

ROSENBERG FOUNDATION

(A California Not-For-Profit Corporation)

FINANCIAL STATEMENTS

AND

INDEPENDENT AUDITOR'S REPORT

YEARS ENDED DECEMBER 31, 2006 AND 2005

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2006 AND 2005

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Board of Directors
Rosenberg Foundation
San Francisco, California

INDEPENDENT AUDITOR’S REPORT

We have audited the accompanying statements of financial position of Rosenberg Foundation, a California not-for-profit corporation, as of December 31, 2006 and 2005, and the related statements of activities and cash flows for the years then ended. These financial statements are the responsibility of Rosenberg Foundation’s management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of Rosenberg Foundation’s internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Rosenberg Foundation as of December 31, 2006 and 2005, and the changes in its net assets and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplementary information on pages 11 through 23 is presented for purposes of additional analysis and is not a required part of the basic financial statements. The information has been subjected to the audit procedures applied in the audit of the basic financial statements, and in our opinion, is fairly stated, in all material respects in relation to the basic financial statements taken as a whole.

Lindquist, von Hussen and Joyce LLP

July 18, 2007

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2006 AND 2005

	2006	2005
ASSETS		
Cash and cash equivalents	\$ 1,294,924	\$ 1,290,933
Accrued interest receivable	205,481	211,497
Investments (Note 3):		
Common stocks	41,863,836	39,441,751
Bonds	13,814,870	14,472,392
Mutual funds	5,750,097	4,466,638
Partnership interests	184,570	226,994
Other assets (Note 4)	70,182	26,961
Total assets	\$ 63,183,960	\$ 60,137,166
LIABILITIES AND NET ASSETS		
Grants payable (Note 5)	\$ 2,227,662	\$ 2,466,890
Accounts payable and accrued expenses	138,780	137,355
Total liabilities	2,366,442	2,604,245
Net assets:		
Unrestricted	60,816,682	57,532,208
Temporarily restricted (Note 9)	836	713
Total net assets	60,817,518	57,532,921
Total liabilities and net assets	\$ 63,183,960	\$ 60,137,166

The accompanying notes are an integral part of these financial statements.

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
STATEMENTS OF ACTIVITIES
YEARS ENDED DECEMBER 31, 2006 AND 2005

	2006	2005
Investment revenue and other additions:		
Dividends	\$ 1,185,270	\$ 779,801
Interest and other income	658,161	741,588
Income (loss) from partnerships	3,522	(33,874)
Realized and unrealized gain/loss on investments (Note 3)	4,760,753	1,291,797
Total investment revenue and other additions	6,607,706	2,779,312
Expenses:		
Program services		
Grants related activities	2,680,814	4,233,337
Direct charitable activities	71,882	66,108
Management and general	570,536	540,222
Total expenses	3,323,232	4,839,667
Change in unrestricted net assets	3,284,474	(2,060,355)
Change in temporarily restricted net assets:		
Other (Note 9)	123	129
Change in net assets	3,284,597	(2,060,226)
Net assets, beginning of year	57,532,921	59,593,147
Net assets, end of year	\$ 60,817,518	\$ 57,532,921

The accompanying notes are an integral part of these financial statements.

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2006 AND 2005

	2006	2005
Cash flows from investing activities:		
Purchase of investments	\$(21,162,580)	\$(24,844,523)
Sale of investments	22,916,604	27,877,623
Proceeds from capital distribution from partnership	6,749	15,517
Purchase of property and equipment	(54,929)	(16,616)
Net cash provided by investing activities	1,705,844	3,032,001
Cash flows from operating activities:		
Grants paid	(2,370,494)	(2,463,600)
Expenses paid	(1,173,831)	(1,062,767)
Interest and dividends received	1,847,474	1,582,111
Other operating activities	(5,002)	-
Net cash used in operating activities	(1,701,853)	(1,944,256)
Net increase in cash	3,991	1,087,745
Cash and cash equivalents, beginning of year	1,290,933	203,188
Cash and cash equivalents, end of year	\$ 1,294,924	\$ 1,290,933

The accompanying notes are an integral part of these financial statements.

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
NOTES TO FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2006 AND 2005

NOTE 1 – ORGANIZATION AND NATURE OF ACTIVITIES

Rosenberg Foundation (the Foundation) is a private, grant-making foundation established in 1935 by the will of Max L. Rosenberg. The Foundation makes grants to charitable organizations for new and innovative projects in California and operates direct charitable activities relating to families in poverty and to the changing population of California.

The Foundation is exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code and the related California code sections.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting Method

The Foundation uses the accrual method of accounting, which recognizes income in the period earned and expenses when incurred, regardless of the timing of payments.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Basis of Presentation

The Foundation reports information regarding its financial position and activities according to three classes of net assets as applicable: unrestricted net assets, temporarily restricted net assets and permanently restricted net assets. At December 31, 2006 and 2005, the Foundation had no permanently restricted net assets.

Revenue Recognition

Contributions are recognized as revenue when they are unconditionally communicated. Contributions are recorded at their fair value as unrestricted support or temporarily restricted support, depending on the absence or existence of donor-imposed restrictions as applicable. When a restriction expires (that is when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Statements of Activities as net assets released from restrictions. The Foundation did not receive any contribution during 2006 or 2005, and does not typically receive contributions.

