.
EDUCATION REFORM NOW 24 WEST 46TH ST. NEW YORK, NY 10036	NONE	PC	NATIONAL ADVOCACY PROGRAM	800,000.
EDUCATION REFORM NOW 24 WEST 46TH ST. NEW YORK, NY 10036	NONE	PC	DIGITAL LEARNING BOOK PROJECT	12,500.
EDUCATION TRUST 1250 H STREET, NW WASHINGTON, DC 20005	NONE	PC	EDUCATION REFORM ADVOCACY PROGRAM	334,000.
EDITORIAL PROJECTS IN EDUCATION 6935 ARLINGTON BETHESDA, MD 20814	NONE	PC	EDUCATION WEEK SUPPORT	100,000.
EDITORIAL PROJECTS IN EDUCATION 6935 ARLINGTON BETHESDA, MD 20814	NONE	PC	EDUCATION WEEK SUPPORT	75,000.
EDUCATORS FOR EXCELLENCE (E4E) 333 W. 39TH ST. NEW YORK, NY 10018	NONE	PC	EXPANSION SUPPORT	150,000.
EDUCAUSE 1150 18TH STREET, NW WASHINGTON, DC 20036	NONE	PC	NEXT GENERATION LEARNING CHALLENGES (NGLC) REGIONAL PILOT	3,000,000.
EDVOICE INSTITUTE FOR RESEARCH AND EDUCATION 1107 9TH STREET SACRAMENTO, CA 95814	NONE	PC	GENERAL OPERATING SUPPORT	65,000.
Total from continuation sheets				

423631
05-01-14

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
ELDRIDGE STREET PROJECT INC. 12 ELDRIDGE ST. NEW YORK, NY 10002	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
ELTON JOHN AIDS FOUNDATION INC. 584 BROADWAY NEW YORK, NY 10012	NONE	PC	GENERAL OPERATING SUPPORT	10,000.
EXCEPTIONAL CHILDREN'S FOUNDATION 8740 W. WASHINGTON BLVD. CULVER CITY, CA 90232	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
EXED, LLC 429 SANTA MONICA BLVD. SANTA MONICA, CA 90401	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
EXPLORING THE ARTS 750 LEXINGTON AVE. NEW YORK, NY 10022	NONE	PC	GENERAL OPERATING SUPPORT	1,500.
FAMILIES FOR EXCELLENT SCHOOLS (FES) 147 PRINCE STREET BROOKLYN, NY 11201	NONE	PC	PARENT ADVOCACY EFFORTS IN NEW YORK CITY	150,000.
FIDELITY INVESTMENTS CHARITABLE GIFT FUND P. O. BOX 77001 CINCINNATI, OH 45277	NONE	PC	SUPPORT FOR HILLS GOVERNANCE FUND	10,000.
FORDHAM LAW SCHOOL 140 W 62ND AVE. NEW YORK, NY 10023	NONE	PC	GENERAL OPERATING SUPPORT	25,000.
FOUNDATION FOR EXCELLENCE IN EDUCATION POST OFFICE BOX 10691 TALLAHASSEE, FL 32302	NONE	PC	EXCELLENCE IN ACTION II	250,000.
FRICK COLLECTION 1 E 70TH STREET NEW YORK, NY 10021	NONE	PC	PROGRAM FOR THE HISTORY OF COLLECTING IN AMERICA	25,000.
Total from continuation sheets				

423631
05-01-14

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
FRIENDS OF BRENTWOOD, INC. 165 HOMEWOOD ROAD LOS ANGELES, CA 90049	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
FRIENDS OF NICK, INC. 8 WEST 38TH ST. NEW YORK, NY 10018	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
FULFILLMENT FUND 6100 WILSHIRE BLVD. LOS ANGELES, CA 90048	NONE	PC	GENERAL OPERATING SUPPORT	25,000.
FULTON COUNTY SCHOOLS 786 CLEVELAND AVE. ATLANTA, GA 30315	NONE	PC	DIAGNOSTIC SITE VISIT USING THE BROAD PRIZE FRAMEWORK FOR DISTRICT EXCELLENCE	26,293.
FULTON COUNTY SCHOOLS 786 CLEVELAND AVE. ATLANTA, GA 30315	NONE	PC	PERSONALIZED LEARNING BUSINESS PLAN	150,000.
GREEN DOT PUBLIC SCHOOLS 350 SOUTH FIGUEROA ST. LOS ANGELES, CA 90071	NONE	PC	GREEN DOT PUBLIC SCHOOLS II	675,000.
HABITAT FOR HUMANITY 270 PEACHTREE STREET NW ATLANTA, GA 30303	NONE	PC	GENERAL OPERATING SUPPORT	15,000.
HARLEM CHILDREN'S ZONE 2770 BROADWAY NEW YORK, NY 10025	NONE	PC	GENERAL OPERATING SUPPORT	2,500.
HARLEM CHILDREN'S ZONE 2770 BROADWAY NEW YORK, NY 10025	NONE	PC	GENERAL OPERATING SUPPORT III	100,000.
HARVARD UNIVERSITY 103 MASS AVE. CAMBRIDGE, MA 2138	NONE	PC	GENERAL OPERATING SUPPORT	20,000.
Total from continuation sheets				

423631
05-01-14

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
HILLEL AT UCLA 574 HILGARD AVE. LOS ANGELES, CA 90024	NONE	PC	GENERAL OPERATING SUPPORT	1,800.
HISTORYMAKERS 1900 SOUTH MICHIGAN AVE CHICAGO, IL 60616	NONE	PC	GENERAL OPERATING SUPPORT	100,000.
HOMEBOY INDUSTRIES 1916 EAST FIRST ST. LOS ANGELES, CA 90033	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
HUNT INSTITUTE PO BOX 9380 CHAPEL HILL, NC 27514	NONE	PC	HUNT LEADERSHIP FELLOWSHIP START UP SUPPORT	150,000.
INDIANA UNIVERSITY FOUNDATION 1315 EAST 10TH ST. BLOOMINGTON, IN 47405	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
INNER CITY LAW CENTER 1309 EAST 7TH ST. LOS ANGELES, CA 90021	NONE	PC	GENERAL OPERATING SUPPORT	1,500.
INNOSIGHT INSTITUTE, INC. 100 WEST EL CAMINO REAL MOUNTAIN VIEW, CA 94040	NONE	PC	GENERAL OPERATING SUPPORT	178,000.
INTERNATIONAL PARTNERS CASSIE STERN MEMORIAL INC. PO BOX 3774 SILVER SPRING, MD 20910	NONE	PC	GENERAL OPERATING SUPPORT	30,000.
INTERNATIONAL PARTNERS CASSIE STERN MEMORIAL INC. PO BOX 3774 SILVER SPRING, MD 20910	NONE	PC	GENERAL OPERATING SUPPORT	8,500.
INTERNATIONAL RESCUE COMMITTEE, INC. 122 EAST 42ND NEW YORK, NY 10168	NONE	PC	GENERAL OPERATING SUPPORT	20,000.
Total from continuation sheets				

