

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2007 calendar year, or tax year beginning **JUL 1, 2007** and ending **JUN 30, 2008**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific instructions.	C Name of organization SAN FRANCISCO ZOOLOGICAL SOCIETY		D Employer identification number 94-1429538
		Number and street (or P.O. box if mail is not delivered to street address) Room/suite 1 ZOO ROAD		E Telephone number (415) 753-7080
		City or town, state or country, and ZIP + 4 SAN FRANCISCO, CA 94132		F Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

H and I are not applicable to section 527 organizations.

H(a) Is this a group return for affiliates? Yes No
H(b) If "Yes," enter number of affiliates **N/A**
H(c) Are all affiliates included? **N/A** Yes No (If "No," attach a list.)
H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No
I Group Exemption Number **N/A**
M Check if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

G Website: **WWW.SFZOO.ORG**

J Organization type (check only one) 501(c)(3) (insert no. 4947(a)(1) or 527

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 **21,551,862.**

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

Revenue	1 Contributions, gifts, grants, and similar amounts received:				
	a Contributions to donor advised funds	1a			
	b Direct public support (not included on line 1a)	1b		3,359,882.	
	c Indirect public support (not included on line 1a)	1c			
	d Government contributions (grants) (not included on line 1a)	1d		4,230,132.	
	e Total (add lines 1a through 1d) (cash \$ 7,376,473. noncash \$ 213,541.)	1e			7,590,014.
	2 Program service revenue including government fees and contracts (from Part VII, line 93)	2			7,925,835.
	3 Membership dues and assessments	3			1,750,293.
	4 Interest on savings and temporary cash investments	4			21,551.
	5 Dividends and interest from securities	5			397,110.
	6 a Gross rents	6a			
	b Less: rental expenses	6b			
c Net rental income or (loss). Subtract line 6b from line 6a	6c				
7 Other investment income (describe STMT 1)	7				
8 a Gross amount from sales of assets other than inventory	(A) Securities	8a			
	2,411,617.				
	b Less: cost or other basis and sales expenses	8b			
	2,352,323.				
c Gain or (loss) (attach schedule)	8c		59,294.		
d Net gain or (loss). Combine line 8c, columns (A) and (B)	8d			59,294.	
9 Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>	a Gross revenue (not including \$ 0. of contributions reported on line 1b)	9a		1,251,706.	
	b Less: direct expenses other than fundraising expenses	9b		509,780.	
	c Net income or (loss) from special events. Subtract line 9b from line 9a	9c		SEE STATEMENT 2	741,926.
10 a Gross sales of inventory, less returns and allowances	10a				
	b Less: cost of goods sold	10b			
	c Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c			
11 Other revenue (from Part VII, line 103)	11			203,736.	
12 Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12			18,689,759.	
Expenses	13 Program services (from line 44, column (B))	13		15,976,112.	
	14 Management and general (from line 44, column (C))	14		2,153,322.	
	15 Fundraising (from line 44, column (D))	15		2,446,799.	
	16 Payments to affiliates (attach schedule)	16			
	17 Total expenses. Add lines 16 and 44, column (A)	17			20,576,233.
Net Assets	18 Excess or (deficit) for the year. Subtract line 17 from line 12	18		-1,886,474.	
	19 Net assets or fund balances at beginning of year (from line 73, column (A))	19		7,820,000.	
	20 Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 3	20		-577,813.	
	21 Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21			5,355,713.

Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a Grants paid from donor advised funds (attach schedule) (cash \$ 0 • noncash \$ 0. If this amount includes foreign grants, check here <input type="checkbox"/> 22a			STATEMENT 5	
22b Other grants and allocations (attach schedule) (cash \$ 0 • noncash \$ 396,224. If this amount includes foreign grants, check here <input type="checkbox"/> 22b	396,224.	396,224.		
23 Specific assistance to individuals (attach schedule) 23				
24 Benefits paid to or for members (attach schedule) 24				
25a Compensation of current officers, directors, key employees, etc. listed in Part V-A 25a	1,189,179.	916,275.	94,263.	178,641.
b Compensation of former officers, directors, key employees, etc. listed in Part V-B 25b	0.	0.	0.	0.
c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) 25c				
26 Salaries and wages of employees not included on lines 25a, b, and c 26	8,196,639.	6,622,477.	557,173.	1,016,989.
27 Pension plan contributions not included on lines 25a, b, and c 27	89,577.	65,780.	10,915.	12,882.
28 Employee benefits not included on lines 25a-27 28	2,038,068.	1,705,822.	152,398.	179,848.
29 Payroll taxes 29	638,746.	534,616.	47,763.	56,367.
30 Professional fundraising fees 30				
31 Accounting fees 31				
32 Legal fees 32				
33 Supplies 33	449,859.	372,796.	30,416.	46,647.
34 Telephone 34				
35 Postage and shipping 35	173,708.	155,614.	6,918.	11,176.
36 Occupancy 36	1,830,710.	1,645,511.	159,438.	25,761.
37 Equipment rental and maintenance 37	323,902.	292,296.	10,010.	21,596.
38 Printing and publications 38	381,719.	242,059.	11,105.	128,555.
39 Travel 39	65,050.	44,106.	16,946.	3,998.
40 Conferences, conventions, and meetings 40				
41 Interest 41	17,851.	15,028.	1,351.	1,472.
42 Depreciation, depletion, etc. (attach schedule) 42	180,326.	108,196.	72,130.	
43 Other expenses not covered above (itemize):				
a 43a				
b 43b				
c 43c				
d 43d				
e 43e				
f 43f				
g SEE STATEMENT 4 43g	4,604,675.	2,859,312.	982,496.	762,867.
44 Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15) 44	20,576,233.	15,976,112.	2,153,322.	2,446,799.

Joint Costs. Check If you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ 110,490. ; (ii) the amount allocated to Program services \$ 95,733. ;
 (iii) the amount allocated to Management and general \$ 6,054. ; and (iv) the amount allocated to Fundraising \$ 8,703.

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose? ► SEE STATEMENT 9	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	
a SEE STATEMENT 6	
(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	2,225,993.
b SEE STATEMENT 7	
(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	2,842,454.
c SEE STATEMENT 8	
(Grants and allocations \$ 396,224.) If this amount includes foreign grants, check here ► <input type="checkbox"/>	10,907,665.
d	
(Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
e Other program services (attach schedule) (Grants and allocations \$) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
f Total of Program Service Expenses (should equal line 44, column (B), Program services) ►	15,976,112.

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year
Assets	45 Cash - non-interest-bearing	931,288.	45	467,843.
	46 Savings and temporary cash investments	1,646,614.	46	635,000.
	47 a Accounts receivable	191,047.		
	b Less: allowance for doubtful accounts		47c	191,047.
	48 a Pledges receivable	511,915.		
	b Less: allowance for doubtful accounts		48c	511,915.
	49 Grants receivable		49	
	50 a Receivables from current and former officers, directors, trustees, and key employees		50a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)		50b	
	51 a Other notes and loans receivable		51c	
	b Less: allowance for doubtful accounts		52	
	52 Inventories for sale or use		53	
	53 Prepaid expenses and deferred charges	150,676.	53	211,837.
	54 a Investments - publicly-traded securities STMT 11 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	5,848,477.	54a	5,817,638.
	b Investments - other securities STMT 14 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	1,092,081.	54b	734,393.
	55 a Investments - land, buildings, and equipment: basis STMT 10			
	b Less: accumulated depreciation		55c	
	56 Investments - other	0.	56	0.
57 a Land, buildings, and equipment: basis	1,600,189.			
b Less: accumulated depreciation STMT 12	1,201,029.	57c	399,160.	
58 Other assets, including program-related investments (describe CHARITABLE REMAINDER TRUST ASSETS)	970,886.	58	934,993.	
59 Total assets (must equal line 74). Add lines 45 through 58	12,339,735.	59	9,903,826.	
Liabilities	60 Accounts payable and accrued expenses	3,086,835.	60	2,472,796.
	61 Grants payable		61	
	62 Deferred revenue	901,813.	62	877,102.
	63 Loans from officers, directors, trustees, and key employees		63	
	64 a Tax-exempt bond liabilities		64a	
	b Mortgages and other notes payable		64b	
	65 Other liabilities (describe SEE STATEMENT 13)	531,087.	65	1,198,215.
	66 Total liabilities. Add lines 60 through 65	4,519,735.	66	4,548,113.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted	2,488,035.	67	-283,396.
	68 Temporarily restricted	1,226,571.	68	1,533,215.
	69 Permanently restricted	4,105,394.	69	4,105,894.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund		71	
	72 Retained earnings, endowment, accumulated income, or other funds		72	
73 Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)	7,820,000.	73	5,355,713.	
74 Total liabilities and net assets/fund balances. Add lines 66 and 73	12,339,735.	74	9,903,826.	

