

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.
Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

JAN 29, 2017

and ending

FEB 3, 2018

Name of foundation

ROSS STORES FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

5130 HACIENDA DRIVE

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

DUBLIN, CA 94568

G Check all that apply

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 6,171,282.

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

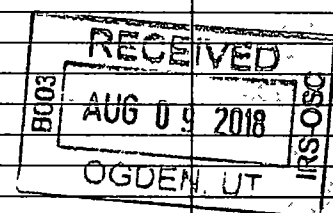
46-3828645

B Telephone number

(925) 965-4400C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐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	3,500,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	35,120.	35,120.		
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	3,535,120.	35,120.	0.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 1	4,872.	0.	0.	3,802.
b Accounting fees STMT 2	14,247.	1,425.	0.	12,822.
c Other professional fees				
17 Interest				
18 Taxes STMT 3	337.	0.	0.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 4	555.	38.	0.	518.
24 Total operating and administrative expenses. Add lines 13 through 23	20,011.	1,463.	0.	17,142.
25 Contributions, gifts, grants paid	2,976,510.			3,028,510.
26 Total expenses and disbursements. Add lines 24 and 25	2,996,521.	1,463.	0.	3,045,652.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	538,599.			
b Net investment income (if negative, enter -0-)		33,657.		
c Adjusted net income (if negative, enter -0-)			0.	



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34

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Part II Balance Sheets		Attachment 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	124,837.	77,523.	77,523.
	2 Savings and temporary cash investments	5,558,639.	6,093,759.	6,093,759.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	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			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		5,683,476.	6,171,282.	6,171,282.
17 Accounts payable and accrued expenses		1,137.	2,344.	
18 Grants payable		452,000.	400,000.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	453,137.	402,344.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31			
	24 Unrestricted	5,230,339.	5,768,938.	
	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	5,230,339.	5,768,938.		
31 Total liabilities and net assets/fund balances	5,683,476.	6,171,282.		

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	5,230,339.
2 Enter amount from Part I, line 27a	2	538,599.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,768,938.
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	5,768,938.

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.)
1a				
b	NONE			
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			

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

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

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

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))
2016	1,738,119.	4,206,301.	.413218
2015	1,594,297.	3,456,556.	.461239
2014	1,440,509.	2,256,432.	.638401
2013	0.	192,075.	.000000
2012			

2 Total of line 1, column (d)	2	1.512858
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	.378215
4 Enter the net value of noncharitable-use assets for 2017 from Part X line 5	4	5,292,265.
5 Multiply line 4 by line 3	5	2,001,614.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	337.
7 Add lines 5 and 6	7	2,001,951.
8 Enter qualifying distributions from Part XII, line 4 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	8	3,045,652.

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 ☒ and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2017 estimated tax payments and 2016 overpayment credited to 2017

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed**10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**11 Enter the amount of line 10 to be **Credited to 2018 estimated tax** ☒95. | Refunded ☒**Part VII-A Statements Regarding Activities**

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?

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.

c Did the foundation file **Form 1120-POL** for this year?

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

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on **Form 990-T** for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by *General Instruction T*

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?

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

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

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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8b	X	
9		X
10		X

N/A

Form 990-PF (2017)

Part VII-A Statements Regarding Activities (continued)

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

	Yes	No
11		X
12		X
13	X	

Website address ► N/A

- 14 The books are in care of ► MICHAEL HARTSHORN Telephone no ► 925-965-4400
 Located at ► 5130 HACIENDA DRIVE, DUBLIN, CA ZIP+4 ► 94568

- 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here
 and enter the amount of tax-exempt interest received or accrued during the year

15 N/A

- 16 At any time during calendar year 2017, 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?

	Yes	No
16		X

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

- 1a During the year, did the foundation (either directly or indirectly):

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person?
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
- (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)

☐ Yes ☒ No☐ Yes ☒ No☒ Yes ☐ No☐ Yes ☒ No☐ Yes ☒ No☐ 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
 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 2017?

	Yes	No
1a		
1b		X
1c		X
2a		
2b		
3a		
3b		
4a		X
4b		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?

☐ 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

- 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 2017 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 2017.)

N/A

- 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

- b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?

Form 990-PF (2017)

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

	Yes	No
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b
Organizations relying on a current notice regarding disaster assistance, check here	<input checked="" type="checkbox"/>	
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b X
If "Yes" to 6b, file Form 8870.		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b

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
MICHAEL O'SULLIVAN 5130 HACIENDA DRIVE DUBLIN, CA 94568	DIRECTOR/PRESIDENT, CHAIRMAN 2.00	0.	0.	0.
JOHN CALL 5130 HACIENDA DRIVE DUBLIN, CA 94568	DIRECTOR/SECRETARY 2.00	0.	0.	0.
MICHAEL HARTSHORN 5130 HACIENDA DRIVE DUBLIN, CA 94568	DIRECTOR/TREASURER 2.00	0.	0.	0.