423631
05-01-14

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
J STREET EDUCATION FUND, INC. P.O. BOX 66073 WASHINGTON, DC 20035	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
JANE GOODALL INSTITUTE 9481 SUNSET BLVD. BEVERLY HILLS, CA 90210	NONE	PC	GENERAL OPERATING SUPPORT	1,600.
JEFFERSON PARISH PUBLIC SCHOOL SYSTEM 501 MANHATTAN BLVD. HARVEY, LA 70058	NONE	PC	DIAGNOSTIC SITE VISIT USING THE BROAD PRIZE FRAMEWORK FOR DISTRICT EXCELLENCE	23,698.
JENNIFER DIAMOND CANCER FOUNDATION 9410 OWENSMOUTH AVE. CHATSWORTH, CA 91311	NONE	PC	GENERAL OPERATING SUPPORT	500.
JEWISH FEDERATION COUNCIL OF GREATER LOS ANGELES 6505 WILSHIRE BLVD. LOS ANGELES, CA 90048	NONE	PC	GENERAL OPERATING SUPPORT	301,000.
JEWISH HISTORICAL SOCIETY OF MICHIGAN 6600 W MAPLE RD. BLOOMFIELD, MI 48322	NONE	PC	GENERAL OPERATING SUPPORT	2,000.
JEWISH MUSEUM 136 EAST 57 ST. NEW YORK, NY 10022	NONE	PC	GENERAL OPERATING SUPPORT	1,500.
KAYAMANAN NG LAHI PHILIPPINE FOLK ARTS & HUMANITIES 11338 BRADDOCK CULVER CITY, CA 90230	NONE	PC	GENERAL OPERATING SUPPORT	2,000.
KECK SCHOOL OF MEDICINE OF USC 1425 SAS PABLO ST. LOS ANGELES, CA 90033	NONE	PC	GENERAL OPERATING SUPPORT	65,000.
KHAN ACADEMY POST OFFICE BOX 1630 MOUNTAIN VIEW, CA 94042	NONE	PC	EXPANSION OF ONLINE LEARNING PROGRAMS AND DEVELOPMENT OF ANALYTICS	1,000,000.
Total from continuation sheets				

423631
05-01-14

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
KNOWLEDGE IS POWER PROGRAM (KIPP) 529 FIFTH AVE. NEW YORK, NY 10175	NONE	PC	KIPP - GENERAL OPERATING SUPPORT	1,000,000.
KNOWLEDGE IS POWER PROGRAM (KIPP) 529 FIFTH AVE. NEW YORK, NY 10175	NONE	PC	KIPP - LOS ANGELES CHARTER SCHOOL EXPANSION	2,500,000.
KOCE/PBS SOCAL 3080 BRISTOL ST, COSTA MESA, CA 92626	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
LA THEATRE WORKS 681 VENICE VENICE, CA 90291	NONE	PC	GENERAL OPERATING SUPPORT	10,000.
LA'S BEST 200 NORTH SPRING ST. LOS ANGELES, CA 90012	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
LAWS 2 LIVE BY INTERNATIONAL INC. PO BOX 10825 TAMPA, FL 33679	NONE	PC	GENERAL OPERATING SUPPORT	25,000.
LEADERSHIP FOR EDUCATIONAL EQUITY 1413 K STREET WASHINGTON, DC 20005	NONE	PC	GENERAL OPERATING SUPPORT	1,000,000.
LEARNING ACCELERATOR 10605 FARALLONE DR. CUPERTINO, CA 95014	NONE	PC	STARTUP SUPPORT	100,000.
LIBRARY FOUNDATION OF LOS ANGELES 630 WEST 5TH ST. LOS ANGELES, CA 90071	NONE	PC	GENERAL OPERATING SUPPORT	12,640.
LONGHOUSE RESERVE 133 HANDS CREEK RD. EAST HAMPTON, NY 11937	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
Total from continuation sheets				

423831
05-01-14

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
LOS ANGELES OPERA COMPANY 135 N. GRAND AVE. LOS ANGELES, CA 90012	NONE	PC	GENERAL OPERATING SUPPORT	505,000.
LOS ANGELES PHILHARMONIC ASSOCIATION 151 SOUTH GRAND AVE. LOS ANGELES, CA 90012	NONE	PC	GENERAL OPERATING SUPPORT	21,000.
LOS ANGELES PHILHARMONIC ASSOCIATION 151 SOUTH GRAND AVE. LOS ANGELES, CA 90012	NONE	PC	YOUTH ORCHESTRA LA (YOLA) PROGRAM SUPPORT	1,000.
LOS ANGELES POLICE FOUNDATION 515 SOUTH FLOWER STREET LOS ANGELES, CA 90071	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
LOS ANGELES POLICE MUSEUM 6045 YORK BLVD. LOS ANGELES, CA 90042	NONE	PC	GENERAL OPERATING SUPPORT	3,500.
LOS ANGELES PRESS CLUB 4773 HOLLYWOOD BLVD. LOS ANGELES, CA 90027	NONE	PC	GENERAL OPERATING SUPPORT	250.
LOS ANGELES WORLD AFFAIRS COUNCIL 345 S. FIGUEROA ST. LOS ANGELES, CA 90071	NONE	PC	GENERAL OPERATING SUPPORT	11,240.
LYNDON BAINES JOHNSON FOUNDATION 2313 RED RIVER ST. AUSTIN, TX 78705	NONE	PC	GENERAL OPERATING SUPPORT	2,000.
MASS INSIGHT EDUCATION 18 TREMONT ST. BOSTON, MA 2108	NONE	PC	STATE DEVELOPMENT NETWORK 2.0	25,000.
MASTERY DESIGN COLLABORATIVE, INC. 1119A ALABAMA ST. SAN FRANCISCO, CA 94110	NONE	PC	STARTUP SUPPORT	100,000.
Total from continuation sheets				

