

**Return of Private Foundation**

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

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▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

For calendar year 2019 or tax year beginning **JUL 1, 2019**, and ending **JUN 30, 2020**

Name of foundation <b>MAKING WAVES FOUNDATION, INC.</b>		<b>A</b> Employer identification number <b>68-0204312</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>3045 RESEARCH DRIVE</b>	Room/suite	<b>B</b> Telephone number <b>510-375-7328</b>
City or town, state or province, country, and ZIP or foreign postal code <b>RICHMOND, CA 94806</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>246,870,428.</b>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received	31,681,155.			
	<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities	443,185.	443,185.	443,185.	STATEMENT 1
	<b>5a</b> Gross rents	2,260,000.	473,917.	2,260,000.	STATEMENT 2
	<b>b</b> Net rental income or (loss)	2,260,000.			
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	0.			
	<b>b</b> Gross sales price for all assets on line 6a	434,891.			
	<b>7</b> Capital gain net income (from Part IV, line 2)		411,596.		
	<b>8</b> Net short-term capital gain			0.	
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold					
<b>c</b> Gross profit or (loss)					
<b>11</b> Other income	6,050.	0.	6,050.	STATEMENT 3	
<b>12 Total.</b> Add lines 1 through 11	34,390,390.	1,328,698.	2,709,235.		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc.	1,102,647.	0.	0.	1,102,647.
	<b>14</b> Other employee salaries and wages	5,481,283.	0.	0.	5,481,283.
	<b>15</b> Pension plans, employee benefits	1,447,085.	0.	0.	1,447,085.
	<b>16a</b> Legal fees	47,312.	0.	0.	47,312.
	<b>b</b> Accounting fees	52,577.	3,600.	0.	52,577.
	<b>c</b> Other professional fees	832,912.	29,614.	0.	803,298.
	<b>17</b> Interest	1,708,776.	0.	0.	1,708,776.
	<b>18</b> Taxes	2,122,063.	620,116.	695,409.	0.
	<b>19</b> Depreciation and depletion	6,602,770.	1,564,084.	5,038,688.	
	<b>20</b> Occupancy	976,064.	171,634.	380,984.	595,080.
	<b>21</b> Travel, conferences, and meetings	132,579.	0.	0.	132,579.
	<b>22</b> Printing and publications	14,845.	0.	0.	14,845.
	<b>23</b> Other expenses	4,543,740.	239,340.	650,451.	3,893,289.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	25,064,653.	2,628,388.	6,765,532.	15,278,771.
	<b>25</b> Contributions, gifts, grants paid	139,828.			139,828.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	25,204,481.	2,628,388.	6,765,532.	15,418,599.	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements	9,185,909.				
<b>b</b> Net investment income (if negative, enter -0-)		0.			
<b>c</b> Adjusted net income (if negative, enter -0-)			0.		

<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only.</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing .....	15,840,348.	5,403,035.	5,403,035.
	2 Savings and temporary cash investments .....	4,665,250.	4,170,864.	4,170,864.
	3 Accounts receivable ▶ 5,287.			
	Less: allowance for doubtful accounts ▶	8,918.	5,287.	5,287.
	4 Pledges receivable ▶ 669,000.			
	Less: allowance for doubtful accounts ▶ 21,549.	928,971.	647,451.	647,451.
	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 ▶	3,856,016.	0.	0.
	8 Inventories for sale or use .....			
	9 Prepaid expenses and deferred charges .....	2,601,972.	1,994,259.	1,994,259.
	10a Investments - U.S. and state government obligations .....			
	b Investments - corporate stock STMT 9	13,433,639.	13,870,205.	13,870,205.
	c Investments - corporate bonds STMT 10	3,057,529.	3,260,869.	3,260,869.
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans .....				
13 Investments - other .....				
14 Land, buildings, and equipment: basis ▶ 251,371,432.				
Less: accumulated depreciation STMT 11 ▶ 37,691,310.	166,800,788.	213,680,122.	213,680,122.	
15 Other assets (describe ▶ CONSTRUCTION IN PRO)	44,671,140.	3,838,336.	3,838,336.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	255,864,571.	246,870,428.	246,870,428.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses .....	6,958,028.	1,344,407.	
	18 Grants payable .....			
	19 Deferred revenue .....			
	20 Loans from officers, directors, trustees, and other disqualified persons .....			
	21 Mortgages and other notes payable .....	40,954,244.	39,371,504.	
	22 Other liabilities (describe ▶ ACCRUED LIABILITIE)	470,232.	533,025.	
23 <b>Total liabilities</b> (add lines 17 through 22)	48,382,504.	41,248,936.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24, 25, 29, and 30.</b>			
	24 Net assets without donor restrictions .....	188,746,102.	186,962,646.	
	25 Net assets with donor restrictions .....	18,735,965.	18,658,846.	
	<b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 26 through 30.</b>			
	26 Capital stock, trust principal, or current funds .....			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund .....			
	28 Retained earnings, accumulated income, endowment, or other funds .....			
29 <b>Total net assets or fund balances</b>	207,482,067.	205,621,492.		
30 <b>Total liabilities and net assets/fund balances</b>	255,864,571.	246,870,428.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	207,482,067.
2 Enter amount from Part I, line 27a	2	9,185,909.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	216,667,976.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN/LOSS	5	11,046,484.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	205,621,492.

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

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a 434,891.		23,295.	411,596.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			411,596.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ..... }		2 411,596.
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 0.

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	95,633,663.	48,830,467.	1.958483
2017	50,198,913.	59,597,382.	.842301
2016	58,591,790.	32,403,776.	1.808178
2015	21,250,522.	17,668,990.	1.202702
2014	4,496,145.	19,218,409.	.233950
2 Total of line 1, column (d) .....			2 6.045614
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years .....			3 1.209123
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 .....			4 59,176,525.
5 Multiply line 4 by line 3 .....			5 71,551,697.
6 Enter 1% of net investment income (1% of Part I, line 27b) .....			6 0.
7 Add lines 5 and 6 .....			7 71,551,697.
8 Enter qualifying distributions from Part XII, line 4 .....			8 15,418,599.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	0.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	0.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	0.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	0.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10		
11 Enter the amount of line 10 to be: <b>Credited to 2020 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

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

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, and financial accounts.

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualifying acts, taxes on failure to distribute income, and business interests.