Part VI Other Information (continued)		Yes	No	
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value? b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See Instructions in Part III.)	82a	X	
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications? b Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	83a	X	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible? b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84a		X
85 a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members? b Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.	85a		
	c Dues, assessments, and similar amounts from members	85c		N/A
	d Section 162(e) lobbying and political expenditures	85d		N/A
	e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e		N/A
	f Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f		N/A
	g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g		
	h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h		N/A
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12	86a		N/A
	b Gross receipts, included on line 12, for public use of club facilities	86b		N/A
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders	87a		N/A
	b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b		N/A
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88a		X
	b At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI	88b		X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 0.; section 4912 0.; section 4955 0.			
	b 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b		X
	c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958			0.
	d Enter: Amount of tax on line 89c, above, reimbursed by the organization			0.
	e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?	89e		X
	f All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?	89f		X
	g For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	89g		X
90 a	List the states with which a copy of this return is filed CA			
	b Number of employees employed in the pay period that includes March 12, 2007	90b		167
91 a	The books are in care of WAYNE READING Telephone no. (415) 753-7080 Located at 1 ZOO ROAD, SAN FRANCISCO, CA ZIP + 4 94132			
	b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country N/A	91b		X

See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.

Part VI Other Information (continued) Yes No

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c Yes No
 If "Yes," enter the name of the foreign country N/A

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041- Check here
 and enter the amount of tax-exempt interest received or accrued during the tax year 92 N/A

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a SEE STATEMENT 16					7,925,835.
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					1,750,293.
95 Interest on savings and temporary cash investments			14	21,551.	
96 Dividends and interest from securities			14	397,110.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	59,294.	
101 Net income or (loss) from special events					741,926.
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a REIMBURSEMENT OF BOND					
b ISSUANCE COSTS					63,657.
c DEBT FORGIVENESS					140,079.
d					
e					
104 Subtotal (add columns (B), (D), and (E))			0.	477,955.	10,621,790.
105 Total (add line 104, columns (B), (D), and (E))					11,099,745.

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
1	SEE STATEMENT 17

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Part XI Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13). N/A

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes	No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- ----- -----			
b	----- ----- -----			
c	----- ----- -----			
Totals				

107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes	No

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- ----- -----			
b	----- ----- -----			
c	----- ----- -----			
Totals				

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

Yes	No

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 officer) is based on all information of which preparer has any knowledge.

Please Sign Here

Wayne Reading **COPI** CFO
 Signature of officer
WAYNE READING, CHIEF FINANCIAL OFFICER
 Type or print name and title

12/15/08
 Date

Paid Preparer's Use Only

Preparer's signature: *Gilbert D. Peery, CPA* Date: 12/2/08
 Firm's name (or yours if self-employed), address, and ZIP + 4: GILBERT ASSOCIATES, INC., 2880 GATEWAY OAKS DR, STE 100, SACRAMENTO, CA 95833
 Check if self-employed:
 Preparer's SSN or PTIN (See Gen. Inst. X):
 EIN:
 Phone no.: 916-646-6464

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information-(See separate instructions.)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

OMB No. 1545-0047

2007

Name of the organization

SAN FRANCISCO ZOOLOGICAL SOCIETY

Employer identification number

941 1429538

Part I

Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See page 1 of the instructions. List each one. If there are 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 & deferred compensation	(e) Expense account and other allowances
GOGO HEINRICH 1 ZOO ROAD, SAN FRANCISCO, CA 94132	FACILITIES MANAGER 37.50	111,742.	5,587.	
JACQUELINE JENCEK 1 ZOO ROAD, SAN FRANCISCO, CA 94132	CHIEF VETERINARIAN 37.50	98,762.	4,938.	
CESAR LOPEZ 1 ZOO ROAD, SAN FRANCISCO, CA 94132	MAINTENANCE MGR 37.50	85,723.	525.	
SARAH CLOHERTY 1 ZOO ROAD, SAN FRANCISCO, CA 94132	DEPUTY DIRECTOR 37.50	80,106.	4,005.	
MICHAEL OROSCO 1 ZOO ROAD, SAN FRANCISCO, CA 94132	DIRECTOR OF HR 37.50	111,763.	5,588.	
Total number of other employees paid over \$50,000	53			