423631
05-01-14

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
MAYORS FUND FOR LOS ANGELES 200 N. SPRING ST. LOS ANGELES, CA 90012	NONE	PC	THE MAYOR'S FUND FOR LOS ANGELES	200,000.
MICHIGAN EDUCATION EXCELLENCE FOUNDATION PO BOX 10030 LANSING, MI 48901	NONE	PC	STAFF CAPACITY SUPPORT	180,000.
MICHIGAN EDUCATION EXCELLENCE FOUNDATION PO BOX 10030 LANSING, MI 48901	NONE	PC	EAA AND DETROIT PORTFOLIO SUPPORT	1,600,000.
MICHIGAN EDUCATION EXCELLENCE FOUNDATION PO BOX 10030 LANSING, MI 48901	NONE	PC	DETROIT SCHOLARSHIPS	275,000.
MICHIGAN STATE UNIVERSITY 450 ADMINISTRATION BUILDING EAST LANSING, MI 48824	NONE	PC	CONSTRUCTION AND SUPPORT OF THE ELI AND EDYTHE BROAD ART MUSEUM AT MSU	5,900,000.
MICHIGAN STATE UNIVERSITY - BUSINESS SCHOOL 520 NORTH BUSINESS COMPLEX EAST LANSING, MI 48824	NONE	PC	ENDOWMENT FOR ELI AND EDYTHE BROAD DEAN OF BUSINESS SCHOOL	250,000.
MICHIGAN STATE UNIVERSITY - COLLEGE OF EDUCATION 501 ERICKSON HALL EAST LANSING, MI 48824	NONE	PC	SCHOLARSHIPS FOR DETROIT PUBLIC SCHOOLS STUDENTS ENTERING THE SCHOOL OF EDUCATION AT MSU	507,687.
MUSEUM OF CONTEMPORARY ART 250 SOUTH GRAND AVE. LOS ANGELES, CA 90012	NONE	PC	GENERAL OPERATING SUPPORT	1,560,000.
MUSEUM OF CONTEMPORARY ART 250 SOUTH GRAND AVE. LANSING, CA 90012	NONE	PC	MATCHING GRANT FOR ENDOWMENT	10,750,000.
MUSEUM OF CONTEMPORARY ART 250 SOUTH GRAND AVE. LOS ANGELES, CA 90012	NONE	PC	EXHIBITION FUND	3,750,000.
Total from continuation sheets				

423631
05-01-14

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
MUSIC CENTER 717 WEST TEMPLE ST. LOS ANGELES, CA 90012	NONE	PC	GENERAL OPERATING SUPPORT	34,600.
NANCY DAVIS FOUNDATION FOR MULTIPLE SCLEROSIS 1801 AVENUE OF THE STARS LOS ANGELES, CA 90067	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
NATIONAL ALLIANCE FOR PUBLIC CHARTER SCHOOLS 1101 15TH STREET, NW WASHINGTON, DC 20005	NONE	PC	GENERAL OPERATING SUPPORT	40,000.
NATIONAL ALLIANCE FOR PUBLIC CHARTER SCHOOLS 1101 15TH STREET, NW WASHINGTON, DC 20005	NONE	PC	SUPPORT FOR PROGRAM TO PROMOTE A HIGH QULAITY CHARTER SECTOR	500,000.
NATIONAL CENTER ON TIME & LEARNING ONE BEACON ST. BOSTON, MA 2108	NONE	PC	NATIONAL STRATEGY SUPPORT	500,000.
NATIONAL CENTER ON TIME & LEARNING ONE BEACON ST. BOSTON, MA 2108	NONE	PC	POLICY OPERATIONS SUPPORT	150,000.
NATIONAL COUNCIL ON TEACHER QUALITY (NCTQ) 1225 19TH STREET, NW WASHINGTON, DC 20036	NONE	PC	TEACHER PREP REVIEW SUPPORT	400,000.
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY 55 NORTH 5TH ST. PHILADELPHIA, PA 10001	NONE	PC	GENERAL OPERATING SUPPORT	2,500.
NEW CLASSROOMS INNOVATION PARTNERS 1250 BROADWAY NEW YORK, NY 10010	NONE	PC	EXPANSION, RESEARCH AND EVALUATION SUPPORT	200,000.
NEW LEADERS FOR NEW SCHOOLS 30 WEST 26TH ST. NEW YORK, NY 10010	NONE	PC	IMPACT FUND SUPPORT	500,000.
Total from continuation sheets				

423631
05-01-14

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
NEW SCHOOLS FOR NEW ORLEANS 200 BROADWAY ST. NEW ORLEANS, LA 70118	NONE	PC	GENERAL OPERATING SUPPORT	100,000.
NEW VENTURE FUND 734 15TH STREET, NW WASHINGTON, DC 20005	NONE	PC	COLLABORATIVE FOR STUDENT SUCCESS SUPPORT	600,000.
NORTH AMERICAN COUNCIL FOR ONLINE LEARNING 1934 OLD GALLOWS RD. VIENNA, VA 22182	NONE	PC	GENERAL OPERATING SUPPORT	316,000.
ODYSSEY THEATRE FOUNDATION 2055 SOUTH SEPULVEDA BLVD. LOS ANGELES, CA 90025	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
OPICA 11759 MISSOURI LOS ANGELES, CA 90025	NONE	PC	GENERAL OPERATING SUPPORT	500.
OUR L.A. 2454 LYRIC AVE. LOS ANGELES, CA 90027	NONE	PC	GENERAL OPERATING SUPPORT	2,500.
P.S. ARTS 1728 ABBOT KINNEY BLVD. VENICE, CA 90017	NONE	PC	STEEL SPONSOR OF THE ARTS	5,860.
PACIFIC CHARTER SCHOOL DEVELOPMENT, INC. 316 WEST SECOND ST. LOS ANGELES, CA 90291	NONE	PC	GENERAL OPERATING SUPPORT	150,000.
PANETTA INSTITUTE FOR PUBLIC POLICY 100 CAMPUS CENTER SEASIDE, CA 93955	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
PARENT REVOLUTION 350 SOUTH FIGUEROA ST. LOS ANGELES, CA 90071	NONE	PC	CALIFORNIA PARENT ADVOCACY SUPPORT	30,000.
Total from continuation sheets				

423631
05-01-14

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
PARENT REVOLUTION 350 SOUTH FIGUEROA ST. LOS ANGELES, CA 90071	NONE	PC	PARENT COALITION TO SUPPORT HIGH-QUALITY SCHOOL CHOICE	500,000.
PARTNERSHIP FOR EDUCATIONAL JUSTICE 222 BROADWAY NEW YORK, NY 10038	NONE	PC	GENERAL OPERATING SUPPORT	200,000.
PARTNERSHIP FOR LOS ANGELES SCHOOLS 1541 WILSHIRE BLVD. LOS ANGELES, CA 90017	NONE	PC	ADVOCACY AND RESEARCH SUPPORT	50,000.
PARTNERSHIP FOR PUBLIC SERVICE 1100 NEW YORK WASHINGTON, DC 20005	NONE	PC	PROFESSIONAL DEVELOPMENT PROGRAMS SUPPORT	240,000.
PEGGY BROWNING FUND 1528 WALNUT ST. PHILADELPHIA, PA 19102	NONE	PC	GENERAL OPERATING SUPPORT	1,500.
PEPPERDINE UNIVERSITY 24255 PACIFIC COAST HWY MALIBU, CA 90263	NONE	PC	GENERAL OPERATING SUPPORT	2,500.
PITZER COLLEGE 1050 NORTH MILLS AVE. CLAREMONT, CA 91711	NONE	PC	GENERAL OPERATING SUPPORT	250,000.
POLICY INNOVATORS IN EDUCATION NETWORK 401 2ND AVE MINNEAPOLIS, MN 55401	NONE	PC	EXPANSION SUPPORT	750,000.
PRINCE OF WALES FOUNDATION 888 17TH STREET, NW WASHINGTON, DC 20006	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
RANDAL D. SIMMONS OUTREACH FOUNDATION, INC. 21213-B HAWTHORNE BLVD. TORRANCE, CA 90503	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
Total from continuation sheets				

