

Form 990-PF

Return of Private Foundation

OMB No. 1545-0047

Department of the Treasury Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation Do not enter social security numbers on this form as it may be made public. Go to www.irs.gov/Form990PF for instructions and the latest information.

2024

Open to Public Inspection

For calendar year 2024 or tax year beginning , and ending

Name of foundation: MARGUERITE CASEY FOUNDATION
A Employer identification number: 91-2062197
B Telephone number: 206-691-3134
C If exemption application is pending, check here ...
D 1. Foreign organizations, check here ...
D 2. Foreign organizations meeting the 85% test, check here and attach computation ...
E If private foundation status was terminated under section 507(b)(1)(A), check here ...
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ...
G Check all that apply: Initial return, Final return, Address change, Initial return of a former public charity, Amended return, Name change
H Check type of organization: Section 501(c)(3) exempt private foundation, Section 4947(a)(1) nonexempt charitable trust, Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 876,630,272
J Accounting method: Cash, Accrual, Other (specify)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Adjusted net income of 0.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		1,320,003.	5,057,334.	5,057,334.	
	2	Savings and temporary cash investments		17,776,300.	16,401,413.	16,401,413.	
	3	Accounts receivable	40,785.				
		Less: allowance for doubtful accounts		16,185.	40,785.	40,785.	
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges			351,123.	332,854.	332,854.
	10a	Investments - U.S. and state government obligations	STMT 7		59,312,890.	68,817,443.	68,817,443.
	b	Investments - corporate stock	STMT 8		377,994,423.	380,236,074.	380,236,074.
	c	Investments - corporate bonds	STMT 9		67,690,125.	58,453,198.	58,453,198.
	11	Investments - land, buildings, and equipment: basis					
	Less: accumulated depreciation						
12	Investments - mortgage loans						
13	Investments - other	STMT 10		325,116,528.	338,793,416.	338,793,416.	
14	Land, buildings, and equipment: basis	186,545.					
	Less: accumulated depreciation	STMT 11	163,779.	27,072.	22,766.	22,766.	
15	Other assets (describe STATEMENT 12)			6,969,118.	8,474,989.	8,474,989.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			856,573,767.	876,630,272.	876,630,272.	
Liabilities	17	Accounts payable and accrued expenses		883,284.	1,100,852.		
	18	Grants payable		21,080,893.	12,411,605.		
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe STATEMENT 13)			3,174,994.	2,301,459.	
23	Total liabilities (add lines 17 through 22)			25,139,171.	15,813,916.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.						
	24	Net assets without donor restrictions		831,434,596.	860,816,356.		
	25	Net assets with donor restrictions					
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.						
	26	Capital stock, trust principal, or current funds					
	27	Paid-in or capital surplus, or land, bldg., and equipment fund					
	28	Retained earnings, accumulated income, endowment, or other funds					
29	Total net assets or fund balances			831,434,596.	860,816,356.		
30	Total liabilities and net assets/fund balances			856,573,767.	876,630,272.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	831,434,596.
2	Enter amount from Part I, line 27a	2	39,251,160.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	870,685,756.
5	Decreases not included in line 2 (itemize) UNREALIZED LOSS ON INVESTMENTS	5	9,869,400.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	860,816,356.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P	01/01/23	12/31/24
b DIRECT FOREIGN INVESTMENT	P	01/01/23	12/31/24
c GAINS REPORTED ON PARTNERSHIP INVESTMENTS	P	01/01/23	12/31/24
d PROGRAM RELATED INVESTMENTS	P	01/01/23	12/31/24
e LIQUIDATION OF PARTNERSHIP INVESTMENTS	P	01/01/23	12/31/24

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 406,511,186.		350,024,332.	56,486,854.
b 3,106,829.		2,236,025.	870,804.
c 55,036,621.		44,100,645.	10,935,976.
d		2,751.	-2,751.
e 1,776,802.		1,776,802.	0.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			56,486,854.
b			870,804.
c			10,935,976.
d			-2,751.
e			0.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	68,290,883.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8		3	0.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	1,051,411.
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3 Add lines 1 and 2	3	1,051,411.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,051,411.
6 Credits/Payments:		
a 2024 estimated tax payments and 2023 overpayment credited to 2024	6a	834,379.
b Exempt foreign organizations - tax withheld at source	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	350,000.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	1,184,379.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	132,968.
11 Enter the amount of line 10 to be: Credited to 2025 estimated tax 132,968. Refunded	11	0.

Part VI-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c	Did the foundation file Form 1120-POL for this year?		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ 0. (2) On foundation managers. \$ _____ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
	If "Yes," attach a detailed description of the activities.		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
	If "Yes," attach the statement required by General Instruction T.		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. <u>SEE STATEMENT 14</u>		
8b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2024 or the tax year beginning in 2024? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
	Website address <u>WWW.CASEYGRANTS.ORG</u>		
14	The books are in care of <u>DANIEL GOULD</u> Telephone no. <u>206-691-3134</u> Located at <u>301 UNION STREET, 2045, SEATTLE, WA</u> ZIP+4 <u>98111</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year		N/A
16	At any time during calendar year 2024, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	X
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	1a(5)	X
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)	X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	X
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2024?	1d	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024?	2a	X
If "Yes," list the years _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	X
b If "Yes," did it have excess business holdings in 2024 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2024.)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2024?	4b	X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		1649520	145196.	28,133.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELIZABETH KHALILI - 301 UNION STREET, #2045, SEATTLE, WA 98111	DIRECTOR OF COMMUNITY GRANTS 40.00	310,777.	57,976.	102.
HANNAH NICHOLS - 301 UNION STREET, #2045, SEATTLE, WA 98111	CHIEF HUMAN RESOURCES OFFICER 40.00	302,848.	57,833.	0.
RICHARD BOSWELL - 301 UNION STREET, #2045, SEATTLE, WA 98111	DIRECTOR OF OPERATIONS 40.00	273,399.	64,090.	1,269.
TYLER SALTIEL - 301 UNION STREET, #2045, SEATTLE, WA 98111	DIRECTOR OF FINANCE 40.00	230,786.	40,695.	0.
CHRISTOPHER PETRELLA - 301 UNION STREET, #2045, SEATTLE, WA 98111	DIR. OF PHILANTHROPIC INITIATIVE 40.00	236,800.	33,059.	0.
Total number of other employees paid over \$50,000				12

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ANGELES INVESTMENT ADVISORS, LLC - 429 SANTA MONICA BLVD, STE 650, SANTA MONICA, CA 90401	INVESTMENT ADVISING	613,967.
BRAVA LEADERS LLC - 3756 W AVENUE 40, STE K #302, LOS ANGELES, CA 90065	EXEC. COACH & STRAT. ADV.	416,078.
THE BANK OF NEW YORK MELLON 240 GREENWICH ST, NEW YORK, NY 10286	INVESTMENT ADVISING	363,770.
CLARK NUBER, PS - 555 110TH AVE NE, SUITE 700, BELLEVUE, WA 98004	ACCOUNTING SERVICES	326,090.
BEYOND ADVISERS, LLC 4826 STANLEY AVE, DOWNERS GROVE, IL 60515	LEGAL SERVICES	239,606.
Total number of others receiving over \$50,000 for professional services		7

Part VIII-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part VIII-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 SEE STATEMENT 16	1,500,000.
2 SEE STATEMENT 17	1,000,000.
3 All other program-related investments. See instructions. SEE STATEMENT 18	873,315.
Total. Add lines 1 through 3	3,373,315.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	521,034,224.
b	Average of monthly cash balances	1b	17,767,580.
c	Fair market value of all other assets (see instructions)	1c	327,210,515.
d	Total (add lines 1a, b, and c)	1d	866,012,319.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	866,012,319.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	12,990,185.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	853,022,134.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	42,651,107.

Part X Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part IX, line 6	1	42,651,107.
2a	Tax on investment income for 2024 from Part V, line 5	2a	1,051,411.
b	Income tax for 2024. (This does not include the tax from Part V.)	2b	185,112.
c	Add lines 2a and 2b	2c	1,236,523.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	41,414,584.
4	Recoveries of amounts treated as qualifying distributions	4	296,842.
5	Add lines 3 and 4	5	41,711,426.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	41,711,426.

Part XI Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	45,223,914.
b	Program-related investments - total from Part VIII-B	1b	3,373,315.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	7,689.
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4	4	48,604,918.

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
1 Distributable amount for 2024 from Part X, line 7				41,711,426.
2 Undistributed income, if any, as of the end of 2024:				
a Enter amount for 2023 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2024:				
a From 2019				
b From 2020				
c From 2021			7,311,712.	
d From 2022			15,015,561.	
e From 2023			6,824,544.	
f Total of lines 3a through e	29,151,817.			
4 Qualifying distributions for 2024 from Part XI, line 4: \$ 48,604,918.				
a Applied to 2023, but not more than line 2a ...			0.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2024 distributable amount				41,711,426.
e Remaining amount distributed out of corpus	6,893,492.			
5 Excess distributions carryover applied to 2024 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	36,045,309.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2023. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	3,853.			
8 Excess distributions carryover from 2019 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2025. Subtract lines 7 and 8 from line 6a	36,041,456.			
10 Analysis of line 9:				
a Excess from 2020				
b Excess from 2021			7,307,859.	
c Excess from 2022			15,015,561.	
d Excess from 2023			6,824,544.	
e Excess from 2024			6,893,492.	