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

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

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

0

Form 990-PF (2017)

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
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2017)

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	5,114,393.
b	Average of monthly cash balances	1b	258,465.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,372,858.
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	5,372,858.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	80,593.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,292,265.
6	Minimum investment return. Enter 5% of line 5	6	264,613.

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	264,613.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	337.
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	337.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	264,276.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	264,276.
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	264,276.

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	3,045,652.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,045,652.
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	337.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,045,315.

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.

Form 990-PF (2017)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				264,276.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014	1,323,977.			
d From 2015	1,421,469.			
e From 2016	1,527,872.			
f Total of lines 3a through e	4,273,318.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 3,045,652.				
a Applied to 2016, 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 2017 distributable amount				264,276.
e Remaining amount distributed out of corpus	2,781,376.			
5 Excess distributions carryover applied to 2017 (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	7,054,694.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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 2016. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	7,054,694.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014	1,323,977.			
c Excess from 2015	1,421,469.			
d Excess from 2016	1,527,872.			
e Excess from 2017	2,781,376.			

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AIM HIGH FOR HIGH SCHOOL P.O. BOX 410715 SAN FRANCISCO, CA 94141	NONE	PC	YOUTH PROGRAM	5,000.
ALTERNATIVES IN ACTION 3666 GRAND AVENUE, SUITE A OAKLAND, CA 94610	NONE	PC	YOUTH PROGRAM	2,000.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231	NONE	PC	HEALTH PROGRAM	500.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231	NONE	PC	MEMORIAL DONATION	25,000.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231	NONE	PC	YOUTH PROGRAM	50,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				3,028,510.
b Approved for future payment				
BOYS & GIRLS CLUBS OF AMERICA 1275 PEACHTREE ST. NE ATLANTA, GA 30309	NONE	PC	YOUTH PROGRAM	400,000.
Total ▶ 3b				400,000.

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

- | 1 | | Yes |
|--|--|-------|
| Did the organization directly or indirectly engage in any of the following described in section 501(c)(3) (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) |
| (2) | Other assets | 1a(2) |
| b | Other transactions. | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) |
| (4) | Reimbursement arrangements | 1b(4) |
| (5) | Loans or loan guarantees | 1b(5) |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c |
| 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. | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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.

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

☒ Yes ☐ No

Sign Here

Signature of officer or trustee

Date 8/1/18

TREASURER
Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

KELLI ARCHIBALD

Preparer's signature

Kelli H. Aubal

Date

07/19/18

Check ☐ if
self-employed

PTIN

P00180332

Firm's name ▶ ERNST & YOUNG U.S. LLP

Firm's EIN ▶ 34-6565596

Firm's address ► 2 N CENTRAL AVENUE, STE 2300
PHOENIX, AZ 85004

Phone no (602) 322-3000

Form **990-PF** (2017)

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 RED CROSS 2025 E ST. WASHINGTON, DC 20006	NONE	PC	DISASTER RESPONSE	875,000.
ARCHDIOCESAN YOUTH EMPLOYMENT SERVICES OF CATHOLIC 3250 WILSHIRE BOULEVARD, SUITE #1010 LOS ANGELES, CA 90010	NONE	PC	YOUTH PROGRAM	2,000.
ASSISTANCE LEAGUE OF DIABLO VALLEY 2711 BUENA VISTA AVENUE WALNUT CREEK, CA 94597	NONE	PC	YOUTH PROGRAM	2,000.
AUDUBON EDUCATION FOUNDATION 350 EDGEWOOD AVE AUDUBON, NJ 08106	NONE	PC	YOUTH PROGRAM	2,500.
AUTISM SPEAKS INC 1 EAST 33RD ST, 4TH FLOOR NEW YORK, NY 08540	NONE	PC	YOUTH PROGRAM	2,500.
AVON EDUCATION FOUNDATION 7203 E US HWY 36 AVON, IN 46123	NONE	PC	YOUTH PROGRAM	2,500.
BABY BUGGY AKA GOOD+ FOUNDATION 306 WEST 37TH STREET, 8TH FLOOR NEW YORK, NY 10018	NONE	PC	YOUTH PROGRAM	50,000.
BENITO JUAREZ ELEMENTARY SCHOOL 2101 LIVINGSTON STREET OAKLAND, CA 94606	NONE	PC	YOUTH PROGRAM	2,000.
BEYOND DIFFERENCES 711 GRAND AVENUE, SUITE 200 SAN RAFAEL, CA 94901	NONE	PC	YOUTH PROGRAM	2,000.
BIG BROTHERS BIG SISTERS OF THE NORTH BAY INC 1618 SECOND ST SAN RAFAEL, CA 94901	NONE	PC	YOUTH PROGRAM	2,000.
Total from continuation sheets				2,946,010.