Part II A

Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NIXON PEABODY LLP 1 EMBARCADERO CENTER, 18TH FL, SAN FRANCISCO, CA	LEGAL SERVICE	96,161.
RENNE SLOAN HOLTZMAN SAKAI LLP 350 SANSOME STREET, SUITE 300, SAN FRANCISCO, CA	LEGAL SERVICE	87,588.
Total number of others receiving over \$50,000 for professional services	0	

Part II B

Compensation of the Five Highest Paid Independent Contractors for Other Services

(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
LOPEZ ELECTRIC CO. 3014 NICOL AVENUE, OAKLAND, CA 94602	REPAIR/MAINTANENC E	70,255.
PREVALENT DESIGN COMPANY 880 HARRISON STREET, SUITE 203, SAN FRANCISCO, CA	PRINTING/MAILING SERVICE	56,822.
WILLIS PRINT NETWORK 1015 ELM STREET, SAN CARLOS, CA 94070	PRINTING/MAILING SERVICE	51,607.
Total number of other contractors receiving over \$50,000 for other services	0	

Part III Statements About Activities (See page 2 of the instructions.)

		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		X
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a	Sale, exchange, or leasing of property?		X
b	Lending of money or other extension of credit?		X
c	Furnishing of goods, services, or facilities?	SEE STATEMENT 18	
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? SEE PART V-A, FORM 990	X	
e	Transfer of any part of its income or assets?		X
3 a	Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.)		X
b	Did the organization have a section 403(b) annuity plan for its employees?		X
c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement		X
d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?		X
4 a	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g		X
b	Did the organization make any taxable distributions under section 4966?	N/A	
c	Did the organization make a distribution to a donor, donor advisor, or related person?	N/A	
d	Enter the total number of donor advised funds owned at the end of the tax year	N/A	
e	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year	N/A	
f	Enter the total number of separate funds or accounts owned at the end of the year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts	0.	
g	Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year	0.	

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only ONE applicable box.)

- 6 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the Support Schedule in Part IV-A.)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the Support Schedule in Part IV-A.)
- 11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the Support Schedule in Part IV-A.)
- 12 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the Support Schedule in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
 Type I Type II Type III-Functionally Integrated Type III-Other

Provide the following information about the supported organizations. (See page 8 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer Identification number (EIN)	(c) Type of organization (described in lines 6 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
Total					▶

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 8 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.
 Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	10,231,177.	8,730,870.	4,465,992.	4,356,567.	27,784,606.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	12,140,246.	10,430,213.	13,696,102.	12,753,852.	49,020,413.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	363,757.	203,587.	253,531.	154,069.	974,944.
19 Net income from unrelated business activities not included in line 18 ...					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	108,579.		SEE STATEMENT 19		108,579.
23 Total of lines 15 through 22	22,843,759.	19,364,670.	18,415,625.	17,264,488.	77,888,542.
24 Line 23 minus line 17	10,703,513.	8,934,457.	4,719,523.	4,510,636.	28,868,129.
25 Enter 1% of line 23	228,438.	193,647.	184,156.	172,645.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 577,363.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 424,271.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 28,868,129.
d Add: Amounts from column (e) for lines: 18 974,944. 19 22 108,579. 26b 424,271.					26d 1,507,794.
e Public support (line 26c minus line 26d total)					26e 27,360,335.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 94.7770%
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: N/A					
(2006) (2005) (2004) (2003)					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: N/A					
(2006) (2005) (2004) (2003)					
c Add: Amounts from column (e) for lines: 15 16 17 20 21					27c N/A
d Add: Line 27a total ... and line 27b total					27d N/A
e Public support (line 27c total minus line 27d total)					27e N/A
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					27f N/A
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g N/A %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h N/A %

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

NONE

Part V Private School Questionnaire (See page 9 of the instructions.)

