

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**2015**

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation WALTON FAMILY FOUNDATION, INC.		A Employer identification number 13-3441466						
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1860	Room/suite	B Telephone number (see instructions) (479) 464-1570						
City or town, state or province, country, and ZIP or foreign postal code BENTONVILLE, AR 72712		C If exemption application is pending, check here. <input type="checkbox"/> D 1. Foreign organizations, check here. <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/> Initial return</td><td><input type="checkbox"/> Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/> Final return</td><td><input type="checkbox"/> Amended return</td></tr> <tr><td><input type="checkbox"/> Address change</td><td><input type="checkbox"/> Name change</td></tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 3,139,570,977.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)						

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)				
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	848,890,855.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	306,457.	306,457.		ATCH 1
4 Dividends and interest from securities	73,009,348.	73,009,348.		ATCH 2
5a Gross rents	63.	63.		
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	145,218,934.			
b Gross sales price for all assets on line 6a 541,132,279.				
7 Capital gain net income (from Part IV, line 2)		145,218,934.		
8 Net short-term capital gain.				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) ATCH 3	-1,607,426.	715,644.		
12 Total. Add lines 1 through 11	1,065,818,231.	219,250,446.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	10,061,762.			10,061,762.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) ATCH 4	579,780.			579,780.
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) [5]	12,722,007.	2,985,285.		9,736,722.
17 Interest . ATCH 6	132,670.	132,670.		
18 Taxes (attach schedule) (see instructions) [7]	6,955,845.	1,702,066.		5,608.
19 Depreciation (attach schedule) and depletion	228,973.			
20 Occupancy	470,498.			470,498.
21 Travel, conferences, and meetings	1,062,110.			1,062,110.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 8	6,334,672.	5,563,714.		770,958.
24 Total operating and administrative expenses. Add lines 13 through 23.	38,548,317.	10,383,735.		22,687,438.
25 Contributions, gifts, grants paid	373,533,421.			373,533,421.
26 Total expenses and disbursements. Add lines 24 and 25	412,081,738.	10,383,735.	0.	396,220,859.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	653,736,493.			
b Net investment income (if negative, enter -0-)		208,866,711.		
c Adjusted net income (if negative, enter -0-)				



Department of Treasury
Internal Revenue Service
Ogden UT 84201

Notice	CP211A
Tax period	December 31, 2015
Notice date	September 5, 2016
Employer ID number	13-3441466
To contact us	Phone 1-877-829-5500 FAX 801-620-5555

Page 1 of 1

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WALTON FAMILY FOUNDATION INC
% CRAVATH SWAINE AND MOORE
PO BOX 1860
BENTONVILLE AR 72712-1860

083148

Important information about your December 31, 2015 Form 990PF

We approved your Form 8868, Application for Extension of Time To File an Exempt Organization Return

We approved the Form 8868 for your
December 31, 2015 Form 990PF.

Your new due date is November 15, 2016.

What you need to do

File your December 31, 2015 Form 990PF by November 15, 2016. We encourage you to use electronic filing—the fastest and easiest way to file.

Visit www.irs.gov/charities to learn about approved e-file providers, what types of returns can be filed electronically, and whether you are required to file electronically.

Additional information

- Visit www.irs.gov/cp211a.
- For tax forms, instructions, and publications, visit www.irs.gov or call 1-800-TAX-FORM (1-800-829-3676).
- Keep this notice for your records.

If you need assistance, please don't hesitate to contact us.



Department of Treasury
Internal Revenue Service
Ogden UT 84201

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WALTON FAMILY FOUNDATION INC
% CRAVATH SWAINE AND MOORE
PO BOX 1860
BENTONVILLE AR 72712-1860



124677

Notice	CP211A
Tax period	December 31, 2015
Notice date	June 6, 2016
Employer ID number	13-3441466
To contact us	Phone 1-877-829-5500 FAX 801-620-5555