423631
05-01-14

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
RAPE FOUNDATION 1223 WILSHIRE BLVD. SANTA MONICA, CA 94607	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA 1 SHIELDS AVE. DAVIS, CA 95616	NONE	PC	SUPPORT FOR THE INTERNATIONAL STEM CELL SYMPOSIUM	25,000.
REPORTERS COMMITTEE FOR FREEDOM OF PRESS 1101 WILSON BLVD. ARLINGTON, VA 22209	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
RESULTS IN EDUCATION (RIE) FOUNDATION 2723 W. LOGAN BLVD. CHICAGO, IL 60647	NONE	POF	SUPPORT STARTUP OF EDUCATION POST	1,000,000.
ROCKETSHIP EDUCATION 350 TWIN DOLPHIN DR. REDWOOD CITY, CA 94065	NONE	PC	ROCKETSHIP SCHOOL MODEL REDESIGN SUPPORT	500,000.
ROCKY MOUNTAIN PREP 7808 CHERRY CREEK SOUTH DR. DENVER, CO 80231	NONE	PC	EXPANSION SUPPORT	300,000.
ROSE FOUNDATION FOR COMMUNITIES 1970 BROADWAY OAKLAND, CA 94612	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
RX FOR READING 355 SOUTH GRAND AVE. LOS ANGELES, CA 90071	NONE	PC	GENERAL OPERATING SUPPORT	25,000.
SAINT JOHN'S HOSPITAL & HEALTH CENTER FOUNDATION 1328 TWENTY SECOND ST. SANTA MONICA, CA 90404	NONE	PC	GENERAL OPERATING SUPPORT	10,000.
SANSUM CLINIC 470 S PATTERSON AVE. SANTA BARBARA, CA 93111	NONE	PC	G.I. DIVISION FOR EQUIPMENT IMPROVEMENT	25,000.
Total from continuation sheets				

423631
05-01-14

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
SANTA BARBARA COTTAGE HOSPITAL FOUNDATION PO BOX 689 SANTA BARBARA, CA 93102	NONE	PC	G.I. DIVISION FOR EQUIPMENT IMPROVEMENT	25,000.
SCHOLARSHIP MANAGEMENT SERVICES ONE SCHOLARSHIP WAY ST. PETER, MN 56082	NONE	PC	ADMINISTRATION AND DISTRIBUTION OF THE PRIZE SCHOLARSHIPS	1,163,954.
SCHOOL BOARD OF ORANGE COUNTY, FL 445 W AMELIA ST ORLANDO, FL 32801	NONE	PC	DIAGNOSTIC SITE VISIT USING THE BROAD PRIZE FRAMEWORK FOR DISTRICT EXCELLENCE	5,375.
SEMINOLE COUNTY PUBLIC SCHOOLS 400 EAST LAKE MARY BLVD SANFORD, FL 32773	NONE	PC	DIAGNOSTIC SITE VISIT USING THE BROAD PRIZE FRAMEWORK FOR DISTRICT EXCELLENCE	26,293.
SILICON SCHOOLS FUND, INC. 1 MARITIME PLAZA SAN FRANCISCO, CA 94111	NONE	PC	GENERAL OPERATING SUPPORT	167,000.
SKIRBALL CULTURAL CENTER 2701 N SEPULVEDA BLVD LOS ANGELES, CA 90049	NONE	PC	GENERAL OPERATING SUPPORT	12,500.
STAND FOR CHILDREN 516 SE MORRISON PORTLAND, OR 97214	NONE	PC	NATIONAL GROWTH CAMPAIGN	250,000.
STAND UP 1029 H STREET SACRAMENTO, CA 95881	NONE	PC	NATIONAL AND LOCAL COALITION SUPPORT	300,000.
STUDENTS FOR EDUCATION REFORM 341 W. 38TH ST NEW YORK, NY 10018	NONE	PC	GENERAL OPERATING SUPPORT	150,000.
STUDENTSFIRST INSTITUTE 406 SEVENTH ST. NW WASHINGTON, DC 20004	NONE	PC	EXPANSION SUPPORT	750,000.
Total from continuation sheets				

423631
05-01-14

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
STUDIO IN A SCHOOL 410 WEST 59TH ST. NEW YORK, NY 10019	NONE	PC	GENERAL OPERATING SUPPORT	5,000.
SUCCESS ACADEMY CHARTER SCHOOLS 34 WEST 118TH ST. NEW YORK, NY 10026	NONE	PC	EXPANSION OF HIGH-QUALITY PUBLIC CHARTER SCHOOLS	4,250,000.
SUMMIT PUBLIC SCHOOLS 455 5TH AVENUE REDWOOD CITY, CA 94063	NONE	PC	BLENDED LEARNING EXPANSION & CONVERSION SUPPORT	600,000.
SWARTHMORE COLLEGE 500 COLLEGE SWARTHMORE, PA 19081	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
TEACH FOR AMERICA 315 WEST 36TH ST. NEW YORK, NY 10018	NONE	PC	CAPITOL HILL FELLOWS PROGRAM EXPANSION SUPPORT	150,000.
TEACH FOR AMERICA 315 WEST 36TH ST. NEW YORK, NY 10018	NONE	PC	EXPANSION SUPPORT	162,500.
TEACH FOR AMERICA 315 WEST 36TH ST. NEW YORK, NY 10018	NONE	PC	DETROIT EXPANSION SUPPORT	300,000.
TEACH PLUS 27-43 WORMWOOD ST. BOSTON, MA 2210	NONE	PC	NATIONAL ADVOCACY SUPPORT	165,000.
TENNESSEE STATE COLLABORATIVE ON REFORMING ED. 1207 18TH AVE. SOUTH NASHVILLE, TN 37212	NONE	PC	ACADEMIC SERVICES SUPPORT	86,000.
TENNESSEE STATE COLLABORATIVE ON REFORMING ED. 1207 18TH AVE. SOUTH NASHVILLE, TN 37212	NONE	PC	TN PRINCIPAL AND TEACHER APPRECIATION CAMPAIGN	2,000.
Total from continuation sheets				