Cash and Cash Equivalents

Cash is defined as cash in demand deposit accounts as well as cash on hand. Cash equivalents are highly liquid investments that are readily convertible to known amounts of cash. Generally, only investments with original maturities of three months or less qualify as cash equivalents. The Foundation from time to time maintains cash on deposit at various banks in excess of the Federal Deposit Insurance Corporation limit (\$100,000) and the Securities Investor Protection Corporation limit (\$500,000). The uninsured cash balance, as reported by the banks (not including outstanding checks) was approximately \$710,000 as of December 31, 2006. The Foundation has not experienced any losses in such accounts. Management believes that it is not exposed to any significant cash credit risk.

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
NOTES TO FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2006 AND 2005

Investments

Investments in stocks, bonds and mutual funds are stated at fair value, determined by quoted market prices. Investments in limited partnerships are stated at fair value as determined by the general partner.

Investment Income and Gains

Interest income, realized and unrealized gains or losses on investments are recognized when earned or incurred. Dividend income is recorded when received. Investment income and gains restricted by donors are reported as increases in unrestricted net assets if the restrictions are met (that is when a stipulated time restriction ends or purpose restriction is accomplished) in the reporting period in which the income and gains are recognized.

Property and Equipment

Property and equipment is stated at cost of acquisition or fair value if donated. The costs of maintenance and repairs are charged to expense as incurred. Depreciation is computed based on the straight-line method over the estimated useful lives of the assets.

The useful lives of the assets are estimated as follows:

Furniture and equipment	5 years
Leasehold improvements	7 years

Grants Payable

Grants payable represent all unconditional grants that have been authorized prior to year-end, but remain unpaid as of the statement of financial position date. Grants of more than \$10,000 are considered to be authorized after approval by the Foundation's board of directors. Grants of \$10,000 or less may be approved by the president directly and reported at the next board meeting.

Functional Expense Allocation

The costs of providing program services and supporting services are summarized on a functional basis in the Statements of Activities. Accordingly, certain costs are allocated among program services (grant and direct charitable activities) and management and general based on estimates of employees' time incurred and on usage of resources. Included in the expenses allocated to program services are staff time and other resources devoted to making grants and performing direct charitable activities. Staff time and other resources devoted to managing investments and the Foundation's annual federal excise taxes are allocated to management and general expenses.

Reclassification

Certain amounts previously reported in the 2005 financial statements were reclassified to conform to the 2006 presentation for comparative purposes.

ROSENBERG FOUNDATION
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NOTES TO FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2006 AND 2005

NOTE 3 – INVESTMENTS

Investments at December 31, 2006 and 2005 are summarized as follows:

	2006		2005	
	<i>Cost</i>	<i>Fair Value</i>	<i>Cost</i>	<i>Fair Value</i>
Common stocks	\$ 32,818,426	\$ 41,863,836	\$ 28,796,929	\$ 39,441,751
Bonds	14,017,331	13,814,870	14,742,345	14,472,392
Mutual funds	3,871,191	5,750,097	3,326,979	4,466,638
Partnership interests	255,485	184,570	318,909	226,994
Total investments	\$ 50,962,433	\$ 61,613,373	\$ 47,185,162	\$ 58,607,775

Net realized and unrealized gain/loss on investments totaled \$4,760,753 and \$1,291,797 in 2006 and 2005, respectively.

NOTE 4 – OTHER ASSETS

Other assets include property and equipment and prepaid expenses and are summarized as follows:

	2006	2005
Furniture and equipment	\$ 110,338	\$ 75,204
Leasehold improvements	19,795	211,729
	130,133	286,933
Less accumulated depreciation	(69,955)	(272,100)
Subtotal - property and equipment	60,178	14,833
Prepaid expenses	5,002	12,128
Deposits	5,002	-
Total other assets	\$ 70,182	\$ 26,961

NOTE 5 – GRANTS AUTHORIZED

The Foundation authorized a total of \$2,131,266 (net of cancelled grants of \$534) and \$3,661,828 in grants in 2006 and 2005, respectively, to various not-for-profit organizations. The listing of the organizations is included as supplementary information.

Grants are payable based on the terms of each grant agreement, which may be paid over several years. Grants payable are summarized as follows:

	<i>Balance at December 31,</i>	
	<i>2006</i>	<i>2005</i>
Amounts due in:		
Less than one year	\$ 1,730,662	\$ 2,041,890
One to three years	497,000	425,000
	\$ 2,227,662	\$ 2,466,890

ROSENBERG FOUNDATION
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NOTES TO FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2006 AND 2005

NOTE 6 – PENSION PLAN

The Foundation provides retirement benefits through an annuity contract with Teacher’s Insurance and Annuity Association/College Retirement Equity Fund (TIAA/CREF). The Foundation contributes an amount equivalent to 10% of an employee’s base salary after one year if the employee is contributing at a level of 5% or more of their base salary. In cases when a new employee has a TIAA/CREF fund at the previous employer, then the Foundation will contribute from the hiring date, if the employee contributes 5% or more. All employees can participate in the plan from their hiring date and are immediately and fully vested. The Foundation contributed \$39,835 and \$36,066 to the plan during 2006 and 2005, respectively.