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
BOY SCOUTS OF AMERICA 1001 DAVIS STREET SAN LEANDRO, CA 94577	NONE	PC	YOUTH PROGRAM	2,000.
BOYS & GIRLS CLUB OF ALBANY 1215 HILL STREET, SE ALBANY, OR 97322	NONE	PC	YOUTH PROGRAM	400.
BOYS & GIRLS CLUB OF BENTON AND FRANKLIN COUNTIES, PROSSER PARK BRANCH P.O. BOX 1322 PASCO, WA 99301	NONE	PC	YOUTH PROGRAM	2,500.
BOYS & GIRLS CLUB OF COLORADO RIVER 2250 HIGHLAND RD BULLHEAD CITY, AZ 86442	NONE	PC	YOUTH PROGRAM	400.
BOYS & GIRLS CLUB OF GREATER CONEJO VALLEY 30343 CANWOOD STREET SUITE 200 AGOURA HILL, CA 91301	NONE	PC	YOUTH PROGRAM	500.
BOYS & GIRLS CLUB OF GREENEVILLE & GREENE COUNTY P.O. BOX 1977 GREENEVILLE, TN 37744	NONE	PC	YOUTH PROGRAM	400.
BOYS & GIRLS CLUB OF METRO PHOENIX 4309 E. BELIEVIEW STREET, BUILDING 14 PHOENIX, AZ 85008	NONE	PC	YOUTH PROGRAM	15,000.
BOYS & GIRLS CLUB OF NAPA VALLEY 1515 PUEBLO AVE NAPA, CA 94558	NONE	PC	YOUTH PROGRAM	400.
BOYS & GIRLS CLUB OF OSHKOSH P.O. BOX 411 OSHKOSH, WI 54903	NONE	PC	YOUTH PROGRAM	500.
BOYS & GIRLS CLUB OF SAN LEANDRO 401 MARINA BLVD, SAN LEANDRO, CA 94577	NONE	PC	YOUTH PROGRAM	3,000.
Total from continuation sheets				

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
BOYS & GIRLS CLUB OF WACO P.O. BOX 447 WACO, TX 76703	NONE	PC	YOUTH PROGRAM	400.
BOYS & GIRLS CLUBS OF AMERICA 1275 PEACHTREE ST. NE ATLANTA, GA 30309	NONE	PC	YOUTH PROGRAM	935,000.
BOYS & GIRLS CLUBS OF AMERICA 1275 PEACHTREE ST. NE ATLANTA, GA 30309	NONE	PC	YOUTH PROGRAM	400,000.
BOYS AND GIRLS CLUB OF METROWEST 169 PLEASANT STREET MARLBOROUGH, MA 01752	NONE	PC	YOUTH PROGRAM	15,000.
CALIFORNIA INTERNATIONAL ORDER OF THE RAINBOW GIRL 4745 N PALM AVE FRESNO, CA 93704	NONE	PC	YOUTH PROGRAM	500.
CAMBRIDGE COMMUNITY CENTER 1146 LACEY LANE CONCORD, CA 94520	NONE	PC	YOUTH PROGRAM	2,000.
CARNEGIE LIBRARY OF HOMESTEAD 510 EAST 10TH AVENUE MUNHALL, PA 15120	NONE	PC	YOUTH PROGRAM	2,500.
CHILDREN'S ATTENTION FUND PO BOX 2912 ROCK HILL, SC 29732	NONE	PC	YOUTH PROGRAM	5,000.
CHILDREN'S HEALTH COUNCIL 650 CLARK WAY PALO ALTO, CA 94304	NONE	PC	YOUTH PROGRAM	4,000.
CHILDREN'S TUMOR FOUNDATION 120 WALL STREET, 16TH FLOOR NEW YORK, NY 10005	NONE	PC	HEALTH PROGRAM	500.
Total from continuation sheets				

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
CHINATOWN COMMUNITY DEVELOPMENT CENTER 1525 GRANT AVE SAN FRANCISCO, CA 94133	NONE	PC	YOUTH PROGRAM	2,000.
CITY OF COMMERCE PUBLIC LIBRARY 5655 JILLSON ST COMMERCE, CA 90040	NONE	PC	YOUTH PROGRAM	2,500.
CITY OF STOCKTON 425 N EL DORADO STREET STOCKTON, CA 95202	NONE	PC	YOUTH PROGRAM	2,500.
CITY SERVE OF THE TRI-VALLEY 11501 DUBLIN BLVD STE 200 DUBLIN, CA 94568	NONE	PC	YOUTH PROGRAM	2,000.
CITY YOUTH NOW 375 WOODSIDE AVE SAN FRANCISCO, CA 94127	NONE	PC	YOUTH PROGRAM	2,000.
COALITION FOR ENGAGED EDUCATION 3131 OLYMPIC BLVD SANTA MONICA, CA 90404	NONE	PC	YOUTH PROGRAM	2,000.
COLLEGE IS REAL INC 390 RAILROAD AVE STE 200 DANVILLE, CA 94526	NONE	PC	YOUTH PROGRAM	2,000.
COLUMBIA COUNTY PUBLIC SCHOOLS FOUNDATION 372 W DUVAL ST LAKE CITY, FL 32055	NONE	PC	YOUTH PROGRAM	2,500.
COMMUNITY HEALTH AWARENESS COUNCIL 590 W EL CAMINO REAL MOUNTAIN VIEW, CA 94040	NONE	PC	YOUTH PROGRAM	15,000.
COMPASS FAMILY SERVICES 49 POWELL STREET 3RD FLOOR SAN FRANCISCO, CA 94102	NONE	PC	YOUTH PROGRAM	2,000.
Total from continuation sheets				