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2024, enter the date of the ruling

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

Table with 5 columns: (a) 2024, (b) 2023, (c) 2022, (d) 2021, (e) Total. Rows include: 2 a Enter the lesser of the adjusted net income...; 2 b 85% (0.85) of line 2a; 2 c Qualifying distributions from Part XI...; 2 d Amounts included in line 2c not used directly for active conduct of exempt activities; 2 e Qualifying distributions made directly for active conduct of exempt activities; 3 Complete 3a, b, or c for the alternative test relied upon; 3 a "Assets" alternative test - enter: (1) Value of all assets; (2) Value of assets qualifying under section 4942(j)(3)(B)(i); 3 b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed; 3 c "Support" alternative test - enter: (1) Total support other than gross investment income; (2) Support from general public and 5 or more exempt organizations; (3) Largest amount of support from an exempt organization; (4) Gross investment income.

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XIV **Supplementary Information** *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
A NEW ERA OF PHILANTHROPY BOOK PROJECT 1825 K STREET NW WASHINGTON, DC 20006		PC	GENERAL OPERATING SUPPORT	15,000.
ACCION OPPORTUNITY FUND COMMUNITY DEVELOPMENT 111 W ST JOHN ST SAN JOSE, CA 95113		PC	GENERAL OPERATING SUPPORT	50,000.
ADDITION COLLECTIVE P.O. BOX 889385 LOS ANGELES, CA 90088-9385		PC	COMMUNITY ORGANIZING	100,000.
ADDITION COLLECTIVE P.O. BOX 889385 LOS ANGELES, CA 90088-9385		PC	COMMUNITY ORGANIZING	51,000.
AFTERGLOW CLIMATE JUSTICE FUND 1536 WYNKOOP ST DENVER, CO 80202-1130		PC	ECONOMIC JUSTICE	250,000.
Total	SEE CONTINUATION SHEET(S)			3a 32,993,061.
b Approved for future payment				
AMALGAMATED CHARITABLE FOUNDATION 1825 K STREET NW WASHINGTON, DC 20006		PC	ADVOCACY	1,500,000.
CHANGE LABS PO BOX 1698 TUBA CITY, AZ 86045		PC	GENERAL OPERATING SUPPORT	375,000.
EQUITY AND TRANSFORMATION 10 WEST 35TH STREET CHICAGO, IL 60616		PC	GENERAL OPERATING SUPPORT	330,000.
Total	SEE CONTINUATION SHEET(S)			3b 7,057,700.

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Rows include B4, B5, and C.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row includes MARGUERITE CASEY ACTION FUND.

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee, Date 11/13/25, Title PRESIDENT & CEO.

Paid Preparer Use Only: Preparer's name JENNIFER BECKER HARRIS, Preparer's signature JENNIFER BECKER HARRIS, Date 11/12/25, Check self-employed, PTIN P00183358, Firm's name CLARK NUBER PS, Firm's EIN 91-1194016, Firm's address 555 110TH AVE NE, SUITE 700 BELLEVUE, WA 98004, Phone no. 425-454-4919.

Form 990-PF, Part VI-B, Line 5d - Expenditure Responsibility Statement

Recipient's Name and Address	NO. 1	Grant Amount	Date of Grant	Amount Expended	Verification Date
AMERICAN SOUTH REAL ESTATE FUND 1281 WESTWOOD BLVD, STE. 200 LOS ANGELES, CA 90024		2,020,727.	12/21/18	2,020,727.	
Purpose of Grant PRI INVESTMENT: TO INVEST IN REAL ESTATE PROJECTS IN 10 SOUTHERN STATES WHICH WILL CREATE WORKFORCE HOUSING, CONSTRUCTION AND PERMANENT JOBS THAT WILL BENEFIT LOW-INCOME COMMUNITIES.					
Date of Reports by Grantee 4/30/19, 7/26/20, 8/28/20, 11/20/20, 4/30/21, 04/26/23, 4/29/24, 4/18/25		Diversions by Grantee NO KNOWN DIVERSION OF ANY PORTION OF THE PRI FUNDS.			
Results of Verification THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE. THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Recipient's Name and Address	NO. 2	Grant Amount	Date of Grant	Amount Expended	Verification Date
VAMOSVENTURES FUND I, LP 745 SOUTH OAKLAND AVENUE PASADENA, CA 91106		900,000.	12/18/20	900,000.	
Purpose of Grant VAMOSVENTURES IS A VENTURE CAPITAL PRI INVESTMENT THAT INVESTS IN EARLY-STAGE, TECH-ENABLED COMPANIES DISMANTLING INEQUITIES ACROSS HEALTHCARE, WEALTH CREATION, FUTURE OF INCOME, AND CLIMATE CHANGE.					
Date of Reports by Grantee 5/14/22, 5/12/23, 5/29/24, 4/30/25		Diversions by Grantee NO KNOWN DIVERSION OF ANY PORTION OF THE PRI FUNDS.			
Results of Verification THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE. THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Form 990-PF, Part VI-B, Line 5d - Expenditure Responsibility Statement

Recipient's Name and Address	NO. 3	Grant Amount	Date of Grant	Amount Expended	Verification Date
CANARY 5 UNION SQUARE WEST #1067 NEW YORK, NY 10003		500,000.	01/01/21	500,000.	
Purpose of Grant CANARY IS AN EQUITY PRI THAT IS COMMITTED TO PROVIDING TIMELY FINANCIAL ASSISTANCE AND THE EVOLUTION OF THE SOCIAL SAFETY NET.					
Date of Reports by Grantee		Diversions by Grantee			
4/27/22, 01/20/23, 8/8/23, 5/21/24, 9/22/25		NO KNOWN DIVERSION OF ANY PORTION OF THE PRI FUNDS.			
Results of Verification THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE. THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Recipient's Name and Address	NO. 4	Grant Amount	Date of Grant	Amount Expended	Verification Date
GENBIOPRO 2215-B RENAISSANCE DRIVE LAS VEGAS, NV 89119		800,000.	12/31/22	800,000.	
Purpose of Grant GENBIOPRO IS A DEBT PRI TO FUND CLINICAL TRIALS TO ESTABLISH ADDITIONAL FOOD AND DRUG ADMINISTRATION APPROVED INDICATIONS FOR THE MEDICATION MIFEPRISTONE IN SUPPORT OF THE CREATION OF AN INTEGRATED AND EXPANDED PORTFOLIO OF REPRODUCTIVE HEALTH PRODUCTS.					
Date of Reports by Grantee		Diversions by Grantee			
9/22/23, 9/03/24, 08/08/25		NO KNOWN DIVERSION OF ANY PORTION OF THE PRI FUNDS.			
Results of Verification THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE. THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Form 990-PF, Part VI-B, Line 5d - Expenditure Responsibility Statement

Recipient's Name and Address	NO. 5	Grant Amount	Date of Grant	Amount Expended	Verification Date
BLACK BAR MITZVAH 450 N ROXBURY DR 8TH FLOOR BEVERLY HILLS, CA 90210		250,000.	10/02/23	250,000.	
Purpose of Grant THE MISSION OF THE BLACK BAR MITZVAH - MCF DEVELOPMENT FUND IS TO GIVE DIVERSE AND EMERGING FILMMAKERS THEIR CHANCE TO WRITE A FEATURE OR MAKE THEIR SHORT FILM, WHILE ENSURING THAT THE PROJECT IS COMPRISED OF DIVERSE POPULATIONS IN FRONT OF THE CAMERA AND BEHIND IT. THIS FUND WILL OPTION INTELLECTUAL PROPERTY, FUND SHORT FILMS, AND FUND THE WRITING OF FEATURE FILM SCRIPTS CREATED BY DIVERSE CREATORS WHO COME FROM UNDERREPRESENTED COMMUNITIES WITHIN THE ENTERTAINMENT SECTOR.					
Date of Reports by Grantee		Diversions by Grantee			
4/03/24, 6/17/25		NO KNOWN DIVERSION OF ANY PORTION OF THE GRANT FUNDS.			
Results of Verification THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE. THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Recipient's Name and Address	NO. 6	Grant Amount	Date of Grant	Amount Expended	Verification Date
EQUITABLE PROSPERITY FUND 25 SYLVAN RD. S, SUITE B WESTPORT, CT 06880		695,199.	06/30/23	695,199.	
Purpose of Grant THE EQUITABLE PROSPERITY FUND IS A GROWTH STAGE IMPACT INVESTMENT FUND DESIGNED TO FILL THE CAPITAL GAP NEEDED TO PROPEL COMMUNITY-CENTRIC ENTERPRISES TO SCALE AND CREATE MEASURABLE IMPACT.					
Date of Reports by Grantee		Diversions by Grantee			
4/12/24, 10/14/25		NO KNOWN DIVERSION OF ANY PORTION OF THE PRI FUNDS.			
Results of Verification THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE. THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Form 990-PF, Part VI-B, Line 5d - Expenditure Responsibility Statement

Recipient's Name and Address	NO. 7	Grant Amount	Date of Grant	Amount Expended	Verification Date
RSE HOLDINGS GROUP INC 600 PENNSYLVANIA AVE SE, #15180 WASHINGTON, DC 20003		1,500,000.	10/31/24	1,500,000.	
Purpose of Grant RSE HOLDINGS GROUP IS A PUBLIC BENEFIT CORPORATION ORGANIZED TO GENERATE WEALTH-BUILDING BUSINESSES AND INCREASE CIVIC ENGAGEMENT AND COMMUNITY EMPOWERMENT.					
Date of Reports by Grantee 8/14/25		Diversions by Grantee NO KNOWN DIVERSION OF ANY PORTION OF THE PRI FUNDS.			
Results of Verification THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE. THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Recipient's Name and Address	NO. 8	Grant Amount	Date of Grant	Amount Expended	Verification Date
THE MODEL Z MODULAR, LLC 1000 E 60TH STREET LOS ANGELES, CA 90001		500,000.	12/31/24	500,000.	
Purpose of Grant MODEL Z IS A MISSION-DRIVEN LLC WORKING TO DEVELOP A NEW MODEL OF AFFORDABLE HOUSING.					
Date of Reports by Grantee 07/31/25		Diversions by Grantee NO KNOWN DIVERSION OF ANY PORTION OF THE PRI FUNDS.			
Results of Verification THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE. THEREFORE, NO INDEPENDENT VERIFICATION OF THE REPORT WAS MADE.					