NOTE 7 – OPERATING LEASE

The Foundation leases office space in San Francisco under a lease that expired in March 2006. Effective April 1, 2006, the Foundation entered into a new office lease agreement in San Francisco. The new lease agreement terminates in March 2013. Future minimum annual lease payments under these operating leases are as follows:

2007	\$	60,020
2008		64,522
2009		70,524
2010		72,024
2011		76,526
Thereafter		97,533
	\$	441,149

Rent expense for 2006 and 2005 was \$71,655 and \$85,540, respectively.

NOTE 8 – FEDERAL EXCISE TAX

The Foundation is subject to excise tax on investment income and capital gains, reduced by expenses relating to the production of investment income. The excise tax rate was 2% in 2006 and 2005. Federal excise tax expense was \$142,540 and \$160,075 in 2006 and 2005, respectively.

NOTE 9 – TEMPORARILY RESTRICTED NET ASSETS

The temporarily restricted net assets are for the following purposes or periods:

	2006			
	<i>December 31, 2005</i>	<i>Interest Income</i>	<i>Releases from Restrictions</i>	<i>December 31, 2006</i>
Twentieth Century Gift Trust ⁽¹⁾	\$ 713	\$ 123	\$ -	\$ 836

ROSENBERG FOUNDATION
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YEARS ENDED DECEMBER 31, 2006 AND 2005

	2005			
	<i>December 31, 2004</i>	<i>Interest Income</i>	<i>Releases from Restrictions</i>	<i>December 31, 2005</i>
Twentieth Century Gift Trust ⁽¹⁾	\$ 584	\$ 129	\$ -	\$ 713

⁽¹⁾ This represents present interest in an irrevocable trust, invested in shares of Twentieth Century Gift Trust. The trustee of the trust shall reinvest all net income in additional shares of the trust and shall pay over the trust estate and accumulated income to the Foundation at maturity, in the year 2138.

NOTE 10 – ADDITIONAL FINANCIAL INFORMATION

The change in net assets is reconciled to cash flows from operating activities for the years ended December 31, 2006 and 2005 as follows:

	2006	2005
Change in net assets	\$ 3,284,597	\$ (2,060,226)
Adjustments to reconcile changes in net assets to net cash used in operating activities:		
Unrealized loss on investments	769,978	5,824,888
Realized gain on investments	(5,530,854)	(7,116,685)
Other noncash income and expenses	(5,495)	49,395
Decrease in assets:		
Receivables and other	17,724	75,943
Increase (decrease) in liabilities:		
Accounts payable and accrued expenses	1,425	84,201
Grants payable	(239,228)	1,198,228
	\$ (1,701,853)	\$ (1,944,256)

SUPPLEMENTARY INFORMATION

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
SCHEDULE OF GRANTS
YEAR ENDED DECEMBER 31, 2006

<i>Grant</i>	<i>Purpose</i>	<i>Grants Payable December 31, 2005</i>	<i>2006</i>		<i>Grants Payable December 31, 2006</i>
			<i>Grants Authorized</i>	<i>Grant Payments</i>	
Alliance for Justice 11 Dupont Circle, N.W., 2nd floor Washington, D.C. 20036	Non Profit Advocacy Project	\$ 20,000	\$ -	\$ 20,000	\$ -
Applied Research Center 900 Alice Street, Suite 400 Oakland, California 94607	2006 Legislative Report Card on Racial Equality	-	5,000	5,000	-
Asian Americans/Pacific Islanders in Philanthropy 200 Pine Street, Suite 700 San Francisco, California 94104	Strengthening Capacity of Muslim Community National Program	25,000 -	- 1,000	25,000 1,000	- -
Asian Pacific American Legal Center of Southern California 1145 Wilshire Boulevard., 2nd floor Los Angeles, California 90017	Core Support	-	135,000	90,000	45,000
Association of Black Foundation Executives 55 Exchange Place New York, New York 10005	National Program	-	1,000	1,000	-
Bay Area Blacks in Philanthropy 200 Pine Street, Suite 700 San Francisco, California 94104	Regional Program	-	1,000	1,000	-
California Budget Project 1107 9th Street, Suite 310 Sacramento, California 95814	Living Wage Project Core Support	100,000 -	- 250,000	100,000 -	- 250,000
California Reinvestment Coalition 474 Valencia Street, Suite 110 San Francisco, California 94103	Website Design Project California Payday Lending Project	1,400 -	- 40,000	1,400 40,000	- -

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
SCHEDULE OF GRANTS
YEAR ENDED DECEMBER 31, 2006