423631
05-01-14

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
THE BROAD 2121 AVENUE OF THE STARS LOS ANGELES, CA 90067	NONE	POF	GENERAL OPERATING SUPPORT	7,600,000.
THOMAS B.FORDHAM INSTITUTE 1627 K STREET, NW WASHINGTON, DC 20006	NONE	PC	SUPPORT FOR POLICY RESEARCH ON CHARTER SCHOOLS	100,000.
THRIVE PUBLIC SCHOOLS 4260 54TH ST. SAN DIEGO, CA 92115	NONE	PC	SUPPORT SCHOOL STARTUP	150,000.
TONY BLAIR FAITH FOUNDATION - US 409 PROSPECT ST NEW HAVEN, CT 6511	NONE	PC	GENERAL OPERATING SUPPORT	200,000.
U.S. CAPITOL HISTORICAL SOCIETY 200 MARYLAND AVE. WASHINGTON, DC 20002	NONE	PC	HENRY WAXMAN PORTRAIT FUND	1,000.
UNIVERSITY OF CALIFORNIA, LOS ANGELES BOX 73572 LOS ANGELES, CA 90095	NONE	PC	BROAD CENTER OF REGENERATIVE MEDICINE AND STEM CELL RESEARCH	1,000,000.
UNIVERSITY OF CALIFORNIA, LOS ANGELES 675 CHARLES E. YOUNG DR. LOS ANGELES, CA 90095	NONE	PC	UCLA INFLAMMATORY BOWEL DISEASE CLINICAL CARE PROGRAM	500,000.
UNIVERSITY OF CALIFORNIA, LOS ANGELES 675 CHARLES E. YOUNG DR. LOS ANGELES, CA 90095	NONE	PC	IBD RESEARCH FUNDING	1,000,000.
UCLA FOUNDATION 10920 WILSHIRE BLVD. LOS ANGELES, CA 90024	NONE	PC	GENERAL OPERATING SUPPORT	1,500.
UCLA FOUNDATION 10920 WILSHIRE BLVD. LOS ANGELES, CA 90024	NONE	PC	SUPPORT FOR PROCESSING AND PRESERVATION OF ELI BROAD PAPERS AND ARCHIVE	100,000.
Total from continuation sheets				

423631
05-01-14

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
UCSB FOUNDATION SCHOOL OF EDUCATION SANTA BARBARA, CA 93106	NONE	PC	SUPPORT FOR THE BROAD CENTER FOR ASPERGER RESEARCH AT KOEGEL AUTISM CENTER	50,000.
UNCOMMON SCHOOLS, INC. 826 BROADWAY NEW YORK, NY 10003	NONE	PC	SUPPORT COLLEGE-READINESS EFFORTS AS WINNER OF 2013 BROAD PRIZE FOR PUBLIC CHARTER SCHOOLS	250,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD. LOS ANGELES, CA 90017	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
UNITED NEGRO COLLEGE FUND, INC. (UNCF) 8260 WILLOW OAKS CORPORATE DR. FAIRFAX, VA 22031	NONE	PC	EDUCATION ADVOCACY SUPPORT	250,000.
UNITED STATES DEPARTMENT OF EDUCATION 400 MARYLAND AVE. SW WASHINGTON, DC 20202	NONE	GOV	CIVIL RIGHTS DATA COLLECTION INTERFACE UPGRADE	75,000.
UNITED WAY OF GREATER LOS ANGELES 1150 S. OLIVE ST. LOS ANGELES, CA 90015	NONE	PC	UNITED FOR EDUCATION PROGRAM TO SUPPORT THE EXPANSION OF PUBLIC EDUCATION COVERAGE IN LOS ANGELES NEWSPAPERS	500,000.
UNITED WAY OF GREATER LOS ANGELES 1150 S. OLIVE ST. LOS ANGELES, CA 90015	NONE	PC	PROGRAM EXPANSION SUPPORT FOR THE SCHOOL OF VISUAL AND PERFORMING ARTS	150,000.
UNIVERSITY OF CHICAGO CRIME LAB 55 EAST MONROE CHICAGO, IL 60603	NONE	PC	ENHANCING THE COMMUNICATIONS CAPACITY OF THE CRIME LAB	25,000.
UNIVERSITY OF DETROIT MERCY 651 EAST JEFFERSON AVE. DETROIT, MI 48226	NONE	PC	SUPPORT FOR THE LAW SCHOOL IN HONOR OF THE RICHARD D. ROHR	50,000.
UNIVERSITY OF MOUNT UNION REGULA CENTER 1972 CLARK AVE ALLIANCE, OH 44601	NONE	PC	SCHOLARSHIP FUND SUPPORT FOR THE REGULA CENTER FOR PUBLIC SERVICE AND CIVIC ENGAGEMENT	25,000.
Total from continuation sheets				

423631
05-01-14

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
USC BROAD CENTER OF REGENERATIVE MEDICINE AND STEM CELL RESEARCH BOX 5013 LOS ANGELES, CA 90089	NONE	PC	THE ELI AND EDYTHE BROAD CENTER FOR REGENERATIVE MEDICINE	400,000.
UNIVERSITY OF SOUTHERN CALIFORNIA BOX 5013 LOS ANGELES, CA 90089	NONE	PC	GENERAL OPERATING SUPPORT	50,000.
UNIVERSITY OF SOUTHERN CALIFORNIA BOVARD ADMIN BLDG. LOS ANGELES, CA 90089	NONE	PC	SUPPORT FOR USC HYBRID HIGH	100,000.
UNIVERSITY OF SOUTHERN CALIFORNIA BOX 5013 LOS ANGELES, CA 90089	NONE	PC	GENERAL OPERATING SUPPORT	36,000.
UNIVERSITY SYNAGOGUE 11960 W SUNSET LOS ANGELES, CA 90049	NONE	PC	SUPPORT FOR FACILITIES AND MAINTENANCE	5,725.
VALOR COLLEGIATE ACADEMY 209 10TH AVE. NASHVILLE, TN 37203	NONE	PC	STARTUP SUPPORT	200,000.
VENICE FAMILY CLINIC 604 ROSE AVE. VENICE, CA 90291	NONE	PC	GENERAL OPERATING SUPPORT	1,000.
VIOLENCE POLICY CENTER 1730 RHODE ISLAND AVE. WASHINGTON, DC 90036	NONE	PC	COMMUNICATIONS SUPPORT	50,000.
WASHINGTON ETHICAL SOCIETY 7750 16TH STREET, NW WASHINGTON, DC 20012	NONE	PC	GENERAL OPERATING SUPPORT	10,000.
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 2481	NONE	PC	GENERAL OPERATING SUPPORT	3,000.
Total from continuation sheets				