N/A

(To be completed ONLY by schools that checked the box on line 6 in Part IV)

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?		
	If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)		
		
		
32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d	Copies of all material used by the organization or on its behalf to solicit contributions?		
	If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)		
		
33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?		
b	Admissions policies?		
c	Employment of faculty or administrative staff?		
d	Scholarships or other financial assistance?		
e	Educational policies?		
f	Use of facilities?		
g	Athletic programs?		
h	Other extracurricular activities?		
	If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)		
		
		
34 a	Does the organization receive any financial aid or assistance from a governmental agency?		
b	Has the organization's right to such aid ever been revoked or suspended?		
	If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 11 of the instructions.)
 (To be completed ONLY by an eligible organization that filed Form 5768)

N/A

Check a If the organization belongs to an affiliated group. Check b If you checked "a" and "limited control" provisions apply.

Limits on Lobbying Expenditures		(a) Affiliated group totals	(b) To be completed for all electing organizations
(The term "expenditures" means amounts paid or incurred.)		N/A	
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38	Total lobbying expenditures (add lines 36 and 37)	38	
39	Other exempt purpose expenditures	39	
40	Total exempt purpose expenditures (add lines 38 and 39)	40	
41	Lobbying nontaxable amount. Enter the amount from the following table - If the amount on line 40 is - The lobbying nontaxable amount is - Not over \$500,000 20% of the amount on line 40 Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000 \$175,000 plus 10% of the excess over \$1,000,000 Over \$1,500,000 but not over \$17,000,000 \$225,000 plus 5% of the excess over \$1,500,000 Over \$17,000,000 \$1,000,000	41	
42	Grassroots nontaxable amount (enter 25% of line 41)	42	
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 13 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				N/A
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45	Lobbying nontaxable amount				0.
46	Lobbying ceiling amount (150% of line 45(e))				0.
47	Total lobbying expenditures				0.
48	Grassroots nontaxable amount				0.
49	Grassroots ceiling amount (150% of line 48(e))				0.
50	Grassroots lobbying expenditures				0.

Part VI-B Lobbying Activity by Nonelecting Public Charities
 (For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h.)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h.)			0.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

Name of organization SAN FRANCISCO ZOOLOGICAL SOCIETY	Employer identification number 94-1429538
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Part II Noncash Property (See Specific Instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	A \$4,500 3 OR 4 NIGHT STAY AT THE REGIS IN NYC	\$ 4,500.	03/04/08
4	A \$500 GIFT CERTIFICATE TO ARDOUR	\$ 500.	02/22/08
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

2007 DEPRECIATION AND AMORTIZATION REPORT
FORM 990 PAGE 2

990

Asset No.	Description	Date Acquired	Method	Life	Line No.	Unadjusted Cost Or Basis	Bus % Excl	* Reduction in Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	FURNITURE & FIXTURES											
2	FURNITURE AND FIXTURES	VARIES	SL	7.00	16	372,415.			372,415.	265,006.		52,607.
	* 990 PAGE 2 TOTAL					372,415.		0.	372,415.	265,006.	0.	52,607.
	FURNITURE & FIXTURES											
	MACHINERY & EQUIPMENT											
1	MACHINERY AND EQUIPMENT	VARIES	SL	5.00	16	943,229.			943,229.	533,550.		82,316.
	* 990 PAGE 2 TOTAL					943,229.		0.	943,229.	533,550.	0.	82,316.
	MACHINERY & EQUIPMENT											
	OTHER											
3	SOFTWARE	VARIES	SL	3.00	16	222,142.			222,142.	161,305.		45,163.
	OTHER					62,403.			62,403.	60,842.		240.
	* 990 PAGE 2 TOTAL					284,545.		0.	284,545.	222,147.	0.	45,403.
	OTHER											
	* GRAND TOTAL 990 PAGE 2 DEPR					1600189.		0.	1600189.	1020703.	0.	180,326.

(D) - Asset disposed

* IRC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990 GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES STATEMENT 1

DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
VARIOUS SECURITIES	2,411,617.	2,352,323.	0.	59,294.
TO FORM 990, PART I, LINE 8	2,411,617.	2,352,323.	0.	59,294.

FORM 990 SPECIAL EVENTS AND ACTIVITIES STATEMENT 2

DESCRIPTION OF EVENT	GROSS RECEIPTS	CONTRIBUT. INCLUDED	GROSS REVENUE	DIRECT EXPENSES	NET INCOME OR (LOSS)
ZOOFEEST	689,528.		689,528.	326,504.	363,024.
ZOOFEEST FOR KIDS	182,752.		182,752.	53,452.	129,300.
NIGHT TOUR	114,796.		114,796.	78,621.	36,175.
OTHER EVENTS	114,321.		114,321.	14,417.	99,904.
GOLF TOURNAMENT	150,309.		150,309.	36,786.	113,523.
TO FM 990, PART I, LINE 9	1,251,706.		1,251,706.	509,780.	741,926.