<i>Grant</i>	<i>Purpose</i>	<i>Grants Payable December 31, 2005</i>	<i>2006</i>		<i>Grants Payable December 31, 2006</i>
			<i>Grants Authorized</i>	<i>Grant Payments</i>	
California Rural Legal Assistance Foundation 2210 K Street, #201 Sacramento, California 95816	Temporary Foreign Worker Project	150,000	-	75,000	75,000
California State University - Fresno Foundation 2771 East Shaw M/S Office 33 Fresno, California 93710	Fresno Living Wage Campaign Return of unused grant	10,000 -	- (534)	10,000 (534)	- -
CAUSE 2021 Sperry Avenue, Suite 18 Ventura, California 93003	Economic Justice Project	50,000	-	50,000	-
Center for Labor Research and Training 2567 26th Avenue San Francisco, California 94116	Young Workers United	100,000	-	50,000	50,000
Center for Lobbying in Public Interest 2040 S Street, N.W. Washington, D.C. 20009	CLIFI Action Network	20,000	-	20,000	-
Center on Policy Initiatives 3727 Camino Del Rio South, #100 San Diego, California 92108	Living Wage Standards and Accountable Development Project	175,000	-	75,000	100,000
Center for Third World Organizing 1218 East 21st Street Oakland, California 94606	Planning for Year Long In-Service Organizer Training Program	-	60,000	-	60,000
Centro Legal de la Raza 1001 Fruitvale Ave., 2nd Floor Oakland, California 94601	Oakland Worker Center Consortium	40,000	-	40,000	-
Chinese for Affirmative Action 17 Walter U. Lum Place San Francisco, California 94108	Core Support	-	75,000	-	75,000

ROSENBERG FOUNDATION
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SCHEDULE OF GRANTS
YEAR ENDED DECEMBER 31, 2006

<i>Grant</i>	<i>Purpose</i>	<i>Grants Payable December 31, 2005</i>	<i>2006</i>		<i>Grants Payable December 31, 2006</i>
			<i>Grants Authorized</i>	<i>Grant Payments</i>	
Chinese Progressive Association 1042 Grant Avenue, 5th Floor San Francisco, California 94133	Technical Assistance Core Support	20,000 75,000	- -	20,000 75,000	- -
Clergy & Laity United for Economic Justice of California 46 Lucas Ave. Los Angeles, California 90017	Core Support	-	225,000	75,000	150,000
Coalition for Humane Immigrants Rights 2533 West Third Street, Suite 101 Los Angeles, California 90057	National Day Laborer Organizing Network Strategic Planning	-	10,000	10,000	-
Community Development Finance 256 Alvarado Road Berkeley, California 94705	Financial Services Program	150,000	-	75,000	75,000
Community Partners 606 South Olive Street, Suite 2400 Los Angeles, California 90014	Multi-Ethnic Immigrant Worker Organizing Network's Immigrant Leadership School Project	100,000	-	50,000	50,000
Council on Foundations 1828 L Street, N.W., Suite 300 Washington, D.C. 20036	National Program	-	6,600	6,600	-
East Bay Alliance for Sustainable Economy 1714 Franklin Street, #325 Oakland, California 94612	Core Capacity	150,000	-	100,000	50,000
Equal Justice Society 220 Sansome Street, 14th Floor San Francisco, California 94104	Federal/California Disaster Response	30,000	-	30,000	-
Equal Rights Advocates 1663 Mission Street, Suite 250 San Francisco, California 94103	Retail Discrimination Project	-	255,000	85,000	170,000

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
SCHEDULE OF GRANTS
YEAR ENDED DECEMBER 31, 2006

<i>Grant</i>	<i>Purpose</i>	<i>Grants Payable</i>	<i>2006</i>		<i>Grants Payable</i>
		<i>December 31, 2005</i>	<i>Grants Authorized</i>	<i>Grant Payments</i>	<i>December 31, 2006</i>
Farmworker Justice Fund 1010 Vermont Avenue, Suite 915 Washington, D.C. 20005	Agricultural Guestworker Project Core Support	75,000 140,000	- -	75,000 140,000	- -
Foundation Center 79 Fifth Avenue/16th Street New York, New York 10003-3076	National and Bay Area Programs	-	18,000	18,000	-
Funders Group for Lesbian and Gay Issues 116 East 16th Street, 7th Floor New York, New York 10003	National Program	-	1,000	1,000	-
Grantmakers Concerned With Immigrants and Refugees 777 Tilton Road Sebastopol, California 95472	National Program	-	3,500	3,500	-
Hispanics in Philanthropy 200 Pine Street, Suite 700 San Francisco, California 94104	National Program	-	1,000	1,000	-
Independent Sector 1200 18th Street, N.W., Suite 200 Washington, D.C. 20036	National Program	-	3,000	3,000	-
Instituto de Educacion Popular del Sur de California 1565 West 14th Street Los Angeles, California 90015	Domestic Workers' Cooperative Project	-	75,000	50,000	25,000
International Fund Photography 55 Via Farallon Orinda, California 94563	Central Valley Project	10,000	-	10,000	-
Korean Immigrant Workers Advocates of Southern California 3465 West 8th Street Los Angeles, California 90005	Core Capacity	75,000	-	-	75,000

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
SCHEDULE OF GRANTS
YEAR ENDED DECEMBER 31, 2006