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

<b>5a</b> During the year, did the foundation pay or incur any amount to:			<b>Yes</b>	<b>No</b>
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did <b>any</b> 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		<b>5b</b>		<b>X</b>
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>			
<b>c</b> 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?	<b>N/A</b> <input type="checkbox"/> Yes <input type="checkbox"/> No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>		<b>X</b>
If "Yes" to 6b, file Form 8870.				
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<b>N/A</b>	<b>7b</b>		
<b>8</b> Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		1,102,647	101,954.	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
FRANK LUCIDO - 3220 BLUME DRIVE STE 250, RICHMOND, CA 94806	VP OF REAL ESTATE 40.00	176,256.	18,392.	0.
AMANDA MEDRESS - 3220 BLUME DRIVE STE 250, RICHMOND, CA 94806	VP OF MARKETING & COMMUNICATIONS 40.00	172,875.	10,838.	0.
JOHN SCHEIDT - 3220 BLUME DRIVE STE 250, RICHMOND, CA 94806	VP OF HR 40.00	158,389.	20,528.	0.
SHANNON BOWEN - 3220 BLUME DRIVE STE 250, RICHMOND, CA 94806	VP OF EXTERNAL RELATIONS 40.00	160,733.	17,460.	0.
JACQUELINE HU - 3220 BLUME DRIVE STE 250, RICHMOND, CA 94806	CONTOLLER 40.00	141,597.	16,017.	0.
<b>Total</b> number of other employees paid over \$50,000				<b>41</b>

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."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Includes entries for VANCE BROWN, INC, AMBROSE GROUP, INC., CAMPUS LLC, STUDIO BONDY ARCHITECTURE, and MARINA LANDSCAPE, INC.

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activity, Expenses. Includes entries for ACADEMIC COACHING, GRANTS AND/OR SCHOLARSHIPS, TRAINING IN PERSONAL DEVELOPMENT... and DEVELOPMENT EXPENDITURES.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investment, Amount. Includes entry for N/A and a total amount of 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities .....	1a	16,733,253.
b	Average of monthly cash balances .....	1b	9,153,033.
c	Fair market value of all other assets .....	1c	34,191,404.
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	60,077,690.
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	60,077,690.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) .....	4	901,165.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	5	59,176,525.
6	<b>Minimum investment return.</b> Enter 5% of line 5 .....	6	2,958,826.

**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	
2a	Tax on investment income for 2019 from Part VI, line 5 .....	2a	
b	Income tax for 2019. (This does not include the tax from Part VI.) .....	2b	
c	Add lines 2a and 2b .....	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	
4	Recoveries of amounts treated as qualifying distributions .....	4	
5	Add lines 3 and 4 .....	5	
6	Deduction from distributable amount (see instructions) .....	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	7	

**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	15,418,599.
b	Program-related investments - total from Part IX-B .....	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes .....	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required) .....	3a	
b	Cash distribution test (attach the required schedule) .....	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 .....	4	15,418,599.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b .....	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	6	15,418,599.

**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)

N/A

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
<b>1</b> Distributable amount for 2019 from Part XI, line 7 .....				
<b>2</b> Undistributed income, if any, as of the end of 2019:				
<b>a</b> Enter amount for 2018 only .....				
<b>b</b> Total for prior years:				
_____ , _____ , _____				
<b>3</b> Excess distributions carryover, if any, to 2019:				
<b>a</b> From 2014 .....				
<b>b</b> From 2015 .....				
<b>c</b> From 2016 .....				
<b>d</b> From 2017 .....				
<b>e</b> From 2018 .....				
<b>f</b> Total of lines 3a through e .....				
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4: ► \$ _____				
<b>a</b> Applied to 2018, but not more than line 2a ...				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) ...				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) .....				
<b>d</b> Applied to 2019 distributable amount .....				
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).) .....				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 .....				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b .....				
<b>c</b> 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 .....				
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions .....				
<b>e</b> Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr. ...				
<b>f</b> Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020 .....				
<b>7</b> 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) .....				
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7 .....				
<b>9</b> Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a .....				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2015 ...				
<b>b</b> Excess from 2016 ...				
<b>c</b> Excess from 2017 ...				
<b>d</b> Excess from 2018 ...				
<b>e</b> Excess from 2019 ...				

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

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶ 07/21/99

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

	Tax year				(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0.	0.	319,415.	27,774.	347,189.
<b>b</b> 85% of line 2a	0.	0.	271,503.	23,608.	295,111.
<b>c</b> Qualifying distributions from Part XII, line 4, for each year listed	15,418,599.	95,633,663.	50,220,399.	58,599,657.	219,872,318.
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities	139,828.	87,099.	37,569,051.	47,413,889.	85,209,867.
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	15,278,771.	95,546,564.	12,651,348.	11,185,768.	134,662,451.
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					0.
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed	1,972,551.	1,627,682.	1,986,579.	2,260,505.	7,847,317.
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
<b>(3)</b> Largest amount of support from an exempt organization					0.
<b>(4)</b> Gross investment income					0.

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

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

NONE

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

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

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

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

**c** Any submission deadlines:

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

**Part XV** **Supplementary Information** *(continued)*

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
MAKING WAVES ACADEMY 4123 LAKESIDE DRIVE RICHMOND, CA 94806		PC	PROVIDE FUNDING FOR THE SCHOOL.	139,828.
<b>Total</b> .....				<b>▶ 3a</b> 139,828.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b> .....				<b>▶ 3b</b> 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue: a CHARTER SCHOOL SUPPORT (6,050), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities (14, 443,185), 5 Net rental income or (loss) from real estate: a Debt-financed property (1,503,543), b Not debt-financed property (282,540), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory (18), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue: a, b, c, d, e, 12 Subtotal (0, 917,102, 1,792,133), 13 Total (2,709,235).

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

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

Table with 2 columns: 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). Rows include: 1A CHARTER SCHOOL SUPPORT SERVICES, 5A THIS PROPERTY IS LEASED TO MAKING WAVES ACADEMY (AN EXEMPT ORGANIZATION) AND ALLOWS THE FOUNDATION TO EXPAND ITS EXEMPT FUNCTIONS IN EDUCATING UNDER SERVED STUDENTS., 5B RENTAL PROPERTY PURCHASED FOR THE PURPOSE OF LEASING TO MAKING WAVES ACADEMY.