FORM 990 OTHER CHANGES IN NET ASSETS OR FUND BALANCES STATEMENT 3

DESCRIPTION	AMOUNT
UNREALIZED LOSS FROM INVESTMENTS	-541,922.
CHANGE IN VALUE OF CRT ASSETS	-35,891.
TOTAL TO FORM 990, PART I, LINE 20	-577,813.

FORM 990 OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
DUES AND SUBSCRIPTIONS	37,337.	13,605.	22,353.	1,379.
ANIMAL CARE AND PRESERVATIONS	576,955.	573,386.	3,569.	0.
OTHER PROFESSIONAL AND CONTRACTED SERVICES	1,516,476.	1,133,760.	268,042.	114,674.

SAN FRANCISCO ZOOLOGICAL SOCIETY

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LEGAL AND ACCOUNTING	493,044.		493,044.	
BANK CHARGES	165,174.	133,424.	15,039.	16,711.
ADVERTISING AND PUBLIC RELATIONS	392,290.	16,416.	75.	375,799.
MISCELLANEOUS	514,205.	318,018.	98,581.	97,606.
INSURANCE	261,557.	210,320.	49,863.	1,374.
LAUNDRY, UNIFORMS, AND CLOTHING	45,063.	45,029.	34.	
CATERING	52,486.	33,643.	9,538.	9,305.
EVENTS	178,018.	38,472.	15.	139,531.
ARCHITECT, DESIGN, CONSTRUCTION, AND LANDSCAPING	251,438.	232,433.	17,689.	1,316.
INVESTMENT EXPENSES	51,715.	41,889.	4,654.	5,172.
OTHER CAPITAL EXPENDITURES	68,917.	68,917.		
TOTAL TO FM 990, LN 43	<u>4,604,675.</u>	<u>2,859,312.</u>	<u>982,496.</u>	<u>762,867.</u>

FORM 990

NONCASH GRANTS AND ALLOCATIONS

STATEMENT 5

CLASS OF ACTIVITY: GIFT

DONEE'S NAME AND ADDRESS

CITY AND COUNTY OF SAN FRANCISCO
 501 STANYAN STREET
 SAN FRANCISCO, CA, 94117

RELATIONSHIP OF DONEE

DESCRIPTION OF PROPERTY

DATE OF GIFT

NONE

REAL PROP & OTHER CAPITAL IMP

METHOD USED TO DETERMINE BOOK VALUE

COST

METHOD USED TO DETERMINE FAIR MARKET VALUE

BOOK VALUE

AMOUNT GIVEN

0.

396,224.

TOTAL INCLUDED ON FORM 990, PART II, LINE 22B

396,224.

FORM 990

STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

STATEMENT

6

DESCRIPTION OF PROGRAM SERVICE ONE

GENERAL PUBLIC SERVICE. (INCLUDES: FOOD, MERCHANDISE SALES, RIDES AND CHILDREN'S ZOO.):

THE SAN FRANCISCO ZOO SERVES OVER 1,000,000 VISITORS ANNUALLY AND IS OPEN TO THE PUBLIC 365 DAYS A YEAR. THE FACILITY RESTS ON A 125 ACRE AREA WITH NEARLY 85 ACRES DEVOTED TO THE ACTUAL ZOO. THE ZOO IS LOCATED IN THE CITY OF SAN FRANCISCO AND SITS ON THE EDGE OF THE BEAUTIFUL PACIFIC OCEAN. IN ADDITION TO THE ANIMAL COLLECTION WE MAINTAIN A LARGE BOTANICAL COLLECTION OF OVER 350,000 PLANTS.

GRANTS

EXPENSES

TO FORM 990, PART III, LINE A

2,225,993.