<i>Grant</i>	<i>Purpose</i>	<i>Grants Payable</i>	<i>2006</i>		<i>Grants Payable</i>
		<i>December 31, 2005</i>	<i>Grants Authorized</i>	<i>Grant Payments</i>	<i>December 31, 2006</i>
La Raza Centro Legal, Inc. 474 Valencia Street, #295 San Francisco, California 94103	Technical Assistance	20,000	-	20,000	-
Labor Project for Working Families 2521 Channing Way, #5555 Berkeley, California 94720-5555	Child Care Organizing Project	-	40,000	40,000	-
Lawyers' Committee for Civil Rights of the San Francisco Bay Area 131 Steuart Street, Suite 400 San Francisco, California 94105	Day Laborer Project	-	130,000	65,000	65,000
Legal Aid Society Employment Law Center 600 Harrison Street, Suite 120 San Francisco, California 94107	Language Rights Project	120,000	-	120,000	-
		-	240,000	-	240,000
Legal Services for Prisoners with Children 1540 Market Street, Suite 490 San Francisco, California 94102	Statewide Convening and Strategic Planning for Employment Rights of Ex-Incarcerated Individuals	-	50,000	-	50,000
Los Angeles Alliance for a New Economy 464 Lucas Avenue, Suite 202 Los Angeles, California 90017	Accountable Development Project	-	100,000	50,000	50,000
National Committee for Responsive Philanthropy 2001 S Street, N.W., Suite 620 Washington, D.C. 20009	National Program	-	7,500	7,500	-
National Economic Development & Law Center 2201 Broadway, Suite 815 Oakland, California 94612	Bayview Hunter's Point Redevelopment Project Area Committee	-	10,000	10,000	-
	Bayview Hunter's Point Redevelopment Project Advisory Committee	-	10,000	10,000	-
National Immigration Law Center 3435 Wilshire Boulevard, Suite 2850 Los Angeles, California 90010	Immigrant Employment Rights Project	115,000	-	115,000	-
	Low-Wage Immigrant Workers' Rights Employment Rights Project	-	150,000	-	150,000

ROSENBERG FOUNDATION
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SCHEDULE OF GRANTS
YEAR ENDED DECEMBER 31, 2006

<i>Grant</i>	<i>Purpose</i>	<i>Grants Payable</i>	<i>2006</i>		<i>Grants Payable</i>
		<i>December 31, 2005</i>	<i>Grants Authorized</i>	<i>Grant Payments</i>	<i>December 31, 2006</i>
National Day Laborer Organizing Network 2533 West 3rd street, Suite 101 Los Angeles, California 90057	Day Laborer Justice Program	66,000	-	66,000	-
National Sanctuary Community Advancement 444 De Haro Street, Suite 205 San Francisco, California 94107	Core Support	150,000	-	75,000	75,000
Neighborhood Funders Group 1301 Connecticut Avenue, N.W., Suite 500 Washington, D.C. 20036	National Program	-	3,000	3,000	-
Northern California Grantmakers 625 Market Street, 15th Floor San Francisco, California 94105	2006 Annual Meeting	-	5,000	5,000	-
	Regional Program	-	5,200	5,200	-
	Emergency Loan Fund	-	10,000	10,000	-
	Summer Youth Project	-	1,000	1,000	-
Partnership for Working Families 436 14th Street Oakland, California 94612	Base Closure Community Benefits Project	50,000	-	50,000	-
Regents UC Berkeley Center for Labor Research and Education Institute for Research on Labor and Employment 2521 Channing Way # 5555 Berkeley, California 94720	Kirke Wilson Labor Summer Internship for: 2005	5,828	-	5,828	-
	2006	-	36,000	12,000	24,000
Regents UC Berkeley Earl Warren Institute on Race, Ethnicity and Diversity School of Law 336 Sproul Hall # 5940 Berkeley, California 94720	Strategy for Establishing Education as a Fundamental Right	300,000	-	100,000	200,000
Rockefeller Family Fund 437 Madison Avenue, 37th Floor New York, New York 10022	Grant Managers Network	-	1,000	1,000	-
Rosenberg Foundation 131 Steuart Street, Suite 650 San Francisco, California 94105-1230	Nonprofit Advocacy Project	6,162	-	-	6,162

ROSENBERG FOUNDATION
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SCHEDULE OF GRANTS
YEAR ENDED DECEMBER 31, 2006

<i>Grant</i>	<i>Purpose</i>	<i>Grants Payable December 31, 2005</i>	<i>2006</i>		<i>Grants Payable December 31, 2006</i>
			<i>Grants Authorized</i>	<i>Grant Payments</i>	
Sweatshop Watch 1250 So. Los Angeles Street, Suite 214 Los Angeles, California 90015	Garment Worker Center Future of the Los Angeles Garment Industry	50,000 -	- 150,000	50,000 50,000	- 100,000
The Urban Institute 2100 M Street, N.W. Washington, D.C. 20037	Undocumented Immigrants in the U.S., California and Los Angeles Reseach Project	17,500	-	-	17,500
Urban Strategies Council 672 13th Street, Suite 200 Oakland, California 94612	Core Support	50,000	-	50,000	-
The Ventura County Community Foundation 1317 Del Norte Road, Suite 150 Camarillo, California 93010	Social Justice Fund for Ventura County	-	10,000	10,000	-
The Women's Foundation of California 340 Pine Street, Suite 302 San Francisco, California 94104	Human Rights at Home Convening	-	6,000	6,000	-
Women & Philanthropy 1828 L Street NW, Suite 300 Washington, D.C. 20036	National Program	-	1,000	1,000	-
TOTAL		\$ 2,466,890	\$ 2,131,266	\$ 2,370,494	\$ 2,227,662