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash		<input checked="" type="checkbox"/>
(2) Other assets		<input checked="" type="checkbox"/>
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization		<input checked="" type="checkbox"/>
(2) Purchases of assets from a noncharitable exempt organization		<input checked="" type="checkbox"/>
(3) Rental of facilities, equipment, or other assets		<input checked="" type="checkbox"/>
(4) Reimbursement arrangements		<input checked="" type="checkbox"/>
(5) Loans or loan guarantees		<input checked="" type="checkbox"/>
(6) Performance of services or membership or fundraising solicitations		<input checked="" type="checkbox"/>
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees		<input checked="" type="checkbox"/>
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) (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		

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.

**Sign Here** Signature of officer or trustee Date **CEO** Title

May the IRS discuss this return with the preparer shown below? See instr.

Yes  No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>KIMBERLY ANDERSON, CPA</b>	Preparer's signature <b>KIMBERLY ANDERSON</b>	Date <b>05/12/21</b>	Check <input type="checkbox"/> if self-employed	PTIN <b>P00188889</b>
	Firm's name <b>CLIFTONLARSONALLEN LLP</b>			Firm's EIN <b>41-0746749</b>	
	Firm's address <b>8215 GREENWAY BOULEVARD, SUITE 600 MIDDLETON, WI 53562</b>			Phone no. <b>608-662-8600</b>	

**Schedule B**

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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2019**

Name of the organization

**MAKING WAVES FOUNDATION, INC.**

Employer identification number

**68-0204312**

Organization type (check one):

**Filers of:**

**Section:**

Form 990 or 990-EZ

501(c)( ) (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

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

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

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

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

Name of organization <b>MAKING WAVES FOUNDATION, INC.</b>	Employer identification number <b>68-0204312</b>
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**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	ALLEN MATKINS  THREE EMBARCEDERO CENTER, 12TH FLOOR  SAN FRANCISCO, CA 94111	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	DODGE AND COX  555 CALIFORNIA ST, 40TH FLOOR  SAN FRANCISCO, CA 94104	\$ 40,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	HORATIO ALGER ASSOCIATION  99 CANAL CENTER PLAZA, STE 320  ALEXANDRIA, VA 22314	\$ 14,480.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	KRISTIN ANN HITE  1024 TRILLIUM LANE  MILL VALLEY, CA 94941	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	KURT AND TAMRA MOBLEY  PO BOX 407  ROSS, CA 94957	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	MICHAEL AND ANN PARKER  1316 SOLANO AVE  ALBANY, CA 94706	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>MAKING WAVES FOUNDATION, INC.</b>	Employer identification number <b>68-0204312</b>
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**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
7	MIKE YUEN 100 ISABELLA AVE ATHERTON, CA 94027	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	PAYETTE RIVER FOUNDATION 3697 MT DIABLO BLVD, STE 250 LAFAYETTE, CA 94549	\$ 300,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	RON AND MARY COHAN 9919 WEXFORD CIRCLE GRANITE BAY, CA 95746	\$ 24,953.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
10	STANFORD UNIVERSITY 3145 PORTER DR PALTO ALTO, CA 94304	\$ 325,025.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
11	THE SAN FRANCISCO FOUNDATION ONE EMBARCADERO, STE 1400 SAN FRANCISCO, CA 94111	\$ 8,750.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
12	WESTERN ALLIANCE BANCORPORATION 601 W. 5TH ST, STE 100 LOS ANGELES, CA 90071	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



Name of organization <b>MAKING WAVES FOUNDATION, INC.</b>	Employer identification number <b>68-0204312</b>
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**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
13	ZALEC FAMILIAN AND LILIAN FOUNDATION 1316 SOLANO AVE ALBANY, CA 94706	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
14	PHILLIP AND NORMA GORDON 406 CLARK ST EVANSTON, IL 60201	\$ 62,232.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
15	SCHWAB CHARITABLE FUND 211 MAIN ST SAN FRANCISCO, CA 94105	\$ 48,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
16	SHANNON SCULLY 591 REDWOOD HIGHWAY, STE 3215 MILL VALLEY, CA 94941	\$ 101,346.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
17	LORI CRAWFORD 591 REDWOOD HIGHWAY, STE 3215 MILL VALLEY, CA 94941	\$ 6,140.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
18	SCULLY 1994 FAMILY TRUST NO. 2 591 REDWOOD HIGHWAY, STE 3215 MILL VALLEY, CA 94941	\$ 903,344.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>MAKING WAVES FOUNDATION, INC.</b>	Employer identification number <b>68-0204312</b>
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**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
19	<u>SCULLY MEMORIAL FOUNDATION</u>  <u>591 REDWOOD HIGHWAY, STE 3215</u>  <u>MILL VALLEY, CA 94941</u>	\$ <u>19,130,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
20	<u>JOHN H AND REGINA K SCULLY FOUNDATION</u>  <u>591 REDWOOD HIGHWAY, STE 3215</u>  <u>MILL VALLEY, CA 94941</u>	\$ <u>9,700,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
21	<u>ARTHUR ROCK</u>  <u>415 MISSION STREET, SUITE 5700</u>  <u>SAN FRANCISCO, CA 94105</u>	\$ <u>300,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
22	<u>SUZANNE DUCA</u>  <u>3045 RESEARCH DRIVE</u>  <u>RICHMOND, CA 94806</u>	\$ <u>249,068.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
23	<u>UNIVERSITY OF CHICAGO</u>  <u>6054 S DREXEL AVE</u>  <u>CHICAGO, IL 60637</u>	\$ <u>61,770.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
24	<u>MICHAEL MCCAFFERY</u>  <u>360 POETT RD</u>  <u>HILLSBOROUGH, CA 94010</u>	\$ <u>55,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>MAKING WAVES FOUNDATION, INC.</b>	Employer identification number <b>68-0204312</b>
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**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
25	JOHN ARRILLAGA 2450 WATSON COURT PALO ALTO, CA 94303	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
26	ROBERT AND RUTH HALPERIN FOUNDATION ONE LOMBARD ST, STE 305 SAN FRANCISCO, CA 94111	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
27	DENNING TEE, STEVEN AND ROBERTA 600 STEAMBOAT RD, SUITE 105 GREENWICH, CT 06830	\$ 25,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
28	THE KIMBALL FOUNDATION 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	\$ 20,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
29	ELI AND LEIGHA WEINBERG 165 TOWNSHIP LINE ROAD, SUITE 1200 JENKINTOWN, PA 19046	\$ 15,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
30	AMBROSE GROUP PO BOX 2 GLENBROCK, NV 89413	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>MAKING WAVES FOUNDATION, INC.</b>	Employer identification number <b>68-0204312</b>
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**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
31	JONATHAN DAWSON PO BOX 667 TETON VILLAGE, WY 83025	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
32	STUDIO BONDY ARCHITECTURE 110 LINDEN STREET OAKLAND, CA 94607	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
33	ROYAL HOG FOUNDATION 201 LONDOUN STREET, SUITE 201 LEESBURG, VA 20176	\$ 8,566.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
34	CONTRA COSTA CRISIS CENTER P.O. BOX 3364 WALNUT CREEK, CA 94596	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
35	HAZEL FOUNDATION 9 REQUA PLACE PIEDMONT, CA 94611	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
36	KIM MARIE SUMMERS-SILVA TRUST 44 SAN RAFAEL AVE SAN ANSELMO, CA 94960	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>MAKING WAVES FOUNDATION, INC.</b>	Employer identification number <b>68-0204312</b>
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**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
37	JONATHAN PARKER  1844 UNION STREET  SAN FRANCISCO, CA 84123	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
38	J. STUART AND SARAH WRIGHT RYAN 80 EAST SIR FRANCIS DRAKE BLVD, 4TH FLOOR, SUITE C  LARKSPUR, CA 94939	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
39	GAREN K AND SHARALYN KING STAGLIN  1585 BROADWAY FLOOR 29  NEW YORK, NY 10036	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
40	LISA AND EDWARD WILLIAMS  PO BOX 1153  ROSS, CA 94957	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization  <b>MAKING WAVES FOUNDATION, INC.</b>	Employer identification number  <b>68-0204312</b>
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**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
9	1,125 SHARES OF LIBERTY GLOBAL PLC (LBTYA TICKER SYMBOL) _____ _____ _____	\$ 24,953.	12/13/19
14	120 SHARES OF CHARTER COMMUNICATION INC (CHTR TICKER SYMBOL) _____ _____ _____	\$ 52,231.	10/16/19
16	3,800 SHARES OF LIBERTY GLOBAL PLC (LBTYK TICKER SYMBOL) _____ _____ _____	\$ 101,346.	07/18/19
17	288 SHARES OF LIBERTY GLOBAL PLC (LBTYK TICKER SYMBOL) _____ _____ _____	\$ 6,140.	11/27/19
22	2,750 SHARES OF ABBVIE INC (ABBV TICKER SYMBOL) _____ _____ _____	\$ 249,068.	12/20/19
	_____ _____ _____	\$ _____	_____