Page 1 of 1

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Additional information

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	474,866.	669,022.	669,022.
	2 Savings and temporary cash investments	456,092.	175,647.	175,647.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	1,244,381.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable.			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ *		* 106,965,772.	ATCH 9
	Less: allowance for doubtful accounts ▶	110,200,496.	106,965,772.	106,965,772.
	8 Inventories for sale or use.			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations (attach schedule). .			
	b Investments - corporate stock (attach schedule) ATCH 10	5,957,098.	362,671,841.	357,930,106.
	c Investments - corporate bonds (attach schedule).			
	Liabilities	11 Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶		
12 Investments - mortgage loans.				
13 Investments - other (attach schedule) ATCH 11		1,881,283,377.	2,170,374,376.	2,657,544,493.
14 Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶		1,745,793.		
15 Other assets (describe ▶ ATCH 12)		3,525,419.	15,202,444.	15,202,464.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,003,406,082.	2,657,142,575.	3,139,570,977.
17 Accounts payable and accrued expenses				
18 Grants payable.				
19 Deferred revenue.				
20 Loans from officers, directors, trustees, and other disqualified persons. .				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund.			
	29 Retained earnings, accumulated income, endowment, or other funds . .	2,003,406,082.	2,657,142,575.	
	30 Total net assets or fund balances (see instructions)	2,003,406,082.	2,657,142,575.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,003,406,082.	2,657,142,575.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return).	1	2,003,406,082.
2 Enter amount from Part I, line 27a.	2	653,736,493.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,657,142,575.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,657,142,575.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., 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 SEE PART IV SCHEDULE			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	145,218,934.
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 Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	394,300,471.	2,597,708,894.	0.151788
2013	341,018,210.	2,232,307,798.	0.152765
2012	444,256,794.	1,837,258,450.	0.241804
2011	511,185,281.	1,439,043,491.	0.355226
2010	571,450,633.	2,115,700,930.	0.270100

2 Total of line 1, column (d)	2	1.171683
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.234337
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,801,736,199.
5 Multiply line 4 by line 3	5	656,550,456.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,088,667.
7 Add lines 5 and 6	7	658,639,123.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	410,097,588.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.		1	4,177,334.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2.		3	4,177,334.
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	4,177,334.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015.	6a	4,800,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c		
d Backup withholding erroneously withheld	6d	6,819.	
7 Total credits and payments. Add lines 6a through 6d.	7	4,806,819.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
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	629,485.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 629,485. Refunded <input type="checkbox"/> <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file 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. <input type="checkbox"/> \$ _____ (2) On foundation managers. <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> AR, DE, <input type="checkbox"/>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . SEE ATTCH 21	X	

Form **990-PF** (2015)

PART VI, PAGE 4, LINE 6d - SUPPORT FOR BACKUP WITHHOLDING ERRONEOUSLY WITHHELD**BOX 11, CODE C - SECTION 1256 CONTRACTS & STRADDLES**

NET SECTION 1256 GAIN (LOSS) FROM INVESTMENT ACTIVITIES	(40,576)
(1040 FILERS ENTER ON FORM 6781, LINE 1, GAIN COL. C (LOSS) COL. B)	
TOTAL SECTION 1256 CONTRACTS & STRADDLES	<u>(40,576)</u>

BOX 13, CODE H - INVESTMENT INTEREST EXPENSE

INVESTMENT INTEREST EXPENSE RELATED TO INVESTING ACTIVITIES	67,657
TOTAL INVESTMENT INTEREST EXPENSE	<u>67,657</u>

BOX 13, CODE K - DEDUCTIONS - PORTFOLIO (2% FLOOR)

MANAGEMENT FEE EXPENSE	824,295
OTHER DEDUCTIONS - PORTFOLIO (2% FLOOR)	102,776
TOTAL DEDUCTIONS - PORTFOLIO (2% FLOOR)	<u>927,071</u>

BOX 15, CODE P - OTHER CREDITS

U.S. WITHHOLDING TAX	6,819
TOTAL OTHER CREDITS	<u>6,819</u>

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	Yes	No
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) <u>ATCH 13</u>	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.WALTONFAMILYFOUNDATION.ORG</u>	13	X	
14	The books are in care of <u>ROBERT A. SMITH</u> Telephone no. <u>479-464-1570</u> Located at <u>P.O. BOX 2030 BENTONVILLE, AR</u> ZIP+4 <u>72712</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. <u>15</u>			
16	At any time during calendar year 2015, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <u>ATCH 14</u>	16	X	

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

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

	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <u>Organizations relying on a current notice regarding disaster assistance check here</u> <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	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 2015?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**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))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** ☒Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **SEE ATCH 23 - 107.** ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive **any** proceeds or have **any** net income attributable to the transaction? **7b** ☐**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(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
ATCH 15		10,061,762.	0.	0.