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
COURT APPOINTED SPECIAL ADVOCATE OF SAN MATEO COUNTY 330 TWIN DOLPHIN DRIVE SUITE 139 SAN MATEO, CA 94065	NONE	PC	YOUTH PROGRAM	2,000.
CYPRESS CREEK FRIENDS OF THE LIBRARY 6817 CYPRESSWOOD DR SPRING, TX 77379	NONE	PC	YOUTH PROGRAM	2,500.
DALY CITY PUBLIC LIBRARY 40 WEMBLEY DRIVE DALY CITY, CA 94015	NONE	PC	YOUTH PROGRAM	2,000.
DAWSON COUNTY LIBRARY FOUNDATION INC 342 ALLEN ST DAWSONVILLE, GA 30534	NONE	PC	YOUTH PROGRAM	2,500.
DIABLO VALLEY COLLEGE FOUNDATION 321 GOLF CLUB RD PLEASANT HILL, CA 94523	NONE	PC	YOUTH PROGRAM	2,000.
EAST BAY AGENCY FOR CHILDREN 303 VAN BUREN AVE OAKLAND, CA 94610	NONE	PC	YOUTH PROGRAM	3,000.
EASTSIDE COLLEGE PREPARATORY SCHOOL INC 1041 MYRTLE STREET EAST PALO ALTO, CA 94303	NONE	PC	YOUTH PROGRAM	2,000.
EDDIE WALKER SR. MEMORIAL SCHOLARSHIP FUND 4111 DICKSON CT OAKLAND, CA 94605	NONE	PC	YOUTH PROGRAM	2,000.
EDEN I&R INC 570 B STREET HAYWARD, CA 94541	NONE	PC	YOUTH PROGRAM	2,000.
EDUCATIONAL ALLIANCE 197 E. BROADWAY NEW YORK, NY 10002	NONE	PC	YOUTH PROGRAM	35,000.
Total from continuation sheets				

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
EMPOWERING YOUTH WITH DISABILITIES/SAN FRANCISCO STUDY CENTER 1663 MISSION ST STE 504 SAN FRANCISCO, CA 94103	NONE	PC	YOUTH PROGRAM	2,000.
ENTERPRISE OF HIGH SCHOOL STUDENTS 200 PINE ST, STE 600 SAN FRANCISCO, CA 94104	NONE	PC	YOUTH PROGRAM	2,000.
ENVISION EDUCATION INC. 111 MYRTLE STREET, SUITE 203 OAKLAND, CA 94607	NONE	PC	YOUTH PROGRAM	2,000.
FAIRFAX HIGH SCHOOL 7850 MELROSE DR LOS ANGELES, CA 90046	NONE	PC	YOUTH PROGRAM	500.
FAMILY SUPPORT SERVICES 401 GRAND AVE STE 500 OAKLAND, CA 94610	NONE	PC	YOUTH PROGRAM	2,000.
FIRST BOOK 1319 F STREET NW, SUITE 1000 WASHINGTON, DC 20004	NONE	PC	YOUTH PROGRAM	154,200.
FIRST GRADUATE 3130 20TH STREET, SUITE 275 SAN FRANCISCO, CA 94110	NONE	PC	YOUTH PROGRAM	5,000.
FORT MILL HISTORY MUSEUM PO BOX 1047 FORT MILL, SC 29716	NONE	PC	YOUTH PROGRAM	2,000.
FRIENDS OF THE COVINA PUBLIC LIBRARY 234 N 2ND AVE COVINA, CA 91723	NONE	PC	YOUTH PROGRAM	2,500.
FRIENDS OF THE EL CERRITO LIBRARY 6510 STOCKTON AVE EL CERRITO, CA 94530	NONE	PC	YOUTH PROGRAM	2,500.
Total from continuation sheets				