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AI4ABOLITION 23564 CALABASAS ROAD, SUITE 201 CALABASAS, CA 91302		PC	ADVOCACY	10,000.
ALABAMA COALITION FOR IMMIGRANT JUSTICE UNITED 1826 6TH AVENUE S IRONDALE, AL 35210		PC	GENERAL OPERATING SUPPORT	132,600.
AMERICAN ASSOCIATION OF BLACKS IN HIGHER EDUCATION 1717 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20006		PC	GENERAL OPERATING SUPPORT	15,000.
AMERICAN ASSOCIATION OF BLACKS IN HIGHER EDUCATION 1717 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20006		PC	GENERAL OPERATING SUPPORT	20,000.
AMERICAN NEAR EAST REFUGEE AID INC. 1111 14TH ST NW WASHINGTON, DC 20005-5622		PC	GENERAL OPERATING SUPPORT	517.
AMERICAN NEAR EAST REFUGEE AID INC. 1111 14TH ST NW WASHINGTON, DC 20005-5622		PC	GENERAL OPERATING SUPPORT	207.
APOLLO ELEMENTARY PTA 15025 SE 117TH ST RENTON, WA 98059		PC	GENERAL OPERATING SUPPORT	600.
Total from continuation sheets				32,527,061.

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ARIZONA CENTER FOR EMPOWERMENT 5716 N. 19TH AVENUE PHOENIX, AZ 85015		PC	GENERAL OPERATING SUPPORT	500,000.
ASPEN INSTITUTE 2300 N STREET NW, #700 WASHINGTON, DC 20037-1122		PC	GENERAL OPERATING SUPPORT	10,000.
ASPIRING TEXAS LATINOS ACHIEVING SUCCEEDING TOGETHER 2309 NORTH RIDGE RD. MCKINNEY, TX 75072		PC	GENERAL OPERATING SUPPORT	10,000.
ASOCIACION DE MEXICANOS EN CAROLINA DEL NORTE AMERXCAN 1410 EVANS ST GREENVILLE, NC 27834		PC	GENERAL OPERATING SUPPORT	15,000.
B LAB COMPANY PO BOX 37635 PHILADELPHIA, PA 19101-0635		PC	GENERAL OPERATING SUPPORT	150,000.
BAMA KIDS PO BOX 212 CAMDEN, AL 36726-0212		PC	GENERAL OPERATING SUPPORT	10,000.
BELOVED COMMUNITY CENTER OF GREENSBORO INC PO BOX 875 GREENSBORO, NC 27402		PC	GENERAL OPERATING SUPPORT	15,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BERKELEY ATHLETIC FUND P.O. BOX 11525 BERKELEY, CA 94712		PC	LEADERSHIP DEVELOPMENT	319.
BLACK BAR MITZVAH 450 N ROXBURY DR 8TH FLOOR BEVERLY HILLS, CA 90210-4231		NC	ADVOCACY	125,000.
BLACK LEADERS ORGANIZING FOR COMMUNITIES EDUCATION FUND P.O BOX 889389 LOS ANGELES, CA 90088-9389		PC	COMMUNITY ORGANIZING	500,000.
BLD PWR 5680 HIGHWAY 6 MISSOURI CITY, TX 77459-4188		PC	GENERAL OPERATING SUPPORT	200,000.
BOOKMARKS 634 W 4TH ST #110 WINSTON-SALEM, NC 27101		PC	GENERAL OPERATING SUPPORT	30,000.
BOOKMARKS 634 W 4TH ST #110 WINSTON-SALEM, NC 27101		PC	GENERAL OPERATING SUPPORT	20,000.
BOOKMARKS 634 W 4TH ST #110 WINSTON-SALEM, NC 27101		PC	GENERAL OPERATING SUPPORT	150,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BROOKINGS INSTITUTION 1775 MASSACHUSETTS AVE NW WASHINGTON, DC 20036-2103		PC	GENERAL OPERATING SUPPORT	50,000.
BROWN ISSUES 23564 CALABASAS ROAD, SUITE 201 CALABASAS, CA 91302		PC	LEADERSHIP DEVELOPMENT	50,000.
BUILDING YOUTH TOMORROW TODAY 6377 W ACACIA AVE FRESNO, CA 93723-8943		PC	GENERAL OPERATING SUPPORT	20,000.
BUILDUS 1825 K STREET NW WASHINGTON, DC 20006		PC	ADVOCACY	1,500,000.
CANARY IMPACT LAB 5 UNION SQUARE E #1067 NEW YORK, NY 10003		PC	GENERAL OPERATING SUPPORT	200,000.
CARNEGIE INSTITUTE 4400 FORBES AVE PITTSBURGH, PA 15213		PC	GENERAL OPERATING SUPPORT	3,750.
CASITA COALITION 353 SACRAMENTO ST., 10TH FLOOR SAN FRANCISCO, CA 94111		PC	ECONOMIC JUSTICE	50,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTER FOR ECONOMIC RESEARCH AND SOCIAL CHANGE 800 W BUENA AVE CHICAGO, IL 60613-6230		PC	GENERAL OPERATING SUPPORT	26,000.
CENTER FOR ECONOMIC RESEARCH AND SOCIAL CHANGE 800 W BUENA AVE CHICAGO, IL 60613-6230		PC	GENERAL OPERATING SUPPORT	15,000.
CENTER FOR ECONOMIC RESEARCH AND SOCIAL CHANGE 800 W BUENA AVE CHICAGO, IL 60613-6230		PC	EDUCATION	156,000.
CENTER FOR ECONOMIC RESEARCH AND SOCIAL CHANGE 800 W BUENA AVE CHICAGO, IL 60613-6230		PC	GENERAL OPERATING SUPPORT	25,000.
CENTER FOR ECONOMIC RESEARCH AND SOCIAL CHANGE 800 W BUENA AVE CHICAGO, IL 60613-6230		PC	GENERAL OPERATING SUPPORT	74,000.
CENTER ON RACE AND DIGITAL JUSTICE 3439 SE HAWTHORNE BLVD PORTLAND, OR 97214-5048		PC	EDUCATION	50,000.
CENTRO POR LA JUSTICIA 1416 E. COMMERCE SAN ANTONIO, TX 78205		PC	GENERAL OPERATING SUPPORT	133,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHANGE LABS PO BOX 1698 TUBA CITY, AZ 86045		PC	GENERAL OPERATING SUPPORT	375,000.
COLOROFCHANGE.ORG EDUCATION FUND 1714 FRANKLIN ST STE 100-136 OAKLAND, CA 94612		PC	GENERAL OPERATING SUPPORT	60,000.
COMMON JUSTICE PO BOX 25131 BROOKLYN, NY 11202		PC	GENERAL OPERATING SUPPORT	10,000.
COMMUNITIES UNITED 4600 W PALMER ST. CHICAGO, IL 60639		PC	GENERAL OPERATING SUPPORT	500,000.
CONGREGATIONS ORGANIZED FOR PROPHETIC ENGAGEMENT (COPE) 1505 W. HIGHLAND AVENUE SAN BERNARDINO, CA 92411		PC	GENERAL OPERATING SUPPORT	500,000.
CONGRESSIONAL HISPANIC CAUCUS INSTITUTE, INC. 1128 16TH ST NW WASHINGTON, DC 20036-4802		PC	GENERAL OPERATING SUPPORT	50,000.
CREATIVE JUSTICE 1225 S. WELLER ST, SUITE 400 SEATTLE, WA 98144		PC	ADVOCACY	137,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DAMAYAN MIGRANT WORKERS ASSOCIATION 406 W 40TH ST NEW YORK, NY 10018		PC	GENERAL OPERATING SUPPORT	15,000.
DANIEL MARTINEZ HOSANG 320 YORK ST NEW HAVEN, CT 06511-3627	NONE	I	2024 FREEDOM SCHOLAR AWARD	250,000.
DARRYL CHAPPELL FOUNDATION 1899 L STREET NW WASHINGTON, DC 20036		PC	GENERAL OPERATING SUPPORT	10,000.
DATABLE APP, INC 1410 FRANKLIN ST SAN FRANCISCO, CA 94109		PC	ECONOMIC JUSTICE	20,000.
DEBT COLLECTIVE 40 WEST 37TH STREET NEW YORK, NY 10018		PC	ECONOMIC JUSTICE	350,000.
DEEP SOUTH TODAY 750 WOODLANDS PARKWAY, SUITE 100 RIDGELAND, MS 39157		PC	GENERAL OPERATING SUPPORT	20,000.
DELIVERING FOR AMERICA PO BOX 65826 WASHINGTON, DC 20035		PC	ADVOCACY	150,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DEMOCRACY IN ACTION PO BOX 6452 NEW ORLEANS, LA 70174		PC	GENERAL OPERATING SUPPORT	15,000.
DOWNTOWN WINSTON-SALEM COMMUNITY CINEMA DBA A/PERTURE CINEMA 311 W. 4TH ST. WINSTON-SALEM, NC 27101		PC	GENERAL OPERATING SUPPORT	35,000.
DR HUEY P NEWTON FOUNDATION 1431 WEST ST OAKLAND, CA 94612-1049		PC	GENERAL OPERATING SUPPORT	15,000.
DREAM DEFENDERS P.O. BOX 889385 LOS ANGELES, CA 90088-9385		PC	COMMUNITY ORGANIZING	416,750.
EMERALD CITIES COLLABORATIVE 1660 L STREET NW WASHINGTON, DC 20036		PC	GENERAL OPERATING SUPPORT	200,000.
ENVIRONMENTAL INTEGRITY PROJECT 1000 VERMONT AVE NW WASHINGTON, DC 20005-4903		PC	GENERAL OPERATING SUPPORT	20,000.
EPICWORKS: BUILDING RESILIENT ORGANIZATIONS 1825 K STREET NW WASHINGTON, DC 20006		PC	EDUCATION	200,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EQUITY AND TRANSFORMATION 10 WEST 35TH STREET CHICAGO, IL 60616		PC	GENERAL OPERATING SUPPORT	330,000.
FAIR COUNT PO BOX 170382 ATLANTA, GA 30317		PC	GENERAL OPERATING SUPPORT	50,000.
FAIR FOOD NETWORK 1442 BRUSH ST DETROIT, MI 48226		PC	GENERAL OPERATING SUPPORT	350,000.
FAMILIAS UNIDAS GANANDO ACCESIBILIDAD 2238 EAST GINTER ROAD TUCSON, AZ 85706-5806		PC	ADVOCACY	30,000.
FAMILIES AND FRIENDS OF LOUISIANA'S INCARCERATED CHILDREN (FFLIC) P.O. BOX 56877 NEW ORLEANS, LA 70156		PC	GENERAL OPERATING SUPPORT	214,000.
FEED BUFFALO 465 MASSACHUSETTS AVE BUFFALO, NY 14213		PC	GENERAL OPERATING SUPPORT	10,000.
FEEDING AVERY FAMILIES 189 OLD VALE RD NEWLAND, NC 28657		PC	GENERAL OPERATING SUPPORT	200.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FEEDING AVERY FAMILIES 189 OLD VALE RD NEWLAND, NC 28657		PC	GENERAL OPERATING SUPPORT	700.
FINANCIAL SERVICES STAKEHOLDER PROJECT NFP 2513 N CENTRAL PARK AVE. CHICAGO, IL 60647		PC	GENERAL OPERATING SUPPORT	200,000.
FIRELANDS WORKERS UNITED PO BOX 30669 SEATTLE, WA 98103		PC	COMMUNITY ORGANIZING	353,200.
FLORIDA IMMIGRANT COALITION 561 NE 79TH STREET MIAMI, FL 33138		PC	GENERAL OPERATING SUPPORT	500,000.
FLORIDA RIGHTS RESTORATION COALITION 4081 L. B. MCLEOD RD., STE. C ORLANDO, FL 32811		PC	EDUCATION	500,000.
FLORIDA RISING TOGETHER 10800 BISCAYNE BOULEVARD MIAMI, FL 33161		PC	GENERAL OPERATING SUPPORT	500,000.