Name of organization <b>MAKING WAVES FOUNDATION, INC.</b>	Employer identification number <b>68-0204312</b>
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**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
<b>(e) Transfer of gift</b>			
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
<b>(e) Transfer of gift</b>			
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
<b>(e) Transfer of gift</b>			
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
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	39,508.	0.	39,508.	39,508.	39,508.
INVESTMENT INCOME	403,677.	0.	403,677.	403,677.	403,677.
TO PART I, LINE 4	443,185.	0.	443,185.	443,185.	443,185.

FORM 990-PF	RENTAL INCOME	STATEMENT 2
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME	1	282,540.
RELATED RENTAL PROPERTY	2	1,503,543.
RENTAL PROPERTY-ANTIOCH	3	473,917.
TOTAL TO FORM 990-PF, PART I, LINE 5A		2,260,000.

FORM 990-PF	OTHER INCOME			STATEMENT 3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
CHARTER SCHOOL SUPPORT	6,050.	0.	6,050.	
TOTAL TO FORM 990-PF, PART I, LINE 11	6,050.	0.	6,050.	

FORM 990-PF	LEGAL FEES				STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	47,312.	0.	0.	47,312.	
TO FM 990-PF, PG 1, LN 16A	47,312.	0.	0.	47,312.	



FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	52,577.	3,600.	0.	52,577.
TO FORM 990-PF, PG 1, LN 16B	52,577.	3,600.	0.	52,577.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RECRUITMENT	95,785.	0.	0.	95,785.
PAYROLL PROCESSING FEES	19,389.	0.	0.	19,389.
PROFESSIONAL FUNDRAISING SERVICES	130,111.	0.	0.	130,111.
PROFESSIONAL FEES OTHER	558,013.	0.	0.	558,013.
INVESTMENT MANAGEMENT FEES	29,614.	29,614.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	832,912.	29,614.	0.	803,298.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES	2,122,063.	620,116.	695,409.	0.
TO FORM 990-PF, PG 1, LN 18	2,122,063.	620,116.	695,409.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	606,730.	2,976.	85,763.	520,967.
INSURANCE	480,189.	231,633.	350,160.	130,029.
ADVERTISING AND PROMOTION	6,461.	4,731.	4,542.	1,919.
INFORMATION TECHNOLOGY	277,389.	0.	5,054.	272,335.
DIRECT PROGRAM SERVICE EXPENSE	2,690,834.	0.	0.	2,690,834.
SECURITY	323,752.	0.	204,932.	118,820.
ALL OTHER EXPENSES	133,422.	0.	0.	133,422.
MATERIALS AND SUPPLIES	2,795.	0.	0.	2,795.
WAVE MAKER EVENT	22,168.	0.	0.	22,168.
<b>TO FORM 990-PF, PG 1, LN 23</b>	<b>4,543,740.</b>	<b>239,340.</b>	<b>650,451.</b>	<b>3,893,289.</b>

FORM 990-PF	CORPORATE STOCK		STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
VFIDX INTER-TERM INVEST-GR ADM	1,080,051.	1,080,051.	
VFSUX SHORT-TERM INVEST-GR ADM	386,179.	386,179.	
VTIAX TOT INTL STOCK LX ADMIRAL	4,142,528.	4,142,528.	
VITSX TOTAL STOCK MKT IDX INST	7,923,974.	7,923,974.	
VWETX SHORT-TERM INVEST-GR ADM	337,473.	337,473.	
<b>TOTAL TO FORM 990-PF, PART II, LINE 10B</b>	<b>13,870,205.</b>	<b>13,870,205.</b>	