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

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

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

Form 990-PF (2015)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 16		4,557,786.
Total number of others receiving over \$50,000 for professional services		41

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NOT APPLICABLE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

	Amount
1 LOCAL INITIATIVES SUPPORT CORPORATION - TO PROVIDE FINANCING FOR CHARTER SCHOOL FACILITIES	1,000,000.
2 PRESBYTERIAN CHURCH - PROVIDE FUNDING FOR CHURCH FACILITIES	66,724.
All other program-related investments. See instructions.	
3 ALL OTHER CHARITABLE LOANS	76,000.
Total. Add lines 1 through 3	1,142,724.

Form 990-PF (2015)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,738,297,702.
b	Average of monthly cash balances	1b	105,702,530.
c	Fair market value of all other assets (see instructions).	1c	402,000.
d	Total (add lines 1a, b, and c)	1d	2,844,402,232.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,844,402,232.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	42,666,033.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,801,736,199.
6	Minimum investment return. Enter 5% of line 5	6	140,086,810.

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

1	Minimum investment return from Part X, line 6	1	140,086,810.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	4,177,334.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,177,334.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	135,909,476.
4	Recoveries of amounts treated as qualifying distributions	4	4,758,578.
5	Add lines 3 and 4	5	140,668,054.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	140,668,054.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	396,220,859.
b	Program-related investments - total from Part IX-B	1b	1,142,724.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	12,734,005.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	410,097,588.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	410,097,588.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				140,668,054.
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only.				
b Total for prior years: 20 <u>13</u> , 20 <u>12</u> , 20 <u>11</u>				
3 Excess distributions carryover, if any, to 2015:				
a From 2010	572,092,619.			
b From 2011	511,657,517.			
c From 2012	445,058,667.			
d From 2013	341,018,210.			
e From 2014	394,300,471.			
f Total of lines 3a through e	2,264,127,484.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ <u>410,097,588.</u> *				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)	410,097,588.			
d Applied to 2015 distributable amount.				
e Remaining amount distributed out of corpus.	140,668,054.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				140,668,054.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,533,557,018.			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
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				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016.				
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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	431,424,565.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	2,102,132,453.			
10 Analysis of line 9:				
a Excess from 2011	511,657,517.			
b Excess from 2012	445,058,667.			
c Excess from 2013	341,018,210.			
d Excess from 2014	394,300,471.			
e Excess from 2015	410,097,588.			

* SEE ATTCH 108

Form **990-PF** (2015)

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

NOT APPLICABLE

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 2015, 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year

Prior 3 years

(e) Total

(a) 2015

(b) 2014

(c) 2013

(d) 2012

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

S. ROBSON WALTON, ALICE L. WALTON

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.

N/A

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

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

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

ATCH 17

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

ATCH 18

c Any submission deadlines:

N/A

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

N/A

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
a <i>Paid during the year</i> SEE ATTCH 19 & 22				
Total			▶ 3a	373,533,421.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
▼	

JSA
5E1492 1.000

WALTON FAMILY FOUNDATION, INC.
FORM 990-PF
13-3441466
DECEMBER 31, 2015

PART IV. CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST	PROCEEDS	NET GAIN/(LOSS)
NORTHERN TRUST -COMMON TRUST FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	74,034,831	78,046,653	4,011,822
NORTHERN TRUST - R1000	VARIOUS STOCKS	VARIOUS	VARIOUS	38,270,026	56,826,412	18,556,386
NORTHERN TRUST - AJO GLOBAL	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	54,054,362	50,694,015	(3,360,347)
QM COMMON EAFE FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	8,891,285	7,490,574	(1,400,711)
QM COMMON EMERGING MARKET EQUITY FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	181,952	(3,261,948)	(3,443,900)
NORTHERN TRUST - R50	VARIOUS STOCKS	VARIOUS	VARIOUS	41,839,523	55,523,209	13,683,686
NTGI FRONTIER MARKET COMMON FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	203,415	(1,101,221)	(1,304,636)
ARIEL FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	14,144,340	15,423,470	1,279,130
TIMES SQUARE	VARIOUS STOCKS	VARIOUS	VARIOUS	18,305,605	20,601,570	2,295,965
NORTHERN TRUST - GS	VARIOUS BONDS	VARIOUS	VARIOUS	88,973,807	88,983,197	9,390
GOLDMAN SACHS - PUT FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	24,503,031	28,100,104	3,597,073
GOLDMAN SACHS - CALL FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	22,058,776	24,912,943	2,854,167
PASS-THROUGH GAIN/LOSS	VARIOUS	VARIOUS	VARIOUS	-	10,367,171	10,367,171
WALMART STOCK	1,794,248 SHARES	VARIOUS	11/15/15	10,452,392	108,526,130	98,073,738
PART 1, COLUMN A, LINES 6a & 6b				395,913,345	541,132,279	145,218,934