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
SCHEDULE OF INVESTMENTS
YEAR ENDED DECEMBER 31, 2006

<i>Shares or Par Value</i>	<i>Description</i>	<i>Market Value</i>	<i>Cost</i>
Common stocks:			
2,500	Aaron Rents Inc.	\$ 71,950	\$ 52,815
18,000	Abbott Labs Com	876,780	783,621
10,900	Ace Limited	660,213	600,201
7,000	Aeroflex Inc.	82,040	76,548
1,500	Affymetrix Inc Oc-Cap Stk	34,590	35,853
2,800	Alberto Culver Co New	60,060	76,735
1,000	Alcan Inc.	48,740	41,250
2,500	Alpharma Inc	60,250	57,887
9,000	Amis Hldgs Inc	95,130	81,386
2,600	Anixter International Inc.	141,180	102,990
4,000	Apogee Enterprises Inc	77,240	56,906
300	Aracruz Celulose S A ADR	18,363	12,011
7,000	Ariba Inc.	54,180	57,982
1,900	Arrow Electronics Inc.	59,945	62,859
1,800	Atwood Oceanics Inc.	88,146	75,546
900	AXA ADR	36,297	29,732
900	Bae Systems PLC Spon ADR	29,997	21,465
17,500	Bank America Corp.	934,325	803,714
18,000	Barclays PLC ADR	1,046,520	811,861
600	BASF AG	58,326	45,005
12,600	Becton Dickinson & Co.	883,890	786,896
3,100	BHP Billiton Limited	123,225	102,424
1,500	Bio-Rad Laboratories Inc. C1 A	123,780	94,155
1,000	Borg Warner Inc.	59,020	60,150
500	British American Tobacco Plc ADR	28,330	22,740
3,700	Bristow Group Inc	133,533	118,792
25,000	Broadcom Corp-CLA	807,750	613,035
600	Brookfield Asset Management Inc.	28,908	19,542
1,350	Bucyrus Intl Inc New	69,876	61,124
1,100	Cadbury Schweppes Plc Spnsrd ADR	47,223	42,600
4,000	Cambrex Corp.	90,880	76,552
1,500	Cameron Intl Corp	79,575	62,842
1,000	Canadian Natl Ry Co.	43,030	39,690
400	Canadian Natural Resources Ltd.	21,292	21,125
1,150	Canadian Pacific Railway Ltd.	60,674	53,731
10,000	Capital One Financial	768,200	836,540
15,000	Caremark RX Inc.	856,650	783,252
2,000	Carrizo Oil & Gas Inc.	58,040	54,775
2,200	Central Garden & Pet Company	106,524	104,277
500	Century Alum Co	22,325	22,476
1,100	Ceradyne Inc Del	62,150	61,006
1,800	Cerner Corp	81,900	70,812
1,100	Chemed Corp	40,678	59,932

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
SCHEDULE OF INVESTMENTS
YEAR ENDED DECEMBER 31, 2006

<i>Shares or Par Value</i>	<i>Description</i>	<i>Market Value</i>	<i>Cost</i>
7,200	Chemtura Corp	69,336	70,182
12,500	Chevron Corporation	919,125	136,608
33,800	Chicos FAS Inc.	699,322	999,053
4,500	Chiquita Brands Intl Inc	71,865	76,894
1,800	Church & Dwight Inc	76,770	65,227
3,400	Cia Vale Do Rio Doce ADR	101,116	71,506
18,333	Citigroup Inc.	1,021,148	805,686
1,100	Cleveland Cliffs Inc	53,284	51,423
4,500	Cogent Inc	49,545	49,222
4,000	Columbus McKinnon Corp N Y	84,080	94,006
12,700	Conoco Phillips Com	913,765	799,877
950	Cooper Industries Ltd Cl A	85,908	71,751
100	Core Laboratories N V	8,100	3,980
2,500	Copart Inc	75,000	61,408
650	Corporate Executive Brd Co	57,005	59,755
6,000	CTS Corp.	94,200	72,687
8,000	Digirad Corp	32,960	32,260
1,000	Digital RIV Inc	55,790	43,207
3,850	Dril-Quip Inc.	150,766	118,712
1,100	Edwards A G Inc	69,619	60,039
1,000	Ensign Energy Services Inc.	15,780	20,520
10,000	Espeed, Inc.	87,300	80,283
1,600	Factset Research System Inc.	90,368	62,460
5,000	Ferro Corporation	103,450	92,382
6,000	Fred's Inc.	72,240	95,784
2,300	FTI Consulting Inc	64,147	61,828
22,000	Gemstar-TV Guide Intl Inc.	88,220	64,140
26,600	General Electric Company	989,786	87,839
4,000	Gentiva Health Services Inc.	76,240	66,984
1,200	GFI Group Inc	74,712	66,681
3,450	Global Inds Ltd	44,988	58,896
2,100	GlobalSantaFe Corp.	123,438	105,084
1,000	Goodrich Pete Corp.	36,180	31,891
13,700	Grainger W W Inc.	958,178	963,701
1,400	Grant Prideco Inc	55,678	72,124
9,000	Grey Wolf Inc.	61,740	73,980
1,000	Groupe Danone Spnsrd ADR	32,600	21,430
5,100	Gulfmark Offshore Inc.	190,791	180,619
1,950	Headwaters Inc.	46,722	66,137
1,400	Health Net Inc	68,124	59,844
16,100	Hecla Mng Co.	123,326	98,317
4,800	Hercules Offshore Inc.	138,720	163,047
22,000	Home Depot Inc.	883,520	570,126
2,100	Hornbeck Offshore Services Inc.	74,970	73,788