FORM 990-PF	CORPORATE BONDS		STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
VTABX TOT INTL BOND IX ADMIRAL	1,493,693.	1,493,693.	
VBTLX TOTAL BOND MKT INDEX ADM	1,767,176.	1,767,176.	
<b>TOTAL TO FORM 990-PF, PART II, LINE 10C</b>	<b>3,260,869.</b>	<b>3,260,869.</b>	

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
PRI - 4123-4131 LAKESIDE - LAND	1,703,423.	0.	1,703,423.
PRI - 4123-4131 LAKESIDE - BUILDING	4,434,023.	1,245,885.	3,188,138.
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	8,924,608.	2,506,821.	6,417,787.
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	33,315.	8,494.	24,821.
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	419,833.	86,525.	333,308.
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	76,567.	11,206.	65,361.
PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	150,760.	19,168.	131,592.
PRI - 2900 TECHNOLOGY CT - LAND	927,870.	0.	927,870.
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	11,389,439.	2,324,127.	9,065,312.
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	15,886.	15,886.	0.
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	52,204.	9,051.	43,153.

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PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	22,856.	22,856.	0.
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	102,912.	12,645.	90,267.
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	37,125.	3,768.	33,357.
PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	41,877.	3,711.	38,166.
PRI - 2900 TECHNOLOGY CT - SOLAR PANEL PROJECT	709,204.	169,913.	539,291.
PRI - 2925 TECHNOLOGY CT - LAND	1,346,916.	0.	1,346,916.
PRI - 3043-3055 RESEARCH DR - LAND	1,036,702.	0.	1,036,702.
PRI - 3043-3055 RESEARCH DR - BUILDING	2,967,717.	1,323,108.	1,644,609.
PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	1,153,388.	379,658.	773,730.
PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	47,489.	15,632.	31,857.
PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	216,620.	65,889.	150,731.
PRI - 3055-3075 RESEARCH DR - LAND	786,508.	0.	786,508.
PRI - 3055-3075 RESEARCH DR - BUILDING	3,513,537.	3,513,536.	1.
PRI - 3055-3075 RESEARCH DR - BUILDING IMPROVEMENTS	25,674.	23,803.	1,871.
PRI - 2930 TECHNOLOGY CT - LAND	555,028.	0.	555,028.
PRI - 4301 LAKESIDE - LAND	512,305.	0.	512,305.
PRI - 2600 HILLTOP DR - LAND	13,871,597.	0.	13,871,597.
PRI - 4175-4197 LAKESIDE DR - LAND	1,299,206.	0.	1,299,206.
PRI - 4075 LAKESIDE DR - LAND	1,543,685.	0.	1,543,685.
PRI - 4075 LAKESIDE DR - BUILDING	4,299,005.	4,299,005.	0.
PRI - 2975 LAKESIDE DR - LAND	4,946,204.	0.	4,946,204.
PRI - 2151 APPIAN WAY - LAND	663,348.	0.	663,348.
PRI - 2151 APPIAN WAY - BUILDING	9,004,940.	6,941,308.	2,063,632.
PRI - 415-420 3RD ST PITTSBURG - LAND	9,583,430.	0.	9,583,430.
PRI - EAST 18TH ST ANTIOCH - LAND	2,022,636.	0.	2,022,636.
PRI - 595 E 3RD ST PITTSBURG - LAND	7,008,589.	0.	7,008,589.
PRI - 1699 VINEYARD DR ANTIOCH - LAND	553,634.	0.	553,634.
PRI - 2901 E 18TH ST ANTIOCH - LAND	3,591,230.	0.	3,591,230.
1700 WEST 4TH ST - LAND	3,837,100.	0.	3,837,100.
1700 WEST 4TH ST - BUILDING	13,847,184.	8,510,249.	5,336,935.
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	68,330.	68,330.	0.
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	14,738.	14,738.	0.

4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	18,330.	18,330.	0.
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	124,270.	124,270.	0.
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	45,089.	45,089.	0.
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	78,772.	63,076.	15,696.
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	40,224.	12,904.	27,320.
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	775.	250.	525.
4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	32,759.	17,199.	15,560.
SOFTWARE - RAISERS EDGE FOR DEVELOPMENT	18,407.	18,407.	0.
EQUIPMENT	390,807.	112,357.	278,450.
BLUME DRIVE - FURNITURE AND EQUIPMENT	233,964.	224,312.	9,652.
BLUME DRIVE - COMPUTER EQUIPMENT	291,740.	291,740.	0.
BLUME DRIVE - LEASEHOLD IMPROVEMENTS	121,153.	82,932.	38,221.
3045 RESEARCH DRIVE - BUILDING IMPROVEMENTS	1,488.	194.	1,294.
BLUME DRIVE - BUILDING IMPROVEMENTS	641,373.	83,735.	557,638.
3043 RESEARCH DRIVE - BUILDING IMPROVEMENTS	32,485.	4,241.	28,244.
3045 RESEARCH DRIVE - BUILDING IMPROVEMENTS	2,181,297.	284,781.	1,896,516.
3055 - 3075 RESEARCH DRIVE - BUILDING IMPROVEMENTS	173,537.	22,656.	150,881.
4285 LAKESIDE DRIVE - BUILDING	38,241,858.	1,675,124.	36,566,734.
4175 LAKESIDE DRIVE - BUILDING	20,809,015.	1,000,434.	19,808,581.
4165 LAKESIDE DRIVE - BUILDING	13,307,078.	497,594.	12,809,484.
3201 - 3299 E. 18TH ST - BUILDING	759,125.	197,688.	561,437.
3045 RESEARCH DRIVE - EQUIPMENT	160,597.	62,900.	97,697.
3043 RESEARCH DRIVE - FURNITURE & FIXTURES	261,430.	102,393.	159,037.
3201 - 3299 E. 18TH ST - LAND	2,370,073.	0.	2,370,073.
4123 LAKESIDE DRIVE - BUILDING	8,376,446.	187,933.	8,188,513.
4131 LAKESIDE DRIVE - BUILDING	11,346,474.	254,568.	11,091,906.
4145 LAKESIDE DRIVE - BUILDING	16,533,815.	370,948.	16,162,867.
4155 LAKESIDE DRIVE - BUILDING	15,038,307.	337,398.	14,700,909.
4165 LAKESIDE DRIVE - BUILDING IMPROVEMENTS	474,962.	507.	474,455.
4175 LAKESIDE DRIVE - BUILDING IMPROVEMENTS	674,810.	721.	674,089.
4285 LAKESIDE DRIVE - BUILDING IMPROVEMENTS	1,232,330.	1,317.	1,231,013.
TOTAL TO FM 990-PF, PART II, LN 14	251,371,432.	37,691,310.	213,680,122.