Underpayment of Estimated Tax by Corporations

OMB No. 1545-0123

2015▶ Attach to the corporation's tax return.
▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

Name WALTON FAMILY FOUNDATION, INC.	Employer identification number 13-3441466
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Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1 Total tax (see instructions)	1	4,177,334.
2a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
c Credit for federal tax paid on fuels (see instructions)	2c	
d Total. Add lines 2a through 2c	2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty.	3	4,177,334.
4 Enter the tax shown on the corporation's 2014 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	2,379,590.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	2,379,590.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

- | | | |
|----------|-------------------------------------|---|
| 6 | <input type="checkbox"/> | The corporation is using the adjusted seasonal installment method. |
| 7 | <input checked="" type="checkbox"/> | The corporation is using the annualized income installment method. |
| 8 | <input checked="" type="checkbox"/> | The corporation is a "large corporation" figuring its first required installment based on the prior year's tax. |

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9 05/15/2015	06/15/2015	09/15/2015	12/15/2015
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	10 276,968.	933,749.	816,110.	
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11 450,000.	850,000.	750,000.	2,750,000.
Complete lines 12 through 18 of one column before going to the next column.				
12 Enter amount, if any, from line 18 of the preceding column	12	173,032.	89,283.	23,173.
13 Add lines 11 and 12	13	1,023,032.	839,283.	2,773,173.
14 Add amounts on lines 16 and 17 of the preceding column	14			
15 Subtract line 14 from line 13. If zero or less, enter -0-	15 450,000.	1,023,032.	839,283.	2,773,173.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16			
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17			
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18 173,032.	89,283.	23,173.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.

Form **2220** (2015)

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). (Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2015 and before 7/1/2015	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365}$ x 3%	22	\$	\$	\$
23 Number of days on line 20 after 6/30/2015 and before 10/1/2015	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365}$ x 3%	24	\$	\$	\$
25 Number of days on line 20 after 9/30/2015 and before 1/1/2016	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365}$ x 3%	26	\$	\$	\$
27 Number of days on line 20 after 12/31/2015 and before 4/1/2016	27			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{366}$ x 3%	28	\$	\$	\$
29 Number of days on line 20 after 3/31/2016 and before 7/1/2016	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{366}$ x 3%	30	\$	\$	\$
31 Number of days on line 20 after 6/30/2016 and before 10/1/2016	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{366}$ x 3%	32	\$	\$	\$
33 Number of days on line 20 after 9/30/2016 and before 1/1/2017	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{366}$ x 3%	34	\$	\$	\$
35 Number of days on line 20 after 12/31/2016 and before 2/16/2017	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{365}$ x 3%	36	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns	38	\$		

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Part II Annualized Income Installment Method

		(a) First <u>2</u> months	(b) First <u>3</u> months	(c) First <u>6</u> months	(d) First <u>9</u> months
20 Annualization periods (see instructions) . . .	20				
21 Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items).	21	9,232,253.	30267931.	67560895.	74300080.
22 Annualization amounts (see instructions) . . .	22	6.00000	4.00000	2.00000	1.33333
23 a Annualized taxable income. Multiply line 21 by line 22	23a	55393518.	121071724.	135121790.	99066526.
b Extraordinary items (see instructions)	23b				
c Add lines 23a and 23b.	23c	55393518.	121071724.	135121790.	99066526.
24 Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	1,107,870.	2,421,434.	2,702,436.	1,981,331.
25 Enter any alternative minimum tax for each payment period (see instructions).	25				
26 Enter any other taxes for each payment period (see instructions)	26				
27 Total tax. Add lines 24 through 26	27	1,107,870.	2,421,434.	2,702,436.	1,981,331.
28 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions).	28				
29 Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	1,107,870.	2,421,434.	2,702,436.	1,981,331.
30 Applicable percentage	30	25%	50%	75%	100%
31 Multiply line 29 by line 30	31	276,968.	1,210,717.	2,026,827.	1,981,331.