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 THE LA MIRADA PUBLIC LIBRARY 13800 LA MIRADA BLVD LA MIRADA, CA 90638	NONE	PC	YOUTH PROGRAM	2,500.
FRIENDS OF THE NANCY CARSON LIBRARY FOUNDATION 135 EDGEFIELD RD NORTH AUGUSTA, SC 29841	NONE	PC	YOUTH PROGRAM	2,500.
FRIENDS OF THE NORTHLAKE LIBRARY INC 3772 LAVISTA RD TUCKER, GA 30084	NONE	PC	YOUTH PROGRAM	2,500.
FUTURE FARMERS OF AMERICA STATE ASSOCIATIONS PO BOX 460 GALT, CA 95632	NONE	PC	YOUTH PROGRAM	500.
GARDEN OF PRAYER YOUTH CENTER 657 E COURT STREET KANKAKEE, IL 60901	NONE	PC	YOUTH PROGRAM	1,680.
GEO PONTES INC 54 S. 14TH ST SAN JOSE, CA 95112	NONE	PC	YOUTH PROGRAM	1,500.
GIRLS INCORPORATED OF ALAMEDA COUNTY 510 16TH STREET OAKLAND, CA 94612	NONE	PC	YOUTH PROGRAM	2,000.
GIRLS ON THE RUN OF THE BAY AREA 3543 18TH ST., #31 SAN FRANCISCO, CA 94110	NONE	PC	YOUTH PROGRAM	500.
GOLDEN STATE WARRIORS COMMUNITY FOUNDATION 1011 BROADWAY OAKLAND, CA 94607	NONE	PC	YOUTH PROGRAM	65,000.
GREENFIELD EDUCATION FOUNDATION 4850 S 60TH ST GREENFIELD, WI 53220	NONE	PC	YOUTH PROGRAM	2,500.
Total from continuation sheets				1

ROSS STORES FOUNDATION

46-3828645

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
GRIFFIN-SPALDING PARTNERS IN EDUCATION INC PO BOX N GRIFFIN, GA 30224	NONE	PC	YOUTH PROGRAM	2,500.
GUARDIAN SCHOLARS PROGRAM AT CSU MONTEREY BAY 100 CAMPUS CENTER AVC SEASIDE, CA 93955	NONE	PC	YOUTH PROGRAM	2,000.
HADASSAH THE WOMEN ZIONIST ORGANIZATION OF AMERICA 50 W 56TH ST NEW YORK, NY 10019	NONE	PC	MEMORIAL DONATION	250.
HAITI MARYCARE 55 KING STREET DANBURY, CT 06811	NONE	PC	YOUTH PROGRAM	500.
HAWAII FOODBANK INC 2611 KILIHU STREET HONOLULU, HI 96819	NONE	PC	YOUTH PROGRAM	5,000.
HAYWARD EDUCATION FOUNDATION PO BOX 56444 HAYWARD, CA 94545	NONE	PC	YOUTH PROGRAM	2,000.
HEADS UP PROGRAM AT HEAD-ROYCE SCHOOL 4315 LINCOLN AVE OAKLAND, CA 94602	NONE	PC	YOUTH PROGRAM	5,000.
HOLISTIC OUTREACH PROGRAMS & EDUCATION RESOURCES 655 CALIFORNIA AVENUE, STE. 7 PITTSBURG, CA 94565	NONE	PC	YOUTH PROGRAM	2,000.
HOLY FAMILY DAY HOME 299 DOLORES ST SAN FRANCISCO, CA 94103	NONE	PC	YOUTH PROGRAM	2,000.
HOMEWOOD PUBLIC LIBRARY 17917 DIXIE HWY HOMEWOOD, IL 60430	NONE	PC	YOUTH PROGRAM	2,500.
Total from continuation sheets				

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
HORIZON'S NATIONAL 120 POST ROAD WEST SUITE 202 WESTPORT, CT 06880	NONE	PC	YOUTH PROGRAM	10,000.
HOSPICE OF THE VALLEY 1510 E FLOWER STREET PHOENIX, AZ 85014	NONE	PC	MEMORIAL DONATION	15,000.
IRON COUNTY SCHOOL DISTRICT FOUNDATION 492 S 1840 W CEDAR CITY, UT 84720	NONE	PC	YOUTH PROGRAM	2,500.
JEFFERSON ELEMENTARY SCHOOL 14735 JUNIPER ST SAN LEANDRO, CA 94579	NONE	PC	YOUTH PROGRAM	2,000.
JUNIOR ACHIEVEMENT OF NORTHERN CALIFORNIA 3003 OAK ROAD, SUITE 109 WALNUT CREEK, CA 94597	NONE	PC	YOUTH PROGRAM	2,000.
KEEP YOUTH DOING SOMETHING INC 7026 SOPHIA AVENUE VAN NUYS, CA 91406	NONE	PC	YOUTH PROGRAM	2,000.
KIHEI YOUTH CENTER PO BOX 1722 KIHEI, HI 96753	NONE	PC	YOUTH PROGRAM	2,500.
LEAP IMAGINATION IN LEARNING 2601 MISSION STREET SUITE 603 SAN FRANCISCO, CA 94110	NONE	PC	YOUTH PROGRAM	2,000.
LEWY BODY DEMENTIA ASSOCIATION 912 KILLIAN HILL ROAD, SW LILBURN, GA 30047	NONE	PC	MEMORIAL DONATION	250.
LOS ANGELES LGBT CENTER 1625 N. SCHRADER BLVD LOS ANGELES, CA 90028	NONE	PC	YOUTH PROGRAM	2,000.
Total from continuation sheets				