ROSENBERG FOUNDATION
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SCHEDULE OF INVESTMENTS
YEAR ENDED DECEMBER 31, 2006

<i>Shares or Par Value</i>	<i>Description</i>	<i>Market Value</i>	<i>Cost</i>
1,900	Hydril Company	142,861	132,489
900	InfraSource Services, Inc.	19,593	15,525
1,300	Ingersoll-Rand Co. CI A	50,869	52,494
17,000	Illinois Tool Wks Inc.	785,230	845,623
40,000	Intel Corporation	810,000	32,500
300	IPSCO Inc.	28,161	28,809
3,300	IXIA	31,680	46,851
1,600	Jabil Circuit Inc.	39,280	62,128
1,800	Jos A Bank Clothiers Inc.	52,830	58,713
16,000	Kopin Corp.	57,120	64,257
4,700	LaBarge Inc.	63,121	67,869
2,700	Labor Ready Inc.	49,491	63,492
400	Lancaster Colony Corp.	17,724	17,981
2,500	LKQ Corp.	57,475	58,638
2,600	Logitech Intl SA Reg	74,360	54,812
2,200	Lone Star Technologies Inc.	106,502	118,586
1,200	Manpower Inc Wis	89,916	63,948
800	Manulife Financial Corp.	27,032	23,560
2,300	Martek Biosciences Corp.	53,682	59,530
2,200	Matria Healthcare Inc.	63,206	63,931
2,000	McCormick & Co Inc.	77,120	60,500
3,000	McGrath Rent Corp.	91,890	83,852
3,000	Measurement Specialties Inc.	64,920	72,910
1,000	Meritage Homes Corp.	47,720	68,990
11,600	Merrill Lynch & Co. Inc.	1,079,960	620,430
33,700	Microsoft Corporation	1,006,282	91,622
3,475	Nabors Industries Ltd.	103,486	129,945
6,500	National Oilwell Varco, Inc.	397,670	402,593
4,000	Navigant Consulting Inc.	79,040	93,221
700	Nestle S A Spnsrd ADR Repstg SH	62,075	53,725
1,400	Noble Corp.	106,610	105,822
21,000	Nordstrom Inc.	1,036,140	573,474
1,000	Northwest Pipe Co.	33,620	29,155
7,500	Novatel Wireless Inc.	72,525	80,219
975	Novartis AG Spnsrd ADR	56,004	52,871
2,600	Oceaneering Intl Inc.	103,220	70,923
1,500	Ohio Cas Corp.	44,715	40,021
3,000	Omnicell Inc.	55,890	59,090
3,000	Oplink Communications Inc.	61,680	61,744
51,400	Oracle Corp	880,996	733,992
3,900	Oregon Steel Mills Inc.	243,399	118,744
4,000	OSI Systems Inc.	83,720	75,734
2,000	Pacific Sunwear California Inc.	39,160	45,168
600	Park Electrochemical Corp.	15,390	16,666

ROSENBERG FOUNDATION
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SCHEDULE OF INVESTMENTS
YEAR ENDED DECEMBER 31, 2006

<i>Shares or Par Value</i>	<i>Description</i>	<i>Market Value</i>	<i>Cost</i>
10,400	Parker Hannifin Corporation	799,552	689,530
300	PartnerRe Ltd.	21,309	19,737
1,250	Pediatrix Med Group	61,125	60,705
13,200	Pepsico Inc.	825,660	550,866
4,500	Petmedexpress Com Inc.	60,075	61,715
2,800	Pioneer Drilling Co.	37,184	52,737
11,000	Polyone Corporation	82,500	69,557
500	Potash Corp Sask Inc.	71,740	40,060
1,500	Precision Drilling Trust	34,740	50,332
14,500	Procter & Gamble Co	931,915	900,699
2,250	Psychiatric Solutions Inc.	84,420	63,710
800	Questar Corporation	66,440	62,744
5,000	Quidel Corp.	68,100	70,134
4,000	Quiksilver Inc.	63,000	51,720
1,500	Redwood Trust Inc.	87,120	64,914
7,000	RELM Wireless Corp.	42,000	66,868
600	Rio Tinto Plc ADR	127,494	105,444
1,600	Rowan Cos Inc	53,120	59,307
300	RWE AG Spon ADR	33,017	21,510
1,300	Sally Beauty Hldgs Inc	10,140	16,778
12,000	Sapient Corp.	65,880	62,390
2,000	Schlumberger Ltd.	126,320	102,377
4,000	Sciele Pharma Inc.	96,000	83,508
3,150	Sonic Corp.	75,443	61,590
1,900	Sonosite Inc.	58,767	69,094
1,500	Steiner Leisure Ltd.	68,250	55,650
300	Suncor Energy Inc.	23,673	19,716
6,200	Superior Energy Services Inc.	202,616	140,911
1,200	Talisman Energy Inc.	20,388	21,600
16,000	Target Corporation	912,800	711,320
700	Teck Cominco Limited Cl B	52,745	44,979
13,100	Teleflex Inc.	845,736	851,478
2,500	Tennant Co.	72,500	65,776
2,750	Tenaris S A ADR	137,198	67,244
6,900	Tetra Technologies Inc Del	176,502	134,978
24,000	Teva Pharmaceutical Spnsrd ADR	745,920	816,468
7,000	Tibco Software Inc.	66,080	52,990
11,500	Total S.A. ADR	827,080	224,182
1,500	Transocean Inc.	121,335	105,030
200	Trican Well Service Ltd.	3,487	4,443
18,000	Triquint Semiconductor Inc.	81,000	86,557
5,000	Trizetto Group Inc.	91,850	64,335
800	UBS AG-Reg	48,264	39,017
2,200	UCBH Holdings Inc.	38,632	41,336