Part III Required Installments

Note: Complete lines 32 through 38 of one column before completing the next column.

		1st installment	2nd installment	3rd installment	4th installment
32 If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31.	32	276,968.	1,210,717.	2,026,827.	1,981,331.
33 Add the amounts in all preceding columns of line 32 (see instructions).	33		276,968.	1,210,717.	2,026,827.
34 Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	34	276,968.	933,749.	816,110.	
35 Enter 25% of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter.	35	594,898.	1,493,769.	1,044,334.	1,044,334.
36 Subtract line 38 of the preceding column from line 37 of the preceding column.	36		317,930.	877,950.	1,106,174.
37 Add lines 35 and 36	37	594,898.	1,811,699.	1,922,284.	2,150,508.
38 Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions).	38	276,968.	933,749.	816,110.	

Form **2220** (2015)

Depreciation and Amortization

(Including Information on Listed Property)

OMB No. 1545-0172

2015

Department of the Treasury
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Information about Form 4562 and its separate instructions is at www.irs.gov/form4562.Attachment
Sequence No. 179

Name(s) shown on return

WALTON FAMILY FOUNDATION, INC.

Identifying number

13-3441466

Business or activity to which this form relates

GENERAL DEPRECIATION

Part I Election To Expense Certain Property Under Section 179**Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions).	1	
2	Total cost of section 179 property placed in service (see instructions).	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29.	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2014 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2016. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	75,149.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2015	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2015 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property	SEE	15,850.	3.000	HY	DDB	5,283.
b 5-year property	DETAIL	261,019.	5.000	HY	DDB	52,204.
c 7-year property		601,822.	7.000	HY	DDB	90,284.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	

Section C - Assets Placed in Service During 2015 Tax Year Using the Alternative Depreciation System

20a Class life	SEE	169,405.	7.5YRS		S/L	1,883.
b 12-year	DETAIL		12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	4,170.
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	228,973.
23	For assets shown above, and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed?		X Yes		No		24b If "Yes," is the evidence written?		X Yes		No	
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost			
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)								25			
26 Property used more than 50% in a qualified business use:								SEE LISTED PROPERTY DETAIL			
		%									
		%									
		%									
27 Property used 50% or less in a qualified business use:											
		%				S/L -					
		%				S/L -					
		%				S/L -					
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1.								28		4,170.	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1.								29			

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles), . . .						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		X
39 Do you treat all use of vehicles by employees as personal use?		X
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		X
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		X

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2015 tax year (see instructions):					
43 Amortization of costs that began before your 2015 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