FORM 990-PF	OTHER ASSETS		STATEMENT 12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CONSTRUCTION IN PROGRESS	44,671,140.	3,838,336.	3,838,336.
TO FORM 990-PF, PART II, LINE 15	44,671,140.	3,838,336.	3,838,336.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 13
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
ACCRUED LIABILITIES	470,232.	533,025.	
TOTAL TO FORM 990-PF, PART II, LINE 22	470,232.	533,025.	

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN H SCULLY 3045 RESEARCH DR RICHMOND, CA 94806	CHAIRMAN 2.00	0.	0.	0.
MICHAEL YUEN 3045 RESEARCH DR RICHMOND, CA 94806	VICE CHAIRMAN 2.00	0.	0.	0.
RONALD A COHAN 3045 RESEARCH DR RICHMOND, CA 94806	SECRETARY 2.00	0.	0.	0.
PHILLIP GORDON 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2.00	0.	0.	0.
SID LANDMAN 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2.00	0.	0.	0.
AJANI JACKSON 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2.00	0.	0.	0.
ALICIA MALET KLEIN 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2.00	0.	0.	0.
JONATHAN STERN 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2.00	0.	0.	0.
ELI J WEINBERG 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2.00	0.	0.	0.
STEVEN ROTH 3045 RESEARCH DR RICHMOND, CA 94806	CHIEF OPERATING OFFICER 40.00	201,273.	16,520.	0.

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MELISSA FRIES 3045 RESEARCH DR RICHMOND, CA 94806	EXECUTIVE DIRECTOR, COLLEGE & ALUMNI P 40.00	254,708.	23,311.	0.
DARCY DEMING 3045 RESEARCH DR RICHMOND, CA 94806	CHIEF ADVANCEMENT OFFICER 40.00	286,560.	27,701.	0.
JAMES MCLEAN 3045 RESEARCH DR RICHMOND, CA 94806	CHIEF FINANCIAL OFFICER 40.00	0.	0.	0.
RONG CLARK 3045 RESEARCH DR RICHMOND, CA 94806	CHIEF FINANCIAL OFFICER 40.00	240,230.	29,257.	0.
REGINA SCULLY 3045 RESEARCH DR RICHMOND, CA 94806	DIRECTOR 2.00	0.	0.	0.
PATRICK O'DONNELL 3045 RESEARCH DR RICHMOND, CA 94806	CHIEF EXECUTIVE OFFICER 40.00	119,876.	5,165.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>1,102,647.</u>	<u>101,954.</u>	<u>0.</u>



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Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	BUILDINGS														
21	PRI - 3043-3055 RESEARCH DR - BUILDING	01/01/16	SL	10.00		16	2,967,717.				2,967,717.	1,026,336.	296,772.	1,323,108.	
22	PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	03/05/17	SL	10.00		16	1,153,388.				1,153,388.	264,319.	115,339.	379,658.	
23	PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	03/05/17	SL	10.00		16	47,489.				47,489.	10,883.	4,749.	15,632.	
24	PRI - 3043-3055 RESEARCH DR - BUILDING IMPROVEMENTS	06/15/17	SL	10.00		16	216,620.				216,620.	44,227.	21,662.	65,889.	
26	PRI - 3055-3075 RESEARCH DR - BUILDING	01/01/16	SL	4.00		16	3,513,537.				3,513,537.	1,037,745.	475,791.	3,513,537.	
27	PRI - 3055-3075 RESEARCH DR - BUILDING IMPROVEMENTS	10/31/16	SL	4.00		16	25,674.				25,674.	17,384.	6,419.	23,803.	
36	PRI - 4075 LAKESIDE DR - BUILDING	03/31/17	SL	.000		16	4,299,005.				4,299,005.	4,299,005.	0.	4,299,005.	
39	PRI - 2151 APPIAN WAY - BUILDING	04/19/18	SL	.000		16	9,004,940.				9,004,940.	440,485.	1,500,823.	5,941,308.	
47	1700 WEST 4TH ST - BUILDING	01/01/17	NC	4.00	HY		13847184.				13847184.	510,249.	0.	0.	510,249.
62	3045 RESEARCH DRIVE - BUILDING IMPROVEMENTS	07/01/18	SL	15.00		16	1,488.				1,488.	95.	99.	194.	
63	BLUME DRIVE - BUILDING IMPROVEMENTS	07/01/18	SL	15.00		16	641,373.				641,373.	40,977.	42,758.	83,735.	
64	3043 RESEARCH DRIVE - BUILDING IMPROVEMENTS	07/01/18	SL	15.00		16	32,485.				32,485.	2,075.	2,166.	4,241.	
65	3045 RESEARCH DRIVE - BUILDING IMPROVEMENTS	07/01/18	SL	15.00		16	2,181,297.				2,181,297.	139,361.	145,420.	284,781.	
66	3055 - 3075 RESEARCH DRIVE - BUILDING IMPROVEMENTS	07/01/18	SL	15.00		16	173,537.				173,537.	11,087.	11,569.	22,656.	
67	4285 LAKESIDE DRIVE - BUILDING	10/19/18	SL	39.00	MM	16	38241858.				38241858.	694,564.	980,560.	1,675,124.	
68	4175 LAKESIDE DRIVE - BUILDING	08/22/18	SL	39.00	MM	16	20809015.				20809015.	466,869.	533,565.	1,000,434.	
69	4165 LAKESIDE DRIVE - BUILDING	01/07/19	SL	39.00	MM	16	13307078.				13307078.	156,387.	341,207.	497,594.	