FOOT SOLDIERS PARK 519 CHURCH ST SELMA, AL 36701		PC	GENERAL OPERATING SUPPORT	833,333.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FORSYTH TECHNICAL COMMUNITY COLLEGE FOUNDATION, INC. 2100 SILAS CREEK PKWY WINSTON-SALEM, NC 27103		PC	GENERAL OPERATING SUPPORT	50,000.
FREEDOM INC. 2110 LUANN LANE MADISON, WI 53713		PC	GENERAL OPERATING SUPPORT	500,000.
FUERZA UNIDA 710 NEW LAREDO HWY SAN ANTONIO, TX 78211-1932		PC	GENERAL OPERATING SUPPORT	10,000.
FULL SPECTRUM LABS 1625 CLAY ST OAKLAND, CA 94612-1562		PC	ECONOMIC JUSTICE	250,000.
GAZA SCHOLARSHIP INITIATIVE FOR DISPLACED STUDENTS 2651 SAULINO CT DEARBORN, MI 48120		PC	LEADERSHIP DEVELOPMENT	15,000.
GEORGIA LATINO ALLIANCE FOR HUMAN RIGHTS 5115 NEW PEACHTREE RD CHAMBLEE, GA 30341		PC	GENERAL OPERATING SUPPORT	250,000.
GOT GREEN PO BOX 18794 SEATTLE, WA 98118		PC	GENERAL OPERATING SUPPORT	239,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS (GEO) 1310 L STREET NW, #650 WASHINGTON, DC 20005		PC	GENERAL OPERATING SUPPORT	25,000.
GRASSROOTS LEADERSHIP PO BOX 143773 AUSTIN, TX 78714-3773		PC	GENERAL OPERATING SUPPORT	206,250.
GROUNDWORK FUND 1825 K STREET NW WASHINGTON, DC 20006		PC	COMMUNITY ORGANIZING	50,000.
HARTFORD DEPORTATION DEFENSE 142 TEMPLE ST NEW HAVEN, CT 06510-2600		PC	ADVOCACY	15,000.
HISPANIC LEAGUE 114 W. 30TH STREET WINSTON-SALEM, NC 27105		PC	GENERAL OPERATING SUPPORT	25,000.
HUMANE SOCIETY FOR SEATTLE - KING COUNTY 13212 SE EASTGATE WAY BELLEVUE, WA 98005		PC	GENERAL OPERATING SUPPORT	300.
ICA FUND 2044 FRANKLIN ST OAKLAND, CA 90032		PC	GENERAL OPERATING SUPPORT	250,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
IFF 333 S WABASH AVE CHICAGO, IL 60604-4107		PC	GENERAL OPERATING SUPPORT	250,000.
IMPACT EXPERIENCE INSTITUTE 2323 BROADWAY OAKLAND, CA 94612		PC	GENERAL OPERATING SUPPORT	50,000.
IMPACT FINANCE CENTER 1899 L STREET, NW, STE 850 WASHINGTON, DC 20036		PC	ECONOMIC JUSTICE	200,000.
IMPACT GUILD, INC. 446 S. RODEO DRIVE BEVERLY HILLS, CA 90212		PC	GENERAL OPERATING SUPPORT	60,000.
INDUSTRIAL COMMONS 647 HOPEWELL RD MORGANTON, NC 28655-8267		PC	GENERAL OPERATING SUPPORT	350,000.
INNER-CITY MUSLIM ACTION NETWORK 2745 W 63RD ST CHICAGO, IL 60629		PC	GENERAL OPERATING SUPPORT	15,000.
INNER-CITY MUSLIM ACTION NETWORK 2745 W 63RD ST CHICAGO, IL 60629		PC	GENERAL OPERATING SUPPORT	30,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTERFAITH PEACE-BUILDERS PO BOX 73798 WASHINGTON, DC 20056		PC	GENERAL OPERATING SUPPORT	10,000.
INTERRUPTING CRIMINALIZATION 23564 CALABASAS ROAD, SUITE 201 CALABASAS, CA 91302		PC	EDUCATION	15,000.
JUST FUTURES IMPACT 6218 GEORGIA AVE NW WASHINGTON, DC 20011-5125		PC	GENERAL OPERATING SUPPORT	125,000.
JUSTICE CATALYST ACCESS FUND INC 937 BELMONT AVE CHARLOTTESVILLE, VA 22902-5905		PC	GENERAL OPERATING SUPPORT	500,000.
KAPPA COMMUNITY DEVELOPMENT FOUNDATION PO BOX 838 COLLEGE PARK, MD 20741		PC	GENERAL OPERATING SUPPORT	10,000.
KAZI SABEEL A. RAHMAN 230 ASHLAND PL BROOKLYN, NY 11217-1137	NONE	I	2024 FREEDOM SCHOLAR AWARD	250,000.
KC TENANTS 620 EAST ARMOUR BOULEVARD KANSAS CITY, MO 64109		PC	GENERAL OPERATING SUPPORT	474,300.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KENTUCKY COALITION PO BOX 1450 LONDON, KY 40743		PC	GENERAL OPERATING SUPPORT	500,000.
KENWOOD OAKLAND COMMUNITY ORGANIZATION 4242 S COTTAGE GROVE AVENUE CHICAGO, IL 60653		PC	GENERAL OPERATING SUPPORT	250,000.
KINSTON TEENS 327 N QUEEN ST KINSTON, NC 28501-4984		PC	GENERAL OPERATING SUPPORT	15,000.
KIOO PROJECT 242 E 25TH ST NO. 7B NEW YORK, NY 10010-3146		PC	GENERAL OPERATING SUPPORT	1,000.
LATINO COMMUNITY FOUNDATION 235 MONTGOMERY STREET, SUITE 1160 SAN FRANCISCO, CA 94104		PC	GENERAL OPERATING SUPPORT	30,000.
LATINO COMMUNITY FOUNDATION 235 MONTGOMERY STREET, SUITE 1160 SAN FRANCISCO, CA 94104		PC	GENERAL OPERATING SUPPORT	300,000.
LATINO COMMUNITY FOUNDATION 235 MONTGOMERY STREET, SUITE 1160 SAN FRANCISCO, CA 94104		PC	GENERAL OPERATING SUPPORT	50,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LEADERS IGNITING TRANSFORMATION EDUCATION FUND PO BOX 510500 MILWAUKEE, WI 53202		PC	COMMUNITY ORGANIZING	500,000.
LIBERATION VENTURES 1438 WEBSTER ST OAKLAND, CA 94612-3206		PC	GENERAL OPERATING SUPPORT	25,000.
LIBERATION VENTURES 1438 WEBSTER ST OAKLAND, CA 94612-3206		PC	GENERAL OPERATING SUPPORT	1,575.
LOOK2JUSTICE 3009 N 10TH ST TACOMA, WA 98406-6301		PC	GENERAL OPERATING SUPPORT	25,000.
LOWER MUSCOGEE CREEK TRIBE EAST OF THE MISSISSIPPI INC. 107 TALL PINE DRIVE WHIGHAM, GA 39897		PC	GENERAL OPERATING SUPPORT	10,000.
MAESTRA 55 WASHINGTON ST SUITE 300 BROOKLYN, NY 11201		PC	ADVOCACY	25,000.
MAINE PEOPLE'S RESOURCE CENTER 565 CONGRESS STREET, SUITE 200 PORTLAND, ME 04101		PC	GENERAL OPERATING SUPPORT	400,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MAMAS COLLECTIVE 4300 N CALIFORNIA AVE CHICAGO, IL 60618		PC	COMMUNITY ORGANIZING	15,000.
MARTHA'S TABLE 2375 ELVANS ROAD SE WASHINGTON, DC 20020		PC	GENERAL OPERATING SUPPORT	30,000.
MIJENTE SUPPORT COMMITTEE 734 W. POLK STREET PHOENIX, AZ 85007		PC	GENERAL OPERATING SUPPORT	250,000.
MORE PERFECT UNION FOUNDATION PO BOX 8147 ALEXANDRIA, VA 22306		PC	GENERAL OPERATING SUPPORT	150,000.
MORE PERFECT UNION FOUNDATION PO BOX 8147 ALEXANDRIA, VA 22306		PC	GENERAL OPERATING SUPPORT	500,000.
MORE PERFECT UNION FOUNDATION PO BOX 8147 ALEXANDRIA, VA 22306		PC	GENERAL OPERATING SUPPORT	35,000.
MORE PERFECT UNION FOUNDATION PO BOX 8147 ALEXANDRIA, VA 22306		PC	GENERAL OPERATING SUPPORT	15,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MUSLIM ADVOCATES P.O. BOX 34440 WASHINGTON, DC 20043		PC	GENERAL OPERATING SUPPORT	15,000.
MUSLIM WELLNESS FOUNDATION 21 S. 11TH STREET PHILADELPHIA, PA 19107		PC	GENERAL OPERATING SUPPORT	25,000.
NADINE NABER 601 S MORGAN ST CHICAGO, IL 60607	NONE	I	2024 FREEDOM SCHOLAR AWARD	250,000.
NAEVA 7906 MENAUL BLVD NE ALBUQUERQUE, NM 87110		PC	GENERAL OPERATING SUPPORT	250,000.
NATALIE DIAZ ROSS-BLAKLEY HALL 341 PO BOX 871401 TEMPE, AZ 85287-1401	NONE	I	2024 FREEDOM SCHOLAR AWARD	250,000.
NATIONAL BOOK FOUNDATION 90 BROAD ST NEW YORK, NY 10004		PC	GENERAL OPERATING SUPPORT	100,000.
NATIVE AMERICANS IN PHILANTHROPY 1140 3RD STREET NE, 2ND FLOOR WASHINGTON, DC 20002		PC	GENERAL OPERATING SUPPORT	20,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIVE ARTS AND CULTURES FOUNDATION 1020 SE 7TH AVE PORTLAND, OR 97214-2387		PC	GENERAL OPERATING SUPPORT	20,000.
NDN COLLECTIVE 408 KNOLLWOOD DR RAPID CITY, SD 57701-2837		PC	GENERAL OPERATING SUPPORT	50,000.
NISKANEN CENTER 1201 NEW YORK AVE NW WASHINGTON, DC 20002-1618		PC	GENERAL OPERATING SUPPORT	50,000.
ODMH URBAN RENEWAL, LLC. 1536 WYNKOOP ST DENVER, CO 80202-1130		PC	ECONOMIC JUSTICE	25,000.
OL EDUCATION FUND 344 4TH STREET SW ALBUQUERQUE, NM 87102		PC	GENERAL OPERATING SUPPORT	250,000.
OMOWALE PROJECT INC 65 BURNSIDE DR HASTINGS-ON-HUDSON, NY 10706-3002		PC	GENERAL OPERATING SUPPORT	100,000.
ONE DC P.O. BOX 26049 WASHINGTON, DC 20001		PC	GENERAL OPERATING SUPPORT	8,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ORGANIZING NEIGHBORHOODS FOR EQUALITY: NORTHSIDE 4750 N SHERIDAN RD CHICAGO, IL 60640		PC	GENERAL OPERATING SUPPORT	250,000.
OXFORD AMERICAN LITERACY PROJECT 120 IRBY HALL 201 DONAGHEY AVE CONWAY, AR 72035		PC	GENERAL OPERATING SUPPORT	25,000.
PASHKO 412 MAIN ST EAGLE BUTTE, SD 57625		PC	ECONOMIC JUSTICE	250,000.
PAY OUR INTERNS 1001 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20004-2505		PC	GENERAL OPERATING SUPPORT	200.
PEOPLE FIRST OF WASHINGTON PO BOX 11953 OLYMPIA, WA 98508		PC	GENERAL OPERATING SUPPORT	65,000.
PEOPLE'S BUDGET BIRMINGHAM 1907 5TH STREET S BIRMINGHAM, AL 35205		PC	COMMUNITY ORGANIZING	400,000.
PEOPLE'S LOBBY EDUCATION INSTITUTE 2229 S MICHIGAN AVE CHICAGO, IL 60616		PC	GENERAL OPERATING SUPPORT	138,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PHOENIX INDIAN CENTER 4041 N CENTRAL AVE PHOENIX, AZ 85012-3314		PC	GENERAL OPERATING SUPPORT	40,000.