Walton Family Foundation
Depreciation Schedule
as December 31, 2015

Asset Description	Asset Class	Service Date	Cost	Basis for Depreciation	Beginning Acc. Dep.	Current Year Depreciation	Ending Acc. Dep.	Depreciation Method	Life (yrs.)
Binding System	Office Equipment	05/08/2008	687	687	687	0	687	200DB	7
Office Printer	Computer Equipment	09/04/2008	709	709	709	0	709	200DB	5
Computer Equipment	Computer Equipment	09/04/2008	4,611	4,611	4,611	0	4,611	200DB	5
Office Furniture	Furniture and fixtures	09/18/2008	22,115	22,115	21,016	733	21,749	200DB	7
Computer Equipment	Computer Equipment	09/25/2008	4,771	4,771	4,771	0	4,771	200DB	5
Video Conference Equipment	Computer Equipment	12/11/2008	36,750	36,750	36,750	0	36,750	200DB	5
DC Office Furniture	Furniture and fixtures	12/11/2008	1,432	1,432	1,359	49	1,408	200DB	7
DC Office Lighting	Furniture and fixtures	12/23/2008	4,297	4,297	4,074	149	4,223	200DB	7
DC Office Furniture	Furniture and fixtures	12/23/2008	1,920	1,920	1,821	66	1,887	200DB	7
Computer Equipment	Computer Equipment	03/19/2009	8,389	8,389	8,389	0	8,389	200DB	5
Computer Equipment	Computer Equipment	03/19/2009	13,017	13,017	13,017	0	13,017	200DB	5
Computer Equipment	Computer Equipment	05/21/2009	11,526	11,526	11,526	0	11,526	200DB	5
Computer Equipment	Computer Equipment	06/18/2009	76,485	76,485	76,485	0	76,485	200DB	5
Computer Equipment	Computer Equipment	07/23/2009	8,508	8,508	8,508	0	8,508	200DB	5
Furniture and Fixtures	Furniture and fixtures	08/26/2009	11,130	11,130	9,972	695	10,667	200DB	7
Computer Equipment	Computer Equipment	04/15/2010	2,017	2,017	1,856	107	1,963	200DB	5
Computer Equipment	Computer Equipment	05/06/2010	32,699	32,699	30,009	1,794	31,803	200DB	5
Office Cubicles	Furniture and fixtures	05/20/2010	8,283	8,283	6,343	739	7,082	200DB	7
Furnitures and Fixtures	Furniture and fixtures - DC	06/18/2010	2,863	2,863	2,192	255	2,448	200DB	7
Computer Equipment	Computer Equipment	07/22/2010	3,455	3,455	3,157	197	3,354	200DB	5
Computer Equipment	Computer Equipment	12/16/2010	10,818	10,818	9,883	623	10,506	200DB	5
Mic System for BOD Meetings	Office Equipment	08/04/2011	28,882	28,882	23,890	3,328	27,218	200DB	5
Copier/Fax/Scan	Office Equipment	09/02/2011	7,299	7,299	6,038	841	6,879	200DB	5
HP DL360 G7 Server Sharepoint	Computer Equipment	11/16/2011	4,687	4,687	4,080	405	4,485	200DB	5
Office Furniture - DC	Furniture and fixtures - DC	11/16/2011	13,892	13,892	9,842	1,033	10,875	200DB	7
Dell 10k SAS Drives	Computer Equipment	02/24/2012	27,658	27,658	19,693	3,186	22,879	200DB	5
Office Furniture - Bentonville	Furniture and fixtures	02/29/2012	3,088	3,088	1,737	386	2,123	200DB	7
Office Furniture - Denver	Furniture and fixtures	10/04/2012	38,215	38,215	21,486	4,780	26,266	200DB	7
Video Conferencing Equip	Office Equipment	10/04/2012	14,523	14,523	10,340	1,673	12,014	200DB	5
Leasehold Imp. - Denver	Leasehold Imp. - Denver	11/30/2012	4,350	4,350	1,813	870	2,683	SL	5
Portable Microphones	Office Equipment	12/13/2012	2,499	2,499	1,779	288	2,067	200DB	5
Denver Office Video Conferencing Equip.	Office Equipment	2/14/2013	18,137	18,137	9,431	3,482	12,914	200DB	5
Sharepoint 2013/SQL Server/Windows Server	Computer Software	3/14/2013	8,667	8,667	6,741	1,284	8,025	200DB	3
HP Server - Bentonville	Computer Equipment	3/14/2013	3,989	3,989	2,074	766	2,840	200DB	5
Office Furniture - NJ	Furniture and Fixtures	10/24/2013	15,157	15,157	5,877	2,651	8,529	200DB	7
Office Furniture - Denver	Furniture and Fixtures	11/14/2013	11,968	11,968	4,641	2,093	6,734	200DB	7
Office Wiring	Leasehold Imp. - Denver	02/01/2013	6,542	6,542	2,505	1,308	3,813	SL	5
NJ Office Video Conferencing Equipment	Office Equipment	12/19/2013	17,911	17,911	9,314	3,439	12,753	200DB	5
Office Furniture - Denver	Furniture and fixtures - Denver	01/09/2014	11,967	11,967	1,710	2,931	4,640	200DB	7
Office Furniture - DC	Furniture and fixtures - DC	01/09/2014	5,220	5,220	746	1,278	2,024	200DB	7
Video Conferencing System - Mic Units (5)	Computer Equipment	01/23/2014	4,324	4,324	865	1,384	2,248	200DB	5
Electrical Work - New Jersey	Leasehold Imp. - New Jersey	01/23/2014	3,408	3,408	682	682	1,363	SL	5
Office Furniture - NJ	Furniture and fixtures - New Jersey	02/06/2014	8,616	8,616	1,231	2,110	3,341	200DB	7
Dell - Server	Computer Equipment	04/03/2014	15,652	15,652	3,130	5,009	8,139	200DB	5
Dell - Data Center	Computer Equipment	04/03/2014	27,435	27,435	5,487	8,779	14,266	200DB	5
Conference Table and Chairs - Denver	Furniture and fixtures - Denver	10/09/2014	5,644	5,644	806	1,382	2,188	200DB	7
File Server	Computer Equipment	11/06/2014	5,916	5,916	1,183	1,893	3,076	200DB	5
Server for Video Conferencing	Computer Equipment	11/13/2014	7,626	7,626	1,525	2,440	3,966	200DB	5
Video Conferencing System	Computer Equipment	12/04/2014	31,372	31,372	6,274	10,039	16,313	200DB	5
Expense Connect	Computer Software	06/15/2015	8,000	8,000		2,667	2,667	200DB	3
Video Equipment - Yearly Maintenance	Computer Software	08/13/2015	7,850	7,850		2,617	2,617	200DB	3
DC SX 10 Video Unit	Computer Equipment	04/20/2015	3,715	3,715		743	743	200DB	5
Gooseneck Microphone	Computer Equipment	05/01/2015	2,861	2,861		572	572	200DB	5
Installation/Training	Computer Equipment	05/01/2015	32,407	32,407		6,481	6,481	200DB	5
New Building Equipment	Computer Equipment	05/01/2015	156,763	156,763		31,353	31,353	200DB	5
Video Conferencing Solution - Microphone Mixer	Computer Equipment	05/01/2015	3,026	3,026		605	605	200DB	5