423631
05-01-14

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
WILLIAM J. CLINTON FOUNDATION 1200 PRESIDENT LITTLE ROCK, AR 72207	NONE	PC	GENERAL OPERATING SUPPORT	400,000.
WILLOWS COMMUNITY SCHOOL 8509 HIGUERA ST. CULVER CITY, CA 90232	NONE	PC	GENERAL OPERATING SUPPORT	11,000.
WILSHIRE BOULEVARD TEMPLE 3663 WILSHIRE BLVD. LOS ANGELES, CA 90036	NONE	PC	GENERAL OPERATING SUPPORT	89,450.
WINSTON-SALEM/FORSYTH COUNTY SCHOOLS PO BOX 2513 WINSTON-SALEM, NC 27102	NONE	PC	DIAGNOSTIC SITE VISIT USING THE BROAD PRIZE FRAMEWORK FOR DISTRICT EXCELLENCE	26,293.
WNET 250 W. 57TH ST. NEW YORK, NY 10107	NONE	PC	SUPPORT FOR PBS PROGRAMMING OF AMERICAN MASTERS	25,000.
WOMEN FOR WORLD HEALTH, INC. 16291 FANTASIA HUNTINGTON, CA 92649	NONE	PC	GENERAL OPERATING SUPPORT	2,000.
WORLD JEWISH CONGRESS - AMERICAN SECTION 501 MADISON AVE. NEW YORK, NY 10022	NONE	PC	GENERAL OPERATING SUPPORT	10,000.
Total from continuation sheets				

423631
05-01-14

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNIVERSITY OF CALIFORNIA, LOS ANGELES 675 CHARLES E. YOUNG DR. LOS ANGELES, CA 90095	NONE	PC	IBD RESEARCH FUNDING	1,000,000.
Total from continuation sheets				1,000,000.

423635
05-01-14

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES		01/01/14	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
71,519,204.	67,273,835.	0.	0.	4,245,369.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES		01/01/00	05/13/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,004,855.	1,990,333.	0.	0.	14,522.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN - BOOK ONLY ACCRUAL	PURCHASED	01/01/14	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
34,490,566.	8,001,182.	0.	0.	26,489,384.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BLACKSTONE RESOURCES SELECT	PURCHASED	04/28/11	01/30/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,282,123.	15,000,000.	0.	0.	-3,717,877.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
RUSSIAN PROSPERITY FUND	PURCHASED	10/22/13	05/20/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,072,532.	8,000,000.	0.	0.	-927,468.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ASTENBECK COMMODITIES II	PURCHASED	03/31/10	08/29/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
38,055,289.	35,000,000.	0.	0.	3,055,289.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORGAN STANLEY GLOBAL FRANCHISE	PURCHASED	12/12/12	08/29/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,152,152.	15,725,143.	0.	0.	2,427,009.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PRIMECAP ODYSSEY GROWTH	PURCHASED	07/19/13	08/29/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,825,658.	25,185,967.	0.	0.	-360,309.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MATTHEWS PACIFIC TIGER	PURCHASED	04/30/09	12/16/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
23,023,638.	21,178,700.	0.	0.	1,844,938.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ETON PARK	PURCHASED	12/31/07	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,029,624.	0.	0.	0.	1,029,624.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BROOKSIDE CAPITAL PARTNERS	PURCHASED	04/01/02	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,404,211.	0.	0.	0.	1,404,211.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TPG AXON PARTNERS	PURCHASED	12/31/04	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
586,168.	0.	0.	0.	586,168.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PERRY PARTNERS	PURCHASED	10/30/02	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30,329.	0.	0.	0.	30,329.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ITHAN CREEK INVESTORS	PURCHASED	06/02/08	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,645,291.	0.	0.	0.	2,645,291.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KING STREET CAPITAL	PURCHASED	12/31/07	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
356,045.	0.	0.	0.	356,045.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SILVER POINT	PURCHASED	12/31/07	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
142,948.	0.	0.	0.	142,948.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS VINTAGE FUND II	PURCHASED	05/07/02	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
319,798.	0.	0.	0.	319,798.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS VINTAGE FUND III	PURCHASED	03/30/07	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,944,586.	0.	0.	0.	3,944,586.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DORCHESTER SECONDARY	PURCHASED	06/02/10	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
405,679.	0.	0.	0.	405,679.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
DORCHESTER SECONDARIES II	PURCHASED	10/13/11	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,841,731.	700,904.	0.	0.	1,140,827.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CORUS CO-INVEST	PURCHASED	12/21/09	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,200,693.	0.	0.	0.	2,200,693.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ARES SPECIAL PURPOSE CREDIT OPP	PURCHASED	06/11/08	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,830,287.	0.	0.	0.	3,830,287.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDENTREE MASTER FUND	PURCHASED	12/31/07	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
78,679.	0.	0.	0.	78,679.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GMO QUALITY	PURCHASED	12/12/12	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,445,163.	15,000,000.	0.	0.	1,445,163.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AG CAPITAL RECOVERY II	PURCHASED	07/02/01	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,127.	0.	0.	0.	19,127.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AG CAPITAL RECOVERY III	PURCHASED	04/01/02	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,104.	0.	0.	0.	6,104.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PALOMINO FUND	PURCHASED	10/02/06	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,913,281.	0.	0.	0.	2,913,281.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TPG AIRLINE CREDIT OPP.	PURCHASED	02/06/06	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,100,935.	0.	0.	0.	3,100,935.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TPG VI - PEI AIV	PURCHASED	01/01/13	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
195,417.	195,417.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
T3	PURCHASED	01/01/99	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
21,796,159.	21,796,159.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CASTLELAKE AVIATION OPPS	PURCHASED	01/01/10	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,389,418.	7,389,418.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORTGAGE OPPORTUNITIES	PURCHASED	01/01/09	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,232,516.	6,232,516.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
STATE STREET EAGLE	PURCHASED	03/31/14	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,906,219.	2,658,331.	0.	0.	247,888.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SQ ADVISORS	PURCHASED	01/01/13	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
39,454,047.	28,295,980.	0.	0.	11,158,067.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
RIVA CAPITAL	DONATED	02/01/09	12/31/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,550,969.	4,550,969.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ARES SPECIAL PURPOSE CREDIT OPP	DONATED	06/30/12	12/31/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,931,438.	4,931,438.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SPO PARTNERS II	DONATED	02/01/09	12/31/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,318,845.	6,318,845.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CRESTVIEW I	DONATED	02/01/09	12/31/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,727,006.	19,727,006.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FORTRESS FUND III CO-INVEST	DONATED	02/01/09	12/31/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,412,198.	2,412,198.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FORTRESS RESID DEUTSCH	DONATED	02/01/09	12/31/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,455,944.	8,455,944.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
APOLLO CREDIT OPP II	DONATED	02/01/09	12/31/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,734,176.	6,734,176.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARTNERSHIP PASSTHROUGH STCG	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,981,661.	0.	0.	0.	4,981,661.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARTNERSHIP PASSTHROUGH LTCG	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
75,185,130.	46,482,041.	0.	0.	28,703,089.