PIVOT PATH 1565B E TRINITY BLVD MONTGOMERY, AL 36106-2923		PC	GENERAL OPERATING SUPPORT	10,000.
POWER COALITION FOR EQUITY AND JUSTICE 4930 WASHINGTON AVENUE BATON ROUGE, LA 70125		PC	COMMUNITY ORGANIZING	418,750.
PRISON AND NEIGHBORHOOD ARTS-EDUCATION PROJECT 800 W BUENA AVE CHICAGO, IL 60613-1612		PC	GENERAL OPERATING SUPPORT	5,000.
PRISON AND NEIGHBORHOOD ARTS-EDUCATION PROJECT 800 W BUENA AVE CHICAGO, IL 60613-1612		PC	GENERAL OPERATING SUPPORT	10,000.
PUENTE HUMAN RIGHTS MOVEMENT PO BOX 21837 PHOENIX, AZ 85036		PC	GENERAL OPERATING SUPPORT	212,500.
REDF IMPACT INVESTING FUND 801 S GRAND AVE LOS ANGELES, CA 90014		PC	GENERAL OPERATING SUPPORT	250,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
REGENERACIN 2238 EAST GINTER ROAD TUCSON, AZ 85706-5806		PC	LEADERSHIP DEVELOPMENT	20,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA AT BERKELEY 1995 UNIVERSITY AVE BERKELEY, CA 94704-1070		GOV	LEADERSHIP DEVELOPMENT	25,000.
RURAL PEOPLE'S PLATFORM PO BOX 1452 WINTHROP, WA 98862		PC	GENERAL OPERATING SUPPORT	22,500.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET ST SAN FRANCISCO, CA 94103-1600		PC	EDUCATION	780.
SAN JOSE PUBLIC LIBRARY FOUNDATION P.O. BOX 611540 SAN JOSE, CA 95161		PC	GENERAL OPERATING SUPPORT	25,000.
SCHOLARS FOR SOCIAL JUSTICE 3411 WEST DIVERSEY AVENUE, SUITE 20 CHICAGO, IL 60647		PC	COMMUNITY ORGANIZING	1,500,000.
SCHOTT FOUNDATION FOR PUBLIC EDUCATION ONE MIFFLIN PLACE CAMBRIDGE, MA 02138		PC	GENERAL OPERATING SUPPORT	50,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SEATTLE ARTS AND LECTURES 340 15TH AVE E SEATTLE, WA 98112		PC	GENERAL OPERATING SUPPORT	250,000.
SEATTLE ARTS AND LECTURES 340 15TH AVE E SEATTLE, WA 98112		PC	GENERAL OPERATING SUPPORT	664.
SOLUTIONS NOT PUNISHMENT COLLABORATIVE 23564 CALABASAS ROAD, SUITE 201 CALABASAS, CA 91302		PC	COMMUNITY ORGANIZING	250,000.
SOMOS SIEMBRA 801 NEW GARDEN RD GREENSBORO, NC 27410		PC	GENERAL OPERATING SUPPORT	200,000.
SOMOS UN PUEBLO UNIDO 1804 ESPINACITAS STREET SANTA FE, NM 87505		PC	GENERAL OPERATING SUPPORT	250,000.
SOMOS VOTANTES EDUCATION FUND 114 N MAIN STREET CONCORD, NH 03301		PC	COMMUNITY ORGANIZING	30,000.
SOUTHERNERS ON NEW GROUND 1201 WEST PEACHTREE STREET SUITE 2300 ATLANTA, GA 30309		PC	GENERAL OPERATING SUPPORT	418,750.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTHERNERS ON NEW GROUND 1201 WEST PEACHTREE STREET SUITE 2300 ATLANTA, GA 30309		PC	GENERAL OPERATING SUPPORT	50,000.
SOUTHSIDERS ORGANIZED FOR UNITY AND LIBERATION 11211 SOUTH ST LAWRENCE STREET CHICAGO, IL 60627		PC	GENERAL OPERATING SUPPORT	268,000.
SOUTHWEST GEORGIA PROJECT FOR COMMUNITY EDUCATION 1216 DAWSON ROAD ALBANY, GA 31707		PC	GENERAL OPERATING SUPPORT	400,500.
SOWEGA RISING 521 W. 3RD AVE ALBANY, GA 31701		PC	GENERAL OPERATING SUPPORT	98,750.
STATE DEMOCRACY DEFENDERS FUND 114 N MAIN STREET CONCORD, NH 03301		PC	ADVOCACY	350,000.
STATEWIDE ORGANIZING FOR COMMUNITY EMPOWERMENT RESOURCE PROJECT P. O. BOX 12667 KNOXVILLE, TN 37912		PC	GENERAL OPERATING SUPPORT	80,000.
STUDENT TUTORING & ENRICHMENT PROGRAM 120 OLD LETOHATCHEE RD HAYNEVILLE, AL 36040-2740		PC	GENERAL OPERATING SUPPORT	10,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SUNNYSIDE UNIFIED SCHOOL DISTRICT FOUNDATION INC 2238 EAST GINTER ROAD TUCSON, AZ 85706-5806		PC	ECONOMIC JUSTICE	10,000.
SURGE NORTHWEST 1225 S. WELLER ST, SUITE 400 SEATTLE, WA 98144		PC	ADVOCACY	91,000.
SV ARCHIVE DBA SCARECROW VIDEO 5030 ROOSEVELT WAY NE SEATTLE, WA 98105		PC	GENERAL OPERATING SUPPORT	618.
SV ARCHIVE DBA SCARECROW VIDEO 5030 ROOSEVELT WAY NE SEATTLE, WA 98105		PC	GENERAL OPERATING SUPPORT	400.
TENANT UNION FEDERATION 90 NEW MONTGOMERY ST- SUITE 1015 SAN FRANCISCO, CA 94105-3468		PC	ECONOMIC JUSTICE	35,000.
TENANT UNION FEDERATION 90 NEW MONTGOMERY ST- SUITE 1015 SAN FRANCISCO, CA 94105-3468		PC	ECONOMIC JUSTICE	300,000.
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION (TIRRC) 3310 EZELL RD NASHVILLE, TN 37211		PC	GENERAL OPERATING SUPPORT	900,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION (TIRRC) 3310 EZELL RD NASHVILLE, TN 37211		PC	GENERAL OPERATING SUPPORT	50,000.
TEWA WOMEN UNITED PO BOX 397 SANTA CRUZ, NM 87567		PC	GENERAL OPERATING SUPPORT	250,000.
TEXAS ORGANIZING PROJECT EDUCATION FUND PO BOX 120296 SAN ANTONIO, TX 78212		PC	GENERAL OPERATING SUPPORT	418,750.
THE BLOC LOVE FOUNDATION 990 DUTTON AVE SAN LEANDRO, CA 94577-2157		PC	GENERAL OPERATING SUPPORT	20,000.
THE HANA CENTER 4300 N CALIFORNIA AVE CHICAGO, IL 60618		PC	GENERAL OPERATING SUPPORT	500,000.
THE HIGHLAND PROJECT 71 W 85TH ST NEW YORK, NY 10024-4115		PC	GENERAL OPERATING SUPPORT	10,000.
THE INTERCEPT MEDIA INC. 15 WEST 38TH STREET UNIT 636 NEW YORK, NY 10008-9201		PC	GENERAL OPERATING SUPPORT	1,200.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE LAUNDROMAT PROJECT INC. 1476 FULTON STREET BROOKLYN, NY 11216		PC	GENERAL OPERATING SUPPORT	15,600.
THE SHOCKOE FOUNDATION 1717 E CARY ST RICHMOND, VA 23223		PC	EDUCATION	150,000.
THE WINSTON-SALEM FOUNDATION 751 W FOURTH STREET WINSTON-SALEM, NC 27101		PC	GENERAL OPERATING SUPPORT	25,000.
TOWN OF FORT DEPOSIT 751 EDGEWOOD DRIVE FORT DEPOSIT, AL 36032		GOV	GENERAL OPERATING SUPPORT	10,000.
TRIAD CULTURAL ARTS, INC P.O. BOX 20041 WINSTON-SALEM, NC 27120		PC	GENERAL OPERATING SUPPORT	30,000.
TRINITY COLLEGE 300 SUMMIT ST HARTFORD, CT 06106		PC	COMMUNITY ORGANIZING	150,000.
TRUST NEIGHBORHOODS 1737 WALNUT ST KANSAS CITY, MO 64108		PC	GENERAL OPERATING SUPPORT	350,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNEMPLOYED WORKERS UNITED CLASI, 77 SANDS ST, #6 BROOKLYN, NY 11201		PC	COMMUNITY ORGANIZING	500,000.
UNITED TODAY, STRONGER TOMORROW 1536 U ST NW WASHINGTON, DC 20009		PC	LEADERSHIP DEVELOPMENT	200,000.
UNIVERSITY OF VERMONT HEALTH NETWORK HOME HEALTH & HOSPICE 1110 PRIM ROAD COLCHESTER, VT 05446-6403		PC	ECONOMIC JUSTICE	1,998.
VC INCLUDE P.O. BOX 889385 LOS ANGELES, CA 90088-9385		PC	ECONOMIC JUSTICE	150,000.
VILLAGE ACADEMIES 35 W 124TH ST NEW YORK, NY 10027-5634		PC	GENERAL OPERATING SUPPORT	7,500.
WASHINGTON COMMUNITY ACTION NETWORK EDUCATION AND RESEARCH FUND (WASHINGTON 1806 E YESLER WAY SEATTLE, WA 98122		PC	GENERAL OPERATING SUPPORT	250,000.
WASHINGTON IMMIGRANT SOLIDARITY NETWORK 2420 4TH AVE S SEATTLE, WA 98134		PC	LEADERSHIP DEVELOPMENT	223,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WE ARE DOWN HOME PO BOX 10671 GREENSBORO, NC 27404		PC	GENERAL OPERATING SUPPORT	50,000.
WE ARE DOWN HOME PO BOX 10671 GREENSBORO, NC 27404		PC	GENERAL OPERATING SUPPORT	250,000.
WORKERS LAB 1111 BROADWAY OAKLAND, CA 94607		PC	GENERAL OPERATING SUPPORT	150,000.
WORKMONEY FOUNDATION INC 790 N MILWAUKEE ST MILWAUKEE, WI 53202		PC	GENERAL OPERATING SUPPORT	350,000.
WORKSHOP 1536 U ST NW WASHINGTON, DC 20009		PC	LEADERSHIP DEVELOPMENT	155,209.
WORKSHOP 1536 U ST NW WASHINGTON, DC 20009		PC	LEADERSHIP DEVELOPMENT	150,000.
WORKSHOP 1536 U ST NW WASHINGTON, DC 20009		PC	LEADERSHIP DEVELOPMENT	144,791.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3b Grants and Contributions Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FAIR FOOD NETWORK 1442 BRUSH ST DETROIT, MI 48226		PC	GENERAL OPERATING SUPPORT	350,000.
ICA FUND 2044 FRANKLIN ST OAKLAND, CA 90032		PC	GENERAL OPERATING SUPPORT	250,000.
IFF 333 S WABASH AVE CHICAGO, IL 60604-4107		PC	GENERAL OPERATING SUPPORT	250,000.
INDUSTRIAL COMMONS 647 HOPEWELL RD MORGANTON, NC 28655-8267		PC	GENERAL OPERATING SUPPORT	350,000.
JUSTICE CATALYST ACCESS FUND INC 937 BELMONT AVE CHARLOTTESVILLE, VA 22902-5905		PC	GENERAL OPERATING SUPPORT	500,000.
KC TENANTS 620 EAST ARMOUR BOULEVARD KANSAS CITY, MO 64109		PC	GENERAL OPERATING SUPPORT	263,500.
KC TENANTS 620 EAST ARMOUR BOULEVARD KANSAS CITY, MO 64109		PC	GENERAL OPERATING SUPPORT	158,100.
Total from continuation sheets				4,852,700.