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
LUV N ME MINISTRIES 3100 FINNIAN WAY APT 381 DUBLIN, CA 94568	NONE	PC	YOUTH PROGRAM	2,000.
MADISON SQUARE BOYS & GIRLS CLUB 733 THIRD AVENUE, FLOOR 2 NEW YORK, NY 10017	NONE	PC	YOUTH PROGRAM	1,000.
MARANA SCHOOLS 2340 FOUNDATION 11279 W GRIER RD STE 106 MARANA, AZ 85653	NONE	PC	YOUTH PROGRAM	2,500.
MS ACHIEVEMENT CENTER, CARE OF MERCY FOUNDATION 3400 DATA DRIVE RANCHO CORDOVA, CA 95670	NONE	PC	MEMORIAL DONATION	20,000.
MYNDFLEX LEARNING CENTER 712 BIRDWOOD CT SAN RAMON, CA 94582	NONE	PC	YOUTH PROGRAM	2,000.
NATIONAL CENTER FOR VICTIMS OF CRIME, INC 2000 M STREET NW, SUITE 480 WASHINGTON, DC 20038	NONE	PC	DISASTER RESPONSE	50,000.
NATIONAL MENTORING PARTNERSHIP 201 SOUTH STREET, SUITE 615 BOSTON, MA 02111	NONE	PC	YOUTH PROGRAM	2,500.
NETWORK FOR TEACHING ENTREPRENEURSHIP BAY AREA 120 WALL STREET, 18TH FLOOR NEW YORK, NY 10005	NONE	PC	YOUTH PROGRAM	2,000.
NEW HAVEN UNIFIED SCHOOL DISTRICT 34200 ALVARADO-NILES RD UNION CITY, CA 94587	NONE	PC	YOUTH PROGRAM	500.
OKIZU 16 DIGITAL DRIVE, SUITE 130 NOVATO, CA 94949	NONE	PC	YOUTH PROGRAM	2,000.
Total from continuation sheets				

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
ONE PURPOSE SCHOOL PO BOX 24509 SAN FRANCISCO, CA 94124	NONE	PC	YOUTH PROGRAM	2,000.
OPEN HEART KITCHEN OF LIVERMORE 1141 CATALINA DR STE 137 LIVERMORE, CA 94550	NONE	PC	YOUTH PROGRAM	3,000.
ORAL LEE BROWN FOUNDATION 9901 MACARTHUR BLVD OAKLAND, CA 94605	NONE	PC	YOUTH PROGRAM	5,000.
ORANGE COUNTY CHILD ABUSE PREVENTION CENTER 2390 EAST ORANGEWOOD AVENUE, SUITE 300 ANAHEIM, CA 92806	NONE	PC	YOUTH PROGRAM	2,000.
ORANGE COUNTY COASTKEEPER 3151 AIRWAY AVENUE, #F-110 COSTA MESA, CA 92626	NONE	PC	YOUTH PROGRAM	2,000.
PARTNERS PROGRAM 6100 BROADWAY OAKLAND, CA 94618	NONE	PC	YOUTH PROGRAM	5,000.
PARTNERSHIP SCHOLAR'S PROGRAM PO BOX 156 EL SEGUNDO, CA 90245	NONE	PC	YOUTH PROGRAM	2,000.
PIERRES BIRTHDAY FUND INC 5637 MASONIC AVE OAKLAND, CA 94618	NONE	PC	YOUTH PROGRAM	1,000.
PORTLAND TENNIS & EDUCATION 7519 N. BURLINGTON AVE PORTLAND, OR 97203	NONE	PC	YOUTH PROGRAM	2,500.
PRESCOTT JOSEPH CENTER FOR COMMUNITY ENHANCEMENT 920 PERALTA STREET OAKLAND, CA 94607	NONE	PC	YOUTH PROGRAM	2,000.
Total from continuation sheets				