FORM 990 STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS STATEMENT 7

DESCRIPTION OF PROGRAM SERVICE TWO

MEMBERSHIP SERVICES, ADMISSIONS, EDUCATIONAL PROGRAMS, AND PUBLICATIONS:

EDUCATIONAL PROGRAMS AND SERVICES INCLUDING DOCENT-GUIDED TOURS, ADULT AND YOUTH VOLUNTEER PROGRAMS, ZOO CAMP, CHILDREN'S AND ADULT CLASSES, OVERNIGHTS, CONSERVATION LECTURE SERIES, ZOO-MOBILE, WILDLIFE THEATRE PRESENTATIONS AND TEACHER RESOURCES.

	GRANTS	EXPENSES
TO FORM 990, PART III, LINE B	<hr/>	<hr/>
	<hr/>	<hr/>
		2,842,454.

FORM 990 STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS STATEMENT 8

DESCRIPTION OF PROGRAM SERVICE THREE

ANIMAL COLLECTIONS, EXHIBITS AND ZOO IMPROVEMENTS:
 THE SAN FRANCISCO ZOO IS HOME TO OVER 1,000 ANIMALS
 COMPRISED OF OVER 200 SPECIES FROM AROUND THE WORLD.
 VISITORS CAN SEE ANIMALS IN NATURALISTIC MULTI-SPECIES
 HABITATS LIKE THE AFRICAN SAVANNA AND ENJOY THE PUBLIC
 FEEDING OF THE LARGE CATS, A 75 YEAR TRADITION. THE ZOO
 PARTICIPATES IN CONSERVATION PROGRAMS THAT ARE AIMED AT
 SAVING OVER 35 SPECIES OF ENDANGERED ANIMALS.

	GRANTS	EXPENSES
TO FORM 990, PART III, LINE C	396,224.	10,907,665.

FORM 990 STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE STATEMENT 9
 PART III

EXPLANATION

THE SAN FRANCISCO ZOO IS OPERATED FOR THE PURPOSE OF ACQUIRING AND
 MAINTAINING ANIMAL AND PLANT LIFE COLLECTIONS FOR THE STUDY AND PROMOTION
 OF ZOOLOGY, NATURAL HISTORY AND WILDLIFE CONSERVATION; AND FOR THE
 EDUCATION AND RECREATION OF THE PUBLIC.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 10

SECURITY DESCRIPTION	COST/FMV	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	TOTAL NON-GOV'T SECURITIES
CORPORATE STOCKS	FMV	0.			
MUTUAL FUNDS-EQUITY	FMV	4,685,534.			4,685,534.
CORPORATE BONDS	FMV		0.		
OTHER EQUITY SECURITIES	FMV	475,994.			475,994.
TO FORM 990, LINE 54A, COL B		5,161,528.			5,161,528.

FORM 990	GOVERNMENT SECURITIES		STATEMENT 11
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DESCRIPTION	COST/FMV	U.S. GOVERNMENT	STATE AND LOCAL GOV'T	TOTAL GOV'T SECURITIES
FEDERAL BONDS	FMV	656,110.		656,110.
TOTAL TO FORM 990, LINE 54A, COL B		656,110.		656,110.

FORM 990	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT 12
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	372,415.	317,613.	54,802.
MACHINERY & OTHER EQUIPMENT	943,229.	615,866.	327,363.
OTHER	284,545.	267,550.	16,995.
TOTAL TO FORM 990, PART IV, LN 57	1,600,189.	1,201,029.	399,160.

FORM 990	OTHER LIABILITIES		STATEMENT 13
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DESCRIPTION	BEGINNING OF YEAR	END OF YEAR
CAPITAL LEASE OBLIGATIONS	68,802.	35,932.
LIABILITY TO BENEFICIARY	462,285.	462,283.
LINE OF CREDIT		700,000.
TOTAL TO FORM 990, PART IV, LINE 65	531,087.	1,198,215.

FORM 990	OTHER SECURITIES		STATEMENT 14
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SECURITY DESCRIPTION	COST/FMV	OTHER SECURITIES
MONEY MARKET ACCOUNTS	FMV	502,371.
REAL ESTATE INVESTMENT FUNDS	FMV	232,022.
TO FORM 990, LINE 54B, COL B		734,393.