Part XIV Supplementary Information (continued)

3b Grants and Contributions Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
KC TENANTS 620 EAST ARMOUR BOULEVARD KANSAS CITY, MO 64109		PC	GENERAL OPERATING SUPPORT	158,100.
MOVEMENT STRATEGY CENTER 1625 CLAY ST OAKLAND, CA 94612-1562		PC	ECONOMIC JUSTICE	250,000.
REDF IMPACT INVESTING FUND 801 S GRAND AVE LOS ANGELES, CA 90014		PC	GENERAL OPERATING SUPPORT	250,000.
SEATTLE ARTS AND LECTURES 340 15TH AVE E SEATTLE, WA 98112		PC	GENERAL OPERATING SUPPORT	250,000.
SOUTHSIDERS ORGANIZED FOR UNITY AND LIBERATION 11211 SOUTH ST LAWRENCE STREET CHICAGO, IL 60627		PC	GENERAL OPERATING SUPPORT	268,000.
STATEWIDE ORGANIZING FOR COMMUNITY EMPOWERMENT RESOURCE PROJECT P. O. BOX 12667 KNOXVILLE, TN 37912		PC	GENERAL OPERATING SUPPORT	80,000.
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION (TIRRC) 3310 EZELL RD NASHVILLE, TN 37211		PC	GENERAL OPERATING SUPPORT	300,000.
Total from continuation sheets				

Part XIV Supplementary Information (continued)

3b Grants and Contributions Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION (TIRRC) 3310 EZELL RD NASHVILLE, TN 37211		PC	GENERAL OPERATING SUPPORT	300,000.
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION (TIRRC) 3310 EZELL RD NASHVILLE, TN 37211		PC	GENERAL OPERATING SUPPORT	500,000.
TIDES CENTER P.O. BOX 889385 LOS ANGELES, CA 90088-9385		PC	LEADERSHIP DEVELOPMENT	25,000.
TRUST NEIGHBORHOODS 1737 WALNUT ST KANSAS CITY, MO 64108		PC	GENERAL OPERATING SUPPORT	350,000.