CAPITAL GAINS DIVIDENDS FROM PART IV	790,573.
TOTAL TO FORM 990-PF, PART I, LINE 6A	104,551,910.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	4,375.	4,375.	
TOTAL TO PART I, LINE 3	4,375.	4,375.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAINS DIVIDENDS	790,573.	790,573.	0.	0.	
INTEREST AND DIVIDENDS	4,060,648.	0.	4,060,648.	4,066,527.	
PASS THROUGH DIVIDEND INCOME	6,427,573.	0.	6,427,573.	10,733,399.	
PASS THROUGH INTEREST INCOME	7,686,793.	0.	7,686,793.	9,451,463.	
TO PART I, LINE 4	18,965,587.	790,573.	18,175,014.	24,251,389.	

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVEST. INCOME - PARTNERSHIP PASS THROUGH (BOOK)	24,286,677.	0.	
OTHER INVEST. INCOME - PARTNERSHIP PASS THROUGH (TAX)	0.	13,064,989.	
ORDINARY INVESTMENT LOSSES	-1,533,897.	-1,533,897.	
OTHER INVESTMENT INCOME (ACCRUAL)	2,448,804.	0.	
RETURN OF GRANT FUNDS	111,355.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	25,312,939.	11,531,092.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	121,540.	0.		123,263.
TO FM 990-PF, PG 1, LN 16A	121,540.	0.		123,263.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT FEES	104,250.	49,825.		54,425.
TO FORM 990-PF, PG 1, LN 16B	104,250.	49,825.		54,425.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATION	17,427.	0.		18,909.
BMRP ADVISORY BOARD/REVIEWERS	6,000.	0.		6,650.
GRANT RELATED PROF FEES	944,248.	0.		925,741.
EQUIPMENT MAINTENANCE	31,325.	0.		36,914.
FINANCIAL AND ADMIN MANAGMENT	2,706,996.	1,462,287.		1,208,386.
TECHNOLOGY	18,858.	0.		14,363.
PROGRAM SUPPORT	1,363,444.	0.		1,429,104.
OTHER PROFESSIONAL FEES	107,000.	750.		75,000.
TO FORM 990-PF, PG 1, LN 16C	5,195,298.	1,463,037.		3,715,067.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	2,847,657.	0.		0.
OTHER TAXES	628.	0.		628.
TO FORM 990-PF, PG 1, LN 18	2,848,285.	0.		628.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	27,999.	0.		28,301.
INVESTMENT MGMT FEES	2,662,545.	2,688,344.		0.
INVESTMENT EXPENSE - PARTNERSHIP PASS THROUGH	17,562,666.	18,574,974.		0.
MEDIA & COMMUNICATIONS	209,533.	0.		210,728.
TELEPHONE & COMMUNICATIONS	43,069.	0.		42,193.
ADMINISTRATION	251,128.	0.		243,769.
GRANT RELATED BANK FEES	74,156.	0.		73,874.
TO FORM 990-PF, PG 1, LN 23	20,831,096.	21,263,318.		598,865.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
LEASEHOLD IMPROVEMENTS	1,560,097.	254,072.	1,306,025.	1,306,025.
FURNITURE & FIXTURES	370,037.	52,862.	317,175.	317,175.
COMPUTERS & EQUIPMENT	156,903.	30,373.	126,530.	126,530.
SOFTWARE	231,195.	231,195.	0.	
CONSTRUCTION IN PROGRESS	0.	0.		
TO 990-PF, PART II, LN 14	2,318,232.	568,502.	1,749,730.	1,749,730.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	FMV	38,797,340.	38,797,340.
EQUITY SECURITES	FMV	134,021,471.	134,021,471.
INTERNATIONAL EQUITY	FMV	141,036,288.	141,036,288.
MULTI STRATEGY FUNDS	FMV	201,360,627.	201,360,627.
EQUITY HEDGE FUNDS	FMV	199,950,892.	199,950,892.
EVENT/DISTRESSED FUNDS	FMV	129,203,235.	129,203,235.
HEDGE FUND COMMODITIES	FMV	0.	0.
DISTRESSED PRIVATE EQUITY	FMV	168,301,184.	168,301,184.
ENERGY FUNDS	FMV	15,432,697.	15,432,697.
HIGH YIELD FUNDS	FMV	46,055,422.	46,055,422.
LBO FUNDS	FMV	461,892,534.	461,892,534.
MEZZANINE FUNDS	FMV	976,974.	976,974.
REAL ESTATE FUNDS AND OTHER HARD ASSETS	FMV	118,619,023.	118,619,023.
SECONDARIES FUNDS	FMV	23,823,603.	23,823,603.
VENTURE CAPITAL	FMV	109,421,187.	109,421,187.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,788,892,477.	1,788,892,477.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM RELATED INVESTMENTS	8,666,144.	28,325,640.	28,325,640.
OTHER CURRENT ASSETS	114,018.	53,423.	53,423.
INVESTMENT REDEMPTION RECEIVABLE	58,657,563.	44,320,438.	44,320,438.
SECURITY DEPOSIT	29,037.	0.	0.
TO FORM 990-PF, PART II, LINE 15	67,466,762.	72,699,501.	72,699,501.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	4,297,006.	5,130,511.
TOTAL TO FORM 990-PF, PART II, LINE 22	4,297,006.	5,130,511.

FORM 990-PF TRANSFERS TO CONTROLLED ENTITIES STATEMENT 14
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
ASHTON HOLDINGS	98-0579270

ADDRESS

2121 AVENUE OF THE STARS, STE 3000
LOS ANGELES, CA 90067

DESCRIPTION OF TRANSFER

CASH AND LP INTEREST IN PASSIVE INVESTMENT PARTNERSHIPS NOT CONTROLLED BY FOUNDATION

	AMOUNT OF TRANSFER
	75,000.
TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES	75,000.

FORM 990-PF TRANSFERS FROM CONTROLLED ENTITIES STATEMENT 15
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
ASHTON HOLDINGS	98-0579270

ADDRESS

2121 AVENUE OF THE STARS, STE 3000
LOS ANGELES, CA 90067

DESCRIPTION OF TRANSFER

CASH DISTRIBUTION FROM INVESTMENT PARTNERSHIP

	AMOUNT OF TRANSFER
	17,244,700.
TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES	17,244,700.

FORM 990-PF LIST OF CONTROLLED ENTITIES STATEMENT 16
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
ASHTON HOLDINGS	98-0579270

ADDRESS

EXCESS BUSINESS HOLDING [ ] YES [X] NO

2121 AVENUE OF THE STARS, STE 3000
LOS ANGELES, CA 90067

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
ASHTON HOLDINGS	98-0579270

ADDRESS

EXCESS BUSINESS HOLDING [ ] YES [X] NO

2121 AVENUE OF THE STARS, STE 3000
LOS ANGELES, CA 90067

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 17
PART VII-B, LINE 5C

GRANTEE'S NAME

CHARTER FUND, INC. CHARTER SCHOOL GROWTH FUND

GRANTEE'S ADDRESS

350 INTERLOCKEN BLVD
BROOMFIELD, CO 80021

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
350,000.	06/18/14	350,000.