ROSS STORES FOUNDATION

46-3828645

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
READING PARTNERS 180 GRAND AVE. SUITE 800 OAKLAND, CA 94612	NONE	PC	YOUTH PROGRAM	2,000.
RIVERSIDE ARTS ACADEMY 7197 BROCKTON AVE, #6 RIVERSIDE, CA 92506	NONE	PC	YOUTH PROGRAM	2,000.
SANDRA J WING HEALING THERAPIES FOUNDATION 1807 SANTA RITA ROAD D-182 PLEASANTON, CA 94566	NONE	PC	HEALTH PROGRAM	500.
SANTA CLAUS INC OF GREATER SAN BERNARDINO PO BOX 2642 SAN BERNARDINO, CA 92406	NONE	PC	YOUTH PROGRAM	2,000.
SCHOOLS, MENTORING AND RESOURCE TEAM 1061 MARKET STREET, MEZZANINE SAN FRANCISCO, CA 94103	NONE	PC	YOUTH PROGRAM	2,000.
SCIENTIFIC ADVENTURES 1193 66TH ST OAKLAND, CA 94608	NONE	PC	YOUTH PROGRAM	2,000.
SFCASA 2535 MISSION STREET SAN FRANCISCO, CA 94110	NONE	PC	YOUTH PROGRAM	2,000.
SHAREFEST COMMUNITY DEVELOPMENT, INC 638 S. BEACON ST, SUITE 700 SAN PEDRO, CA 90731	NONE	PC	YOUTH PROGRAM	2,000.
SIGMA BETA XI 12540 HEACOCK STREET, SUITE 5 MORENO VALLEY, CA 92553	NONE	PC	YOUTH PROGRAM	2,000.
ST. ANTHONY'S 150 GOLDEN GATE AVENUE SAN FRANCISCO, CA 94102	NONE	PC	YOUTH PROGRAM	2,000.
Total from continuation sheets				

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
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE	PC	HEALTH PROGRAM	500.
STRIVE FOR COLLEGE COLLABORATIVE 556 VALLEY WAY MILPITAS, CA 95035	NONE	PC	YOUTH PROGRAM	2,000.
SUNFLOWER HILL PO BOX 11436 PLEASANTON, CA 94588	NONE	PC	YOUTH PROGRAM	2,000.
SUNSET DISTRICT COMMUNITY DEVELOPMENT 3918 JUDAH ST SAN FRANCISCO, CA 94122	NONE	PC	YOUTH PROGRAM	2,000.
SUPER STARS LITERACY INC 333 HEGENBERGER ROAD, SUITE 503 OAKLAND, CA 94621	NONE	PC	YOUTH PROGRAM	3,000.
TAKE WINGS FOUNDATION 762 FULTON STREET 3RD FLOOR SAN FRANCISCO, CA 94102	NONE	PC	YOUTH PROGRAM	20,950.
TECHBRIDGE GIRLS 7700 EDGEWATER DR STE 519 OAKLAND, CA 94621	NONE	PC	YOUTH PROGRAM	2,000.
TEEN ESTEEM PO BOX 966 DANVILLE, CA 94526	NONE	PC	YOUTH PROGRAM	1,000.
TEEN LEADERSHIP FOUNDATION PO BOX 7342 NEWPORT BEACH, CA 92658	NONE	PC	YOUTH PROGRAM	2,000.
TOWER FOUNDATION OF SAN JOSE STATE UNIVERSITY ONE WASHINGTON SQUARE SAN JOSE, CA 95192	NONE	PC	EDUCATION PROGRAM	10,000.
Total from continuation sheets				

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
TOWER FOUNDATION OF SAN JOSE STATE UNIVERSITY ONE WASHINGTON SQUARE SAN JOSE, CA 95192	NONE	PC	YOUTH PROGRAM	2,000.
UINTAH SCHOOL DISTRICT 635 W. 200 S. VERNAL, UT 84078	NONE	PC	YOUTH PROGRAM	1,320.
VALLEYCARE CHARITABLE FOUNDATION 1111 E STANLEY BLVD LIVERMORE, CA 94550	NONE	PC	HEALTH PROGRAM	300.
WE LEAD OURS 55 SANTA CLARA AVE STE 127 OAKLAND, CA 94610	NONE	PC	YOUTH PROGRAM	2,000.
WELL-SUITED 12605 1/2 BURBANK BLVD. NORTH HOLLYWOOD, CA 91607	NONE	PC	YOUTH PROGRAM	5,000.
WOMEN ARE DREAMERS TOO 9810-A MEDLOCK BRIDGE ROAD, SUITE 104 JOHNS CREEK, GA 30097	NONE	PC	YOUTH PROGRAM	2,000.
WORLD SAVVY 1161 MISSION STREET #523 SAN FRANCISCO, CA 94103	NONE	PC	YOUTH PROGRAM	2,000.
YAKIMA VALLEY LIBRARIES FOUNDATION PO BOX 8292 YAKIMA, WA 98908	NONE	PC	YOUTH PROGRAM	2,500.
YMCA OF GRAYS HARBOR 2500 SIMPSON AVE HOQUIAM, WA 98550	NONE	PC	YOUTH PROGRAM	4,560.
YMCA OF SAN FRANCISCO 50 CALIFORNIA STREET, SUITE 650 SAN FRANCISCO, CA 94111	NONE	PC	YOUTH PROGRAM	5,000.
Total from continuation sheets				

46-3828645

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Schedule B

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

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2017

Name of the organization

ROSS STORES FOUNDATION

Employer identification number

46-3828645

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 foundationCheck 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).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

Employer identification number

ROSS STORES FOUNDATION

46-3828645

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	ROSS STORES, INC. 5130 HACIENDA DRIVE DUBLIN, CA 94568	\$ 3,500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	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

Employer identification number

ROSS STORES FOUNDATION

46-3828645

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

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

Name of organization

Employer identification number

ROSS STORES FOUNDATION

46-3828645

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

Use duplicate copies of Part III if additional space is needed.