Total from continuation sheets

FORM 990-PF

OTHER INCOME

STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME FROM PARTNERSHIP INVESTMENTS	0.	-1,032,335.	0.
DEFERRED TAX BENEFIT	509,714.	0.	0.
PRI INCOME	-550,954.	204,873.	-550,954.
IRS REFUND	406.	0.	0.
REFUNDS	387.	0.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	-40,447.	-827,462.	-550,954.

FORM 990-PF

LEGAL FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	70,104.	27,305.	0.	36,644.
TO FM 990-PF, PG 1, LN 16A	70,104.	27,305.	0.	36,644.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND AUDITING FEES	376,615.	101,872.	0.	230,242.
TO FORM 990-PF, PG 1, LN 16B	376,615.	101,872.	0.	230,242.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	6,993,838.	1,793,980.	0.	0.
CONSULTANTS	1,338,561.	0.	0.	1,682,400.
INFO SYSTEMS SERVICES	80,997.	0.	0.	69,711.
COMMUNICATIONS AND EVENT PRODUCTION CONSULTING	521,077.	0.	0.	655,006.
TO FORM 990-PF, PG 1, LN 16C	8,934,473.	1,793,980.	0.	2,407,117.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BUSINESS TAXES	905.	905.	0.	0.
STATE TAXES	17,532.	0.	0.	0.
UNRELATED BUSINESS INCOME TAXES	200,000.	0.	0.	0.
FOREIGN TAXES	262,256.	289,910.	0.	0.
TO FORM 990-PF, PG 1, LN 18	480,693.	290,815.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LICENSES	1,511.	0.	0.	1,511.
POSTAGE	4,961.	0.	0.	4,632.
DUES & SUBSCRIPTION	148,619.	0.	0.	130,395.
INSURANCE	55,682.	0.	0.	56,317.
BANK FEES	1,334.	1,334.	0.	0.
SUPPLIES & EQUIPMENT	171,465.	0.	0.	144,718.
TRAINING	391,242.	0.	0.	373,164.
TEMPORARY SERVICES	103,396.	0.	0.	94,783.
FIDUCIARY EXPENSES	206,611.	0.	0.	237,560.
CHARITABLE SPONSORSHIPS AND MEMBERSHIPS	1,346,294.	0.	0.	1,131,294.
OTHER CHARITABLE PROGRAMS	770,000.	0.	0.	657,500.
EXPENSES FROM PROGRAM RELATED INVESTMENTS	0.	2,867.	0.	127,983.
PARTNERSHIP INVESTMENT EXPENSES	0.	6,692,806.	0.	0.
TO FORM 990-PF, PG 1, LN 23	3,201,115.	6,697,007.	0.	2,959,857.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT OBLIGATIONS	X		68,817,443.	68,817,443.
TOTAL U.S. GOVERNMENT OBLIGATIONS			68,817,443.	68,817,443.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			68,817,443.	68,817,443.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BLACKROCK	8,511.	8,511.
APERIO	112,144,994.	112,144,994.
HAVEN GLOBAL INTERNATIONAL EQUITY	23,699,927.	23,699,927.
VSQUARE GLOBAL RACIAL	142,198,533.	142,198,533.
VSQUARE US RACIAL JUSTICE STRATEGY	102,184,109.	102,184,109.
TOTAL TO FORM 990-PF, PART II, LINE 10B	380,236,074.	380,236,074.

FORM 990-PF

CORPORATE BONDS

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
U.S. BONDS	58,453,198.	58,453,198.
TOTAL TO FORM 990-PF, PART II, LINE 10C	58,453,198.	58,453,198.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ARC CAPITAL PARTNERS FUND I (ARC URBAN FUND)	FMV	5,292,811.	5,292,811.
ARTEMIS REAL ESTATE FUND III LP	FMV	3,856,049.	3,856,049.
ARTEMIS REAL ESTATE FUND IV LP	FMV	3,942,706.	3,942,706.
ARTEMIS REAL ESTATE PARTNERS INCOME AND GROWTH SIDECAR FUND LP	FMV	7,533,843.	7,533,843.
ASB ALLEGIANCE REAL ESTATE FUND LP	FMV	20,711,029.	20,711,029.

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BARINGS CORE PROPERTY FUND LP	FMV	22,847,615.	22,847,615.
BLACK IMPACT NON OZ 1 LP	FMV	9,574,490.	9,574,490.
COMUNIDAD PARTNERS SIMFA PARALLEL I LP	FMV	3,517,122.	3,517,122.
GATEWAY REAL ESTATE FUND VI LP	FMV	2,940,173.	2,940,173.
GREENOAK US FUND III LP	FMV	3,992,598.	3,992,598.
GSO ENERGY SELECT OPPORTUNITY FUND LP	FMV	319,509.	319,509.
LONE STAR REAL ESTATE FUND IV LP	FMV	1,581,703.	1,581,703.
LONE STAR REAL ESTATE FUND V LP	FMV	514,758.	514,758.
OAKTREE POWER OPPORTUNITIES FUND V LP	FMV	5,111,453.	5,111,453.
ROSE AFFORDABLE HOUSING PRESERVATION FUND V LP	FMV	4,427,002.	4,427,002.
ROSE AFFORDABLE HOUSING PRESERVATION FUND VI LP	FMV	1,351,438.	1,351,438.
SCULPTOR REAL ESTATE FUND IV LP	FMV	4,254,844.	4,254,844.
VISTRIA HOUSING FUND LP	FMV	10,798,666.	10,798,666.
TURNER HEALTHCARE II	FMV	2,125,535.	2,125,535.
URBAN VISION FUND	FMV	4,503,432.	4,503,432.
ADAMS STREET PARTNERSHIP FUND 2007 NON US FUND LP	FMV	52,689.	52,689.
ADAMS STREET 2008 DIRECT FUND LP	FMV	316,033.	316,033.
ADAMS STREET PARTNERSHIP FUND - 2008 NON-US FUND LP	FMV	72,085.	72,085.
ADAMS STREET PARTNERSHIP FUND 2008 US FUND LP	FMV	328,742.	328,742.
ADAMS STREET 2011 US FUND LP	FMV	7,649,134.	7,649,134.
ADAMS STREET CO-INVESTMENT FUND III A LP	FMV	3,766,068.	3,766,068.
AUTHENTIC VENTURES II LP	FMV	563,447.	563,447.
BAIN CAPITAL FUND XII LP	FMV	8,020,026.	8,020,026.
BASE10 ADVANCEMENT INITIATIVE II GP LLC	FMV	3,907,592.	3,907,592.
BROOKFIELD CAPITAL PARTNERS FUND IV	FMV	3,913,173.	3,913,173.
CARRICK CAPITAL PARTNERS FUND III LP	FMV	7,552,385.	7,552,385.
CARRICK CAPITAL PARTNERS FUND IV LP	FMV	12,622,776.	12,622,776.
CARRICK CAPITAL PARTNERS FUND IV - PREPAID CAPITAL	FMV	626,573.	626,573.
CB OFFSHORE EQUITY FUND IX LP	FMV	5,216,327.	5,216,327.
CLEARLAKE CAPITAL PARTNERS IV LP	FMV	5,582,134.	5,582,134.
CLEARLAKE CAPITAL PARTNERS V LP	FMV	8,544,143.	8,544,143.
CLEARLAKE CAPITAL PARTNERS VI LP	FMV	4,394,668.	4,394,668.
CLEARLAKE CAPITAL PARTNERS VII LP	FMV	5,935,600.	5,935,600.
CLEARLAKE CAPITAL PARTNERS VIII LP	FMV	423,066.	423,066.
CRESSEY AND COMPANY FUND VI LP	FMV	5,559,920.	5,559,920.
DBL PARTNERS IV LP	FMV	8,815,165.	8,815,165.
DUNES POINT CAPITAL II	FMV	6,689,372.	6,689,372.
GEORGIAN PARTNERS GROWTH FUND (INTL) V LP	FMV	6,001,474.	6,001,474.
GEORGIAN GROWTH FUND (INTL) VI LP	FMV	6,125,047.	6,125,047.
GREEN EQUITY INVESTORS VII LP	FMV	5,295,761.	5,295,761.
HARBOURVEST PTNRS VIII-CAYMAN BUYOUT FUND LP	FMV	60,660.	60,660.
HARBOURVEST PTNRS VIII-CAYMAN	FMV		
MEZZANINE AND DISTRESSED DEBT FUND LP		67,894.	67,894.