928111 04-01-19

(D) - Asset disposed

\* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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Asset No.	Description	Date Acquired	Method	Life	Conv	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
70	3201 - 3299 E. 18TH ST - BUILDING	10/16/18	SL	4.00		16	759,125.				759,125.	134,428.		63,260.	197,688.
74	4123 LAKESIDE DRIVE - BUILDING	08/06/19	SL	39.00		16	8,376,446.				8,376,446.			187,933.	187,933.
75	4131 LAKESIDE DRIVE - BUILDING	08/06/19	SL	39.00		16	11346474.				11346474.			254,568.	254,568.
76	4145 LAKESIDE DRIVE - BUILDING	08/06/19	SL	39.00		16	16533815.				16533815.			370,948.	370,948.
77	4155 LAKESIDE DRIVE - BUILDING	08/06/19	SL	39.00		16	15038307.				15038307.			337,398.	337,398.
78	4165 LAKESIDE DRIVE - BUILDING IMPROVEMENTS	06/30/20	SL	39.00		16	474,962.				474,962.			507.	507.
79	4175 LAKESIDE DRIVE - BUILDING IMPROVEMENTS	06/30/20	SL	39.00		16	674,810.				674,810.			721.	721.
80	4285 LAKESIDE DRIVE - BUILDING IMPROVEMENTS	06/30/20	SL	39.00		16	1,232,330.				1,232,330.			1,317.	1,317.
	* 990-PF PG 1 TOTAL BUILDINGS					16	164,899,954.			164,899,954.	24296476.			5,695,551.	29992028.
	FURNITURE & FIXTURES														
72	3043 RESEARCH DRIVE - FURNITURE & FIXTURES	07/01/18	SL	5.00		16	261,430.				261,430.			52,286.	102,393.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						261,430.				261,430.			52,286.	102,393.
	MACHINERY & EQUIPMENT														
71	3045 RESEARCH DRIVE - EQUIPMENT	07/01/18	SL	5.00		16	160,597.				160,597.			32,119.	62,900.
	* 990-PF PG 1 TOTAL MACHINERY & EQUIPMENT						160,597.				160,597.			32,119.	62,900.
	LAND														
20	PRI - 3043-3055 RESEARCH DR - LAND	01/01/16		.000		HY16	1,036,702.				1,036,702.			0.	0.
25	PRI - 3055-3075 RESEARCH DR - LAND	01/01/16	SL	.000		16	786,508.				786,508.			0.	0.

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28	PRI - 2930 TECHNOLOGY CT - LAND	01/01/16		.000		HX16	555,028.				555,028.			0.	
29	PRI - 4301 LAKESIDE - LAND	01/01/16		.000		HX16	512,305.				512,305.			0.	
32	PRI - 2600 HILLTOP DR - LAND	01/01/16		.000		HX16	13871597.				13871597.			0.	
33	PRI - 4175-4197 LAKESIDE DR - LAND	01/01/17		.000		HX16	1,299,206.				1,299,206.			0.	
35	PRI - 4075 LAKESIDE DR - LAND	03/31/17		.000		HX16	1,543,685.				1,543,685.			0.	
37	PRI - 2975 LAKESIDE DR - LAND	10/13/17		.000		HX16	4,946,204.				4,946,204.			0.	
38	PRI - 2151 APPIAN WAY - LAND	04/19/18		.000		HX16	663,348.				663,348.			0.	
40	PRI - 415-420 3RD ST PITTSBURG - LAND	12/11/17		.000		HX16	9,583,430.				9,583,430.			0.	
41	PRI - EAST 18TH ST ANTIOCH - LAND	02/07/18		.000		HX16	2,022,636.				2,022,636.			0.	
42	PRI - 595 E 3RD ST PITTSBURG - LAND	03/28/18		.000		HX16	7,008,589.				7,008,589.			0.	
43	PRI - 1699 VINEYARD DR ANTIOCH - LAND	06/11/18		.000		HX16	553,634.				553,634.			0.	
44	PRI - 2901 E 18TH ST ANTIOCH - LAND	03/28/18		.000		HX16	3,591,230.				3,591,230.			0.	
46	1700 WEST 4TH ST - LAND	01/01/17		.000		HX16	3,837,100.				3,837,100.			0.	
73	3201 - 3299 E. 18TH ST - LAND	10/16/18		.000		HX16	2,370,073.				2,370,073.			0.	
	* 990-PF PG 1 TOTAL LAND						54181275.				54181275.	0.		0.	0.
57	FURNITURE & FIXTURES SOFTWARE - RAISERS EDGE FOR DEVELOPMENT	07/01/12	SL	5.00	16		18,407.				18,407.	18,407.		0.	18,407.
58	EQUIPMENT	08/01/17	SL	5.00	16		390,807.				390,807.	73,276.		39,081.	112,357.

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	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						409,214.				409,214.	91,683.		39,081.	130,764.
	* 990-PF PG 1 TOTAL BUILDINGS						219,912,470.			219,912,470.	244,690,470.			5,819,037.	302,880,855.
	PRI - 4123-4131 LAKESIDE - BUILDING	07/01/09	SL	39.00	MM16		4,434,023.				4,434,023.	132,192.		113,693.	1,245,885.
	* 990-PF PG 1 TOTAL BUILDINGS						4,434,023.				4,434,023.	132,192.		113,693.	1,245,885.
	* 990-PF PG 1 TOTAL LAND						4,434,023.				4,434,023.	132,192.		113,693.	1,245,885.
	LAND														
	PRI - 4123-4131 LAKESIDE - LAND	07/01/09		.000	HY16		1,703,423.				1,703,423.	0.		0.	0.
	* 990-PF PG 1 TOTAL LAND						1,703,423.				1,703,423.	0.		0.	0.
	* 990-PF PG 1 TOTAL BUILDINGS						8,924,608.				8,924,608.	277,985.		228,836.	2,506,821.
	PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	07/01/09	SL	39.00	MM16		8,924,608.				8,924,608.	277,985.		228,836.	2,506,821.
	* 990-PF PG 1 TOTAL BUILDING IMPROVEMENTS						33,315.				33,315.	7,640.		854.	8,494.
	PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	07/01/10	SL	39.00	MM16		33,315.				33,315.	7,640.		854.	8,494.
	* 990-PF PG 1 TOTAL BUILDING IMPROVEMENTS						419,833.				419,833.	75,760.		10,765.	86,525.
	PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	07/01/12	SL	39.00	MM16		419,833.				419,833.	75,760.		10,765.	86,525.
	* 990-PF PG 1 TOTAL BUILDING IMPROVEMENTS						76,567.				76,567.	9,243.		1,963.	11,206.
	PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	10/01/14	SL	39.00	MM16		76,567.				76,567.	9,243.		1,963.	11,206.
	* 990-PF PG 1 TOTAL BUILDING IMPROVEMENTS						150,760.				150,760.	15,302.		3,866.	19,168.
	PRI - 4123-4131 LAKESIDE - BUILDING IMPROVEMENTS	07/01/15	SL	39.00	MM16		150,760.				150,760.	15,302.		3,866.	19,168.
	* 990-PF PG 1 TOTAL BUILDINGS						9,605,083.				9,605,083.	385,930.		246,284.	2,632,214.
	* 990-PF PG 1 TOTAL BUILDINGS						9,605,083.				9,605,083.	385,930.		246,284.	2,632,214.