PURPOSE OF GRANT

PROGRAM RELATED INVESTMENT TO SUPPORT HIGH PERFORMING NONPROFIT CHARTER SCHOOLS BY PROVIDING SUCH CHARTER SCHOOLS WITH FINANCING FOR THE ACQUISITION, CONSTRUCTION, RENOVATION AND LEASEHOLD IMPROVEMENT OF CHARTER SCHOOL FACILITIES ON FAVORABLE TERMS.

DATES OF REPORTS BY GRANTEE

NOVEMBER 2015

ANY DIVERSION BY GRANTEE

TO OUR KNOWLEDGE, NO FUNDS HAVE BEEN DIVERTED.

GRANTEE'S NAME

THE BROAD

GRANTEE'S ADDRESS

221 SOUTH GRAND AVENUE
LOS ANGELES, CA 90012

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
7,600,000.	05/19/14	7,600,000.

PURPOSE OF GRANT

GENERAL SUPPORT FOR THE BROAD, A NONPROFIT CONTEMPORARY ART MUSEUM THAT OFFERS FREE PUBLIC ADMISSION.

DATES OF REPORTS BY GRANTEE

NOVEMBER 2015

ANY DIVERSION BY GRANTEE

TO OUR KNOWLEDGE, NO FUNDS HAVE BEEN DIVERTED.

GRANTEE'S NAME

THE BROAD ART FOUNDATION

GRANTEE'S ADDRESS

2121 AVENUE OF THE STARS
LOS ANGELES, CA 90067

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
20,000,000.	06/17/14	20,000,000.

PURPOSE OF GRANT

PROGRAM RELATED INVESTMENT TO SUPPORT THE BROAD ART FOUNDATION'S WORLDWIDE LENDING PROGRAM OF CONTEMPORARY ARTWORK BY PROVIDING A NO-INTEREST LOAN FOR ART ACQUISITION.

DATES OF REPORTS BY GRANTEE

NOVEMBER 2015

ANY DIVERSION BY GRANTEE

TO OUR KNOWLEDGE, NO FUNDS HAVE BEEN DIVERTED.

GRANTEE'S NAME

RESULTS IN EDUCATION FOUNDATION

GRANTEE'S ADDRESS

909 THIRD AVENUE
NEW YORK, NY 10022

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
1,000,000.	12/23/14	1,000,000.

PURPOSE OF GRANT

SUPPORT FOR A COMMUNICATIONS ORGANIZATION DEDICATED TO BUILDING SUPPORT FOR STUDENT-FOCUSED IMPROVEMENT IN K-12 PUBLIC EDUCATION.

DATES OF REPORTS BY GRANTEE

NOVEMBER 2015

ANY DIVERSION BY GRANTEE

TO OUR KNOWLEDGE, NO FUNDS HAVE BEEN DIVERTED.

GRANTEE'S NAME

HOPE STREET RESTAURANTS

GRANTEE'S ADDRESS

3547 VOYAGER STREET, SUITE 201
TORRANCE, CA 90503

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
500,000.	04/09/14	500,000.

PURPOSE OF GRANT

PROGRAM RELATED INVESTMENT TO SUPPORT THE CONTINUING DEVELOPMENT OF GRAND AVENUE IN DOWNTOWN LOS ANGELES AS THE CITY'S CULTURAL CORE BY BUILDING AND OPERATING A RESTAURANT ON THE PUBLIC PLAZA ADJACENT TO THE BROAD MUSEUM AND CENTRALLY LOCATED TO PUBLIC ARTS AND CULTURAL DESTINATIONS. THE CHARITABLE GOALS AND ACTIVITIES OF THE RESTAURANT WILL INCLUDE: (1) SUPPORTING THE BROAD MUSEUM BY PROVIDING FOOD SERVICES TO ITS PATRONS AND OTHER VISITORS TO GRAND AVENUE; (2) ATTRACTING A NEW, ECONOMICALLY AND CULTURALLY DIVERSE POPULATION TO GRAND AVENUE BY CREATING A RELEVANT, AND WELCOMING AMENITY; (3) THEREBY HELPING TO BUILD A BROADER-BASED AUDIENCE FOR THE BROAD AND THE OTHER CULTURAL INSTITUTIONS ON GRAND AVENUE; (4) PROVIDING JOB TRAINING TO LOW-INCOME AND AT-RISK INDIVIDUALS IN THE LOCAL AREA; AND (5) PROVIDING CHARITABLE PROGRAMS TO LOCAL SCHOOLS.

DATES OF REPORTS BY GRANTEE

NOVEMBER 2015

ANY DIVERSION BY GRANTEE

TO OUR KNOWLEDGE, NO FUNDS HAVE BEEN DIVERTED.

FORM 990-PF SUMMARY OF PROGRAM-RELATED INVESTMENTS STATEMENT 18

DESCRIPTION

PROGRAM RELATED INVESTMENT TO SUPPORT THE CONTINUING DEVELOPMENT OF GRAND AVENUE IN DOWNTOWN LOS ANGELES AS THE CITY'S CULTURAL CORE BY BUILDING AND OPERATING A RESTAURANT ON THE PUBLIC PLAZA ADJACENT TO THE BROAD MUSEUM AND CENTRALLY LOCATED TO PUBLIC ARTS AND CULTURAL DESTINATIONS. THE CHARITABLE GOALS AND ACTIVITIES OF THE RESTAURANT WILL INCLUDE: (1) SUPPORTING THE BROAD MUSEUM BY PROVIDING FOOD SERVICES TO ITS PATRONS AND OTHER VISITORS TO GRAND AVENUE; (2) ATTRACTING A NEW, ECONOMICALLY AND CULTURALLY DIVERSE POPULATION TO GRAND AVENUE BY CREATING A RELEVANT, AND WELCOMING AMENITY; (3) THEREBY HELPING TO BUILD A BROADER-BASED AUDIENCE FOR THE BROAD AND THE OTHER CULTURAL INSTITUTIONS ON GRAND AVENUE; (4) PROVIDING JOB TRAINING TO LOW-INCOME AND AT-RISK INDIVIDUALS IN THE LOCAL AREA; AND (5) PROVIDING CHARITABLE PROGRAMS TO LOCAL SCHOOLS.

	AMOUNT
TO FORM 990-PF, PART IX-B, LINE 2	701,628.

FORM 990-PF PART XV - LINE 1A STATEMENT 19
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

ELI BROAD
EDYTHE L. BROAD