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

FORM 990-PF	LEGAL FEES			STATEMENT 1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,872.	0.	0.	3,802.
TO FM 990-PF, PG 1, LN 16A	4,872.	0.	0.	3,802.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	14,247.	1,425.	0.	12,822.
TO FORM 990-PF, PG 1, LN 16B	14,247.	1,425.	0.	12,822.

FORM 990-PF	TAXES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	337.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	337.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL STATE FILING FEE	180.	0.	0.	180.
BANK FEES	375.	38.	0.	338.
TO FORM 990-PF, PG 1, LN 23	555.	38.	0.	518.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 5

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LESLIE OESTREICHER
5130 HACIENDA DRIVE
DUBLIN, CA 94568

TELEPHONE NUMBER

(925) 965-4400

FORM AND CONTENTS OF SUBMITTED APPLICATIONS

FOR THE CORPORATE-BASED GIVING PROGRAM, APPLICATIONS SHOULD INCLUDE A LETTER ON OFFICIAL LETTERHEAD DESCRIBING THE REQUEST AND A COMPLETED COPY OF THE CORPORATE-BASED DONATION REQUEST FORM, WHICH ASKS FOR THE FOLLOWING INFORMATION:

- MISSION AND GOALS OF THE ORGANIZATION/NON-PROFIT
- DOLLAR AMOUNT REQUESTED
- DESCRIPTION OF HOW THE FUNDING WILL BE USED
- SPECIFIC IMPACTS TO BE ACHIEVED WITH THE ROSS GRANT
- TARGET POPULATION FOR THIS GRANT (AGE, GEOGRAPHY, ETC.)
- VALUE OF THE GOODS OR SERVICES (IF ANY) THAT ROSS WILL RECEIVE IN EXCHANGE FOR THIS GRANT
- TOP THREE ACCOMPLISHMENTS OF THE APPLICANT'S ORGANIZATION IN THE PAST YEAR
- PRIMARY FUNDING SOURCES
- YEAR THAT THE APPLICANT'S ORGANIZATION WAS FOUNDED

APPLICATION ATTACHMENTS SHOULD INCLUDE:

- COPY OF THE ORGANIZATION'S IRS DETERMINATION LETTER
- COPY OF THE ORGANIZATION'S MOST RECENTLY FILED FORM 990, RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX
- WRITTEN CONFIRMATION FROM THE ORGANIZATION'S MANAGEMENT THAT THE PUBLIC CHARITY STATUS IS CURRENT

SUBMISSION DEADLINES

THERE IS NO SUBMISSION DEADLINE FOR APPLICATIONS FOR GRANTS UNDER \$100,000.

THE SUBMISSION DEADLINE FOR MAJOR PARTNER GRANTS OF \$100,000 VARIES. PROPOSALS ARE GENERALLY REQUESTED BY THE FOUNDATION.

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A - 2D (CONTINUATION)

STATEMENT 6

RESTRICTIONS OR LIMITATIONS ON AWARDS

ROSS STORES FOUNDATION INVITES ORGANIZATIONS TO REQUEST A ONE-YEAR GRANT. WE HOPE TO TARGET GRANTS IN WAYS THAT WILL HELP TO OPEN UP HELP TO OPEN UP OPPORTUNITIES FOR YOUNG PEOPLE.

WE ARE PARTICULARLY INTERESTED IN EFFORTS TARGETING NEIGHBORHOODS AND COMMUNITIES THAT NEED US MOST IN REGIONS WHERE ROSS STORES, INC.

ASSOCIATES LIVE AND WORK. THESE REGIONS INCLUDE:

ROSS STORES, INC. HQ COMMUNITIES (SEVERAL HUNDRED ASSOCIATES)

-DUBLIN, CA

-SAN FRANCISCO BAY AREA

ROSS STORES, INC. BUYING OFFICE COMMUNITIES (SEVERAL HUNDRED ASSOCIATES)

-NEW YORK CITY

-LOS ANGELES, CA

ROSS STORES, INC. DISTRIBUTION CENTER COMMUNITIES

-CARLISLE, PA

-FORT MILL, SC

-MORENO VALLEY, CA

-PERRIS, CA

-ROCK HILL, SC

-SHAFTER, CA

AND THE HUNDREDS OF COMMUNITIES WHERE ROSS DRESS FOR LESS AND DD'S DISCOUNTS STORES ARE LOCATED.

ENHANCEMENT OF ACADEMIC ACHIEVEMENT AND LIFE SKILLS FOR YOUTH WHO NEED US THE MOST IN OUR COMMUNITIES IS A PRIORITY, WHILE FIT AND FUTURE OPPORTUNITY WILL ALSO BE CONSIDERED.