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	FURNITURE & FIXTURES														
48	4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	07/01/09	SL	5.00		16	68,330.				68,330.	68,330.		0.	68,330.
49	4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	07/01/10	SL	5.00		16	14,738.				14,738.	14,738.		0.	14,738.
50	4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	07/01/11	SL	5.00		16	18,330.				18,330.	18,330.		0.	18,330.
51	4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	07/01/13	SL	5.00		16	124,270.				124,270.	124,270.		0.	124,270.
52	4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	07/01/14	SL	5.00		16	45,089.				45,089.	44,713.		376.	45,089.
53	4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	07/01/16	SL	5.00		16	78,772.				78,772.	47,486.		15,590.	63,076.
54	4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	04/01/17	SL	10.00		16	40,224.				40,224.	8,882.		4,022.	12,904.
55	4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	04/01/17	SL	10.00		16	775.				775.	172.		78.	250.
56	4123-4131 LAKESIDE - FURNITURE/EQUIPMENT	10/31/17	SL	5.00		16	32,759.				32,759.	10,647.		6,552.	17,199.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						423,287.				423,287.	337,568.		26,618.	364,186.
	* 990-PF PG 1 TOTAL - LAND						423,287.				423,287.	337,568.		26,618.	364,186.
9	PRI - 2900 TECHNOLOGY CT - LAND	07/01/12		.000		MM16	927,870.				927,870.			0.	
	* 990-PF PG 1 TOTAL LAND						927,870.				927,870.	0.		0.	0.
	* 990-PF PG 1 TOTAL - BUILDINGS						927,870.				927,870.	0.		0.	0.
10	PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	07/01/12	SL	39.00		MM16	11389439.				11389439.	2,032,090.		292,037.	2,324,127.

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11	PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	01/01/14	SL	39.00	MM	16	15,886.				15,886.	15,886.	0.	0.	15,886.
12	PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	07/01/13	SL	39.00	MM	16	52,204.				52,204.	7,712.	1,339.	1,339.	9,051.
13	PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	07/01/14	SL	39.00	MM	16	22,856.				22,856.	22,856.	0.	0.	22,856.
14	PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	09/01/15	SL	39.00	MM	16	102,912.				102,912.	10,006.	2,639.	2,639.	12,645.
15	PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	07/18/16	SL	39.00	MM	16	37,125.				37,125.	2,816.	952.	952.	3,768.
16	PRI - 2900 TECHNOLOGY CT - BUILDING IMPROVEMENTS	04/15/17	SL	39.00	MM	16	41,877.				41,877.	2,637.	1,074.	1,074.	3,711.
	* 990-PF PG 1 TOTAL BUILDINGS						11662299.				11662299.	2,094,003.	298,041.	298,041.	2,392,044.
	* 990-PF PG 1 TOTAL - BUILDINGS						11662299.				11662299.	2,094,003.	298,041.	298,041.	2,392,044.
17	PRI - 2900 TECHNOLOGY CT - SOLAR PANEL PROJECT	09/01/15	SL	20.00		16	709,204.				709,204.	134,453.	35,460.	35,460.	169,913.
	* 990-PF PG 1 TOTAL BUILDINGS						709,204.				709,204.	134,453.	35,460.	35,460.	169,913.
	* 990-PF PG 1 TOTAL - FURNITURE & FIXTURES						709,204.				709,204.	134,453.	35,460.	35,460.	169,913.
59	BLUME DRIVE - FURNITURE AND EQUIPMENT	09/01/15	SL	5.00		16	233,964.				233,964.	177,983.	46,329.	46,329.	224,312.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						233,964.				233,964.	177,983.	46,329.	46,329.	224,312.
	* 990-PF PG 1 TOTAL - FURNITURE & FIXTURES						233,964.				233,964.	177,983.	46,329.	46,329.	224,312.
60	BLUME DRIVE - COMPUTER EQUIPMENT	09/01/15	SL	3.00		16	291,740.				291,740.	291,740.	0.	0.	291,740.

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	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						291,740.				291,740.	291,740.		0.	291,740.
	* 990-PF PG 1 TOTAL - FURNITURE & FIXTURES						291,740.				291,740.	291,740.		0.	291,740.
61	BLUME DRIVE - LEASEHOLD IMPROVEMENTS	09/01/15	SL	7.00		16	121,153.				121,153.	65,624.		17,308.	82,932.
	* 990-PF PG 1 TOTAL FURNITURE & FIXTURES						121,153.				121,153.	65,624.		17,308.	82,932.
	* 990-PF PG 1 TOTAL - LAND						121,153.				121,153.	65,624.		17,308.	82,932.
18	PRI - 2925 TECHNOLOGY CT - LAND	01/01/16		.000		16	1,346,916.				1,346,916.			0.	
	* 990-PF PG 1 TOTAL LAND						1,346,916.				1,346,916.	0.		0.	
	* 990-PF PG 1 TOTAL - DEPR						1,346,916.				1,346,916.	0.		0.	
	* GRAND TOTAL 990-PF PG 1 DEPR					251	371,432.			251	371,432.	31088540.		6,602,770.	37691311.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE					197	694,288.			0197	694,288.	31088540.			36537919.
	ACQUISITIONS					53	677144.			0.	53677144.	0.			1,153,392.
	DISPOSITIONS/RETIRED						0.			0.	0.	0.			0.
	ENDING BALANCE					251	371,432.			0251	371,432.	31088540.			37691311.
	ENDING ACCUM DEPR											37691311.			

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	ENDING BOOK VALUE										213,680,121.				