FORM 990 PART V-A - LIST OF CURRENT OFFICERS, DIRECTORS, TRUSTEES AND KEY EMPLOYEES STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MANUEL A. MOLLINEDO 1 ZOO ROAD SAN FRANCISCO, CA 94132	EXECUTIVE DIRECTOR & PRESI 37.50	357,100.	17,855.	0.
WAYNE READING 1 ZOO ROAD SAN FRANCISCO, CA 94132	CFO 37.50	116,537.	5,827.	0.
JESUS VARGAS 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR OF OPERATIONS 37.50	128,355.	6,418.	0.
TJISKA VANWYK 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR OF DEVELOPMENT 37.50	163,863.	8,193.	0.
LORETTA LAMARCA 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR OF MARKETING 37.50	121,045.	6,052.	0.
ROBERT JENKINS 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR OF ANIMAL CARE 37.50	146,019.	7,301.	0.
JOSEPH FITTING 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR OF EDUCATION 37.50	95,053.	4,753.	0.
NICK PODELL 1 ZOO ROAD SAN FRANCISCO, CA 94132	CHAIRMAN 0.00	0.	0.	0.
TANYA PETERSON 1 ZOO ROAD SAN FRANCISCO, CA 94132	VICE-CHAIR 37.50	4,808.	0.	0.
ANTOINETTE FREITAS-KRAJCAR 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
ASHLEY RILEY 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.

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BARBARA BEASLEY 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
BARBARA STEPHENSON 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
BARNABY CONRAD III 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
BARRY R. LIPMAN 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
CECILY CAMERON 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
CHARLES F. WILLIS, IV 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
CHRISTIAN D. VALENTINE 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
CONSTANCE COLLADAY HOOKER 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
CRAIG M. TIGHE 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
CRAIG R. JOHNSON 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
CYNTHIA L. CARROLL 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
DAVID STANTON 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
DAVID TRAITEL 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.

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DEBORAH ROBBINS 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
DIANNE MARIE TAUBE 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
DONNA CARNES 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
DONNA L. MOLLENHAUER 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
E. RICHARD JONES 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
EDWARD A. OATES 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
EDWARD POOLE 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
ELENA M. ASTURIAS 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
FRED CARROLL 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
G. ROBERT MUEHLHAUSER 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
GEORGE VON ZEDLITZ 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
GLORIA M. HING, M.D. 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
GORDON G. DEAN 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.

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HARRIS BARTON 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
J. JAY PIERREPONT 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
JACQUELINE L. ERDMAN 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
JAMES J. LUDWIG 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
JAMES SERGI 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
JAMES T. FARRELL 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
JAMIE GATES 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
JOAN MURPHY 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
KAREN FUKUMURA 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
KEVIN D. JOHNSON 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
LAYNE GRAY 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
LESLIE M. LAVA 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
LISA LENZO 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.

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LOUISE PATTERSON 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
MACGREGOR READ 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
MARCELLE COSTELLO 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
MARGARET H. KAVALARIS 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
MARK ROBERTS 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
MELINDA HENDERSON 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
MERRILL L. MAGOWAN 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
NINO FANLO 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
PAUL J. JANSEN 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
RICHARD C. JACOBSEN, JR. 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
RICK GOLD 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
ROBERT GIBNEY 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.
ROBERT PEDRERO 1 ZOO ROAD SAN FRANCISCO, CA 94132	DIRECTOR 0.00	0.	0.	0.

SCHEDULE A

EXPLANATION OF TRANSACTIONS
PART III, LINE 2C

STATEMENT 18

ANTOINETTE FREITAS-KRAJCAR, A MEMBER OF THE BOARD OF DIRECTORS, IS THE SAN FRANCISCO ZOOLOGICAL SOCIETY'S INSURANCE BROKER FOR MEDICAL, VISION, DENTAL, LIFE AND DISABILITY INSURANCE. SHE RECEIVES A COMMISSION FROM THE INSURANCE CARRIERS. THE SAN FRANCISCO ZOOLOGICAL SOCIETY PERIODICALLY WILL PRICE INSURANCE TO ENSURE THAT THEY ARE GETTING THE MAXIMUM INSURANCE COVERAGE FOR THE LEAST PREMIUM COST.

SCHEDULE A	OTHER INCOME			STATEMENT 19
DESCRIPTION	2006 AMOUNT	2005 AMOUNT	2004 AMOUNT	2003 AMOUNT
REIMBURSEMENT OF BOND ISSUANCE COSTS	108,579.	0.	0.	0.
TOTAL TO SCHEDULE A, LINE 22	108,579.	0.	0.	0.