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HARBOURVEST PTNRS VIII-CAYMAN VENTURE FUND LP	FMV	3,409,490.	3,409,490.
ILLUMEN CAPITAL II LP	FMV	585,915.	585,915.
IMB PARTNERS SBIC I, LP	FMV	277,596.	277,596.
IMPACT AMERICA FUND III LP	FMV	332,122.	332,122.
INCLUDE VENTURES FUND I LP	FMV	1,763,279.	1,763,279.
INCLUDE VENTURES FUND I LP - PREPAID CAPITAL	FMV	148,678.	148,678.
KAPOR CAPITAL III LP	FMV	1,118,055.	1,118,055.
LEERINK TRANSFORMATION FUND I LP	FMV	5,010,618.	5,010,618.
LITTLEJOHN FUND VI LP	FMV	5,386,491.	5,386,491.
LONGITUDE VENTURE PARTNERS IV LP	FMV	5,974,757.	5,974,757.
LONGITUDE VENTURE PARTNERS V LP	FMV	712,851.	712,851.
MAC VENTURE CAPITAL 2019 LP	FMV	12,425,627.	12,425,627.
MAC VENTURE CAPITAL II LP	FMV	5,894,549.	5,894,549.
MAC VENTURE CAPITAL III LP	FMV	821,536.	821,536.
MARLIN EQUITY FUND V-A LP	FMV	7,979,291.	7,979,291.
MARLIN HERITAGE II-A LP	FMV	1,480,651.	1,480,651.
NEW VOICES FUND II LP	FMV	3,316,151.	3,316,151.
RCP FUND VII FEEDER LTD	FMV	41,449.	41,449.
RED ARTS CAPITAL OPPORTUNITY FUND I LP	FMV	7,338,343.	7,338,343.
RIVERWOOD CAPITAL PARTNERS III LP	FMV	6,677,329.	6,677,329.
RUTHLESS FOR GOOD FUND I LP	FMV	200,512.	200,512.
STEPSTONE VC MICRO III LP	FMV	4,528,968.	4,528,968.
ULU VENTURES FUND III LP	FMV	1,642,261.	1,642,261.
ULU VENTURES FUND IV LP	FMV	774,943.	774,943.
VIDA VENTURES III LP	FMV	1,008,949.	1,008,949.
VISTA EQUITY PARTNERS FUND VI	FMV	4,824,885.	4,824,885.
VISTA EQUITY PARTNERS FUND VII	FMV	5,288,754.	5,288,754.
VISTA FOUNDATION FUND IV LP	FMV	4,516,081.	4,516,081.
WINDROSE HEALTH INVESTORS V LP	FMV	8,014,555.	8,014,555.
TOTAL TO FORM 990-PF, PART II, LINE 13		338,793,416.	338,793,416.

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

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	100,983.	89,400.	11,583.
FURNITURE	16,952.	16,952.	0.
EQUIPMENT	68,610.	57,427.	11,183.
TOTAL TO FM 990-PF, PART II, LN 14	186,545.	163,779.	22,766.

FORM 990-PF

OTHER ASSETS

STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
AMERICAN SOUTH REAL ESTATE FUND	1,515,060.	1,350,792.	1,350,792.
CANARY	500,000.	500,000.	500,000.
VAMOS VENTURES	557,236.	830,576.	830,576.
NOTE RECEIVABLE FROM SELF-HELP VENTURES FUND	955,717.	968,990.	968,990.
NOTE RECEIVABLE FROM MORE PERFECT UNION	245,025.	247,500.	247,500.
NOTE RECEIVABLE FROM NAYA	647,594.	651,551.	651,551.
NOTE RECEIVABLE FROM GENBIOPRO	781,469.	785,937.	785,937.
RIGHT-OF-USE ASSETS	700,990.	392,614.	392,614.
NOTE RECEIVABLE FROM UPSTART CO-LAB	0.	636,257.	636,257.
NOTE RECEIVABLE FROM RSE - HOLDINGS GROUP	0.	1,267,001.	1,267,001.
EQUITABLE PROSPERITY FUND	478,796.	311,112.	311,112.
MODEL Z	0.	500,000.	500,000.
INTEREST & DIVIDENDS RECEIVABLE	587,231.	32,659.	32,659.
TO FORM 990-PF, PART II, LINE 15	6,969,118.	8,474,989.	8,474,989.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	2,341,701.	1,831,987.
OPERATING LEASE LIABILITIES	833,293.	469,472.
TOTAL TO FORM 990-PF, PART II, LINE 22	3,174,994.	2,301,459.

FORM 990-PF

LIST OF STATES RECEIVING COPY OF RETURN

STATEMENT 14

STATES

WA, AL, AK, AR, AZ, CA, CO, CT, DE, FL, GA, HI, ID, IL, IN, IA, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, MT, NE, NV, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, SD, TN, TX, UT, VT, VA, WV, WI, WY

FORM 990-PF

PART VII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CARMEN ROJAS 301 UNION STREET, #2045 SEATTLE, WA 98111	PRESIDENT & CEO 40.00	752,641.	64,137.	0.
DANIEL GOULD 301 UNION STREET, #2045 SEATTLE, WA 98111	VP OF INVESTMENTS & OPERATIONS 40.00	486,879.	81,059.	448.
IAN FULLER 301 UNION STREET, #2045 SEATTLE, WA 98111	CHAIR 4.00	40,000.	0.	3,056.
MEGAN MING FRANCIS 301 UNION STREET, #2045 SEATTLE, WA 98111	VICE-CHAIR 3.00	40,000.	0.	3,043.
ELLIS CARR 301 UNION STREET, #2045 SEATTLE, WA 98111	TREASURER 3.00	40,000.	0.	98.
RAMI NASHASHIBI 301 UNION STREET, #2045 SEATTLE, WA 98111	SECRETARY 3.00	40,000.	0.	0.
STACEY ABRAMS 301 UNION STREET, #2045 SEATTLE, WA 98111	DIRECTOR 2.00	35,000.	0.	3,521.
CHAD BOETTCHER 301 UNION STREET, #2045 SEATTLE, WA 98111	DIRECTOR 3.00	17,500.	0.	1,754.
JULIAN CASTRO 301 UNION STREET, #2045 SEATTLE, WA 98111	DIRECTOR 2.00	37,500.	0.	3,971.
JANEEN COMENOTE 301 UNION STREET, #2045 SEATTLE, WA 98111	DIRECTOR 2.00	40,000.	0.	0.

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THOMAS SMITH
301 UNION STREET, #2045
SEATTLE, WA 98111

DIRECTOR
0.50

10,000.

0.

502.

MARISA FRANCO
301 UNION STREET, #2045
SEATTLE, WA 98111

DIRECTOR
2.00

35,000.

0.

6,694.

RASHAD ROBINSON
301 UNION STREET, #2045
SEATTLE, WA 98111

DIRECTOR
2.00

35,000.

0.

0.

JACKIE THOMAS
301 UNION STREET, #2045
SEATTLE, WA 98111

DIRECTOR
3.00

40,000.

0.

5,046.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VII

1,649,520.

145,196.

28,133.

FORM 990-PF

SUMMARY OF PROGRAM-RELATED INVESTMENTS

STATEMENT 16

DESCRIPTION

RSE HOLDINGS GROUP: RSE HOLDINGS GROUP IS A PUBLIC BENEFIT CORPORATION ORGANIZED TO GENERATE WEALTH-BUILDING BUSINESSES AND INCREASE CIVIC ENGAGEMENT AND COMMUNITY EMPOWERMENT IN THE SOUTH.

AMOUNT

TO FORM 990-PF, PART VIII-B, LINE 1

1,500,000.

DESCRIPTION

IMPACTASSETS INC: LOAN TO A DESIGNATED FUND OF IMPACTASSETS TO DEMONSTRATE THE POTENTIAL OF THE CREATIVE ECONOMY TO DELIVER MARKET-RATE FINANCIAL RETURNS, AND ELEVATE THE ROLE THE CREATIVE ECONOMY CAN PLAY IN ADVANCING IMPACT GOALS.

AMOUNT

TO FORM 990-PF, PART VIII-B, LINE 2

1,000,000.

FORM 990-PF

OTHER PROGRAM-RELATED INVESTMENTS

STATEMENT 18

DESCRIPTIONAMOUNT

THE MODEL Z MODULAR, LLC: MODEL Z IS A MISSION-DRIVEN LLC WORKING TO DEVELOP A NEW MODEL OF AFFORDABLE HOUSING.

500,000.

DESCRIPTIONAMOUNT

VAMOSVENTURES FUND: VAMOSVENTURES IS A VENTURE CAPITAL FUND THAT PROVIDES CAPITAL AND PARTNERSHIP TO EARLY-STAGE TEAMS SOLVING REAL PROBLEMS THROUGH SCALABLE, TECH-DRIVEN COMPANIES.

200,000.

DESCRIPTIONAMOUNT

EQUITABLE PROSPERITY FUND: THE EQUITABLE PROSPERITY FUND IS A GROWTH STAGE IMPACT INVESTMENT FUND DESIGNED TO FILL THE CAPITAL GAP TO PROPEL COMMUNITY-CENTRIC ENTERPRISES TO SCALE AND CREATE MEASURABLE IMPACT.

141,015.

DESCRIPTIONAMOUNT

AMERICAN SOUTH REAL ESTATE FUND: THE AMERICAN SOUTH REAL ESTATE FUND INVESTS IN REAL ESTATE PROJECTS IN 10 SOUTHERN STATES TO CREATE WORKFORCE HOUSING AND JOBS THAT WILL BENEFIT LOW-INCOME COMMUNITIES.

32,300.

TOTAL TO FORM 990-PF, PART VIII-B, LINE 3

873,315.

990-PF

INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS
PART XVI, LINE 1, COLUMN (D)

STATEMENT 19

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

MARGUERITE CASEY ACTION FUND

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

REIMBURSEMENT FOR COST OF SHARED SERVICES.

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

MARGUERITE CASEY ACTION FUND

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

NOTE RECEIVABLE

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

MARGUERITE CASEY ACTION FUND

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

SHARED FACILITIES AND EMPLOYEES

990-PF

AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS
PART XVI, LINE 2, COLUMN (C)

STATEMENT 20

NAME OF AFFILIATED OR RELATED ORGANIZATION

MARGUERITE CASEY ACTION FUND

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

MARGUERITE CASEY FOUNDATION IS THE FOUNDER OF THE MARGUERITE CASEY ACTION FUND AND THEY WILL HAVE A CONTINUING RELATIONSHIP THROUGH A SHARED SERVICES AGREEMENT.