ROSENBERG FOUNDATION
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SCHEDULE OF INVESTMENTS
YEAR ENDED DECEMBER 31, 2006

<i>Shares or Par Value</i>	<i>Description</i>	<i>Market Value</i>	<i>Cost</i>
14,000	United Health Group, Inc.	752,220	794,326
4,500	ValueVision Media Inc. Cl A	59,130	56,945
2,000	Veritas DGC Inc.	171,260	74,691
18,000	Viacom Inc. B	738,540	621,148
2,750	ViaSat Inc.	81,977	74,072
10,800	Wachovia Corp	615,060	507,998
21,300	Walgreen Co.	977,457	900,011
1,100	Washington Group Intl Inc.	65,769	57,528
25,100	Weatherford International Ltd	1,048,929	927,429
19,000	Wyeth Com	967,480	67,224
9,000	X-Rite Inc.	110,700	96,772
20,000	XTO Energy Inc.	941,000	896,078
300	Yara International ASA-ADR	6,830	4,830
1500	ZymoGenetics Inc.	23,355	23,988
		<u>\$ 41,863,836</u>	<u>\$ 32,818,426</u>

ROSENBERG FOUNDATION
(A California Not-For-Profit Corporation)
SCHEDULE OF INVESTMENTS
YEAR ENDED DECEMBER 31, 2006

<i>Shares or Par Value</i>	<i>Description</i>	<i>Market Value</i>	<i>Cost</i>
Bonds:			
1,000,000	General Motors Acceptance Corp 6.125%, due 1/22/08	\$ 997,810	\$ 1,025,350
1,000,000	Federal National Mortgage Assn 3.375%, due 12/15/08	969,380	1,002,372
1,500,000	International Lease Fin Corp 4.75%, due 7/1/09	1,481,670	1,505,175
1,000,000	Marshall & Ilsley Co. 4.375%, due 8/1/09	978,050	999,600
1,000,000	Federal Home Loan Mortgage Corp 4.375%, due 1/25/10	983,930	1,000,620
1,000,000	Federal National Mortgage Assn 4.500%, due 6/1/10	983,750	1,003,000
1,000,000	Federal Home Loan Mortgage Corp 4.050%, due 7/30/10	969,000	995,000
750,000	Federal Home Loan Bank 4.125%, due 8/13/10	730,312	750,888
750,000	Federal Home Loan Mortgage Corp 5.750%, due 3/15/09	761,483	759,111
1,500,000	Federal Home Loan Mortgage Corp. 4.750%, due 12/8/10	1,488,750	1,505,930
1,000,000	Federal Home Loan Mortgage Corp. 5.125%, due 7/15/12	1,007,190	1,007,810
1,000,000	CIT Group, Inc. 4.750%, due 12/15/10	979,330	972,650
500,000	Federal National Mortgage Assn 5.100%, due 1/18/11	496,405	498,905
1,000,000	Federal National Mortgage Assn 4.750%, due 2/21/13	987,810	990,920
		<u>\$ 13,814,870</u>	<u>\$ 14,017,331</u>
Mutual funds:			
334,648	TIFF International Equity Fund	\$ 5,749,261	\$ 3,870,478
38	American Century Giftrust Investments	836	713
		<u>\$ 5,750,097</u>	<u>\$ 3,871,191</u>
Partnerships:			
	Asset Management Associates 1984 ⁽¹⁾	\$ 75,727	\$ 46,636
	Asset Management Associates 1989 ⁽²⁾	62,493	86,240
	New Enterprise Associates VI ⁽³⁾	46,350	122,609
		<u>\$ 184,570</u>	<u>\$ 255,485</u>

⁽¹⁾ The Partnership will continue in existence up to December 31, 2007, unless terminated prior thereto under circumstances provided for in the partnership agreement.

⁽²⁾ The Partnership will continue in existence up to December 31, 2007 unless terminated prior thereto under circumstances provided for in the partnership agreement.

⁽³⁾ The Partnership was dissolved after the close of business on December 31, 2005 pursuant to the terms of the partnership agreement and is currently undergoing dissolution. A final liquidity distribution will be made to the partners, including the Foundation, in a future date.