Walton Family Foundation
Depreciation Schedule
as December 31, 2015

Asset Description	Asset Class	Service Date	Cost	Basis for Depreciation	Beginning Acc. Dep.	Current Year Depreciation	Ending Acc. Dep.	Depreciation Method	Life (yrs.)
Copier - Workroom	Office Equipment	05/14/2015	9,850	9,850		1,970	1,970	200DB	5
Video Unit - Denver	Computer Equipment	08/07/2015	3,715	3,715		743	743	200DB	5
West Conference Room	Computer Equipment	10/01/2015	34,888	34,888		6,978	6,978	200DB	5
Furniture - Midtown Expansion - West	Furniture and Fixtures	10/01/2015	1,936	1,936		387	387	200DB	7
One Vision Solutions	Computer Equipment	11/01/2015	956	956		191	191	200DB	5
Video Equipment - New Jersey	Computer Equipment	11/01/2015	5,377	5,377		1,075	1,075	200DB	5
Refrigerator - New Jersey	Office Equipment	11/01/2015	956	956		191	191	200DB	5
Video Equipment - New Jersey	Computer Equipment	11/01/2015	6,507	6,507		1,301	1,301	200DB	5
Conference Room Table - Bridge	Furniture and Fixtures	05/01/2015	46,464	46,464		6,638	6,638	200DB	7
Credenza	Furniture and Fixtures	05/01/2015	4,577	4,577		654	654	200DB	7
Conference Room Chairs (40)	Furniture and Fixtures	05/01/2015	45,653	45,653		6,522	6,522	200DB	7
Quiet Room Chair - Tablet Arm	Furniture and Fixtures	05/01/2015	1,279	1,279		183	183	200DB	7
Collaboration Room Chairs - Tablet Arms (6)	Furniture and Fixtures	05/01/2015	11,078	11,078		1,583	1,583	200DB	7
Conference Room Table - Corner	Furniture and Fixtures	05/01/2015	11,505	11,505		1,644	1,644	200DB	7
Breakroom Armless Chairs (16)	Furniture and Fixtures	05/01/2015	3,646	3,646		521	521	200DB	7
Breakroom Tables (7)	Furniture and Fixtures	05/01/2015	2,531	2,531		362	362	200DB	7
Tablet Arm Chair - Breakroom (4)	Furniture and Fixtures	05/01/2015	7,858	7,858		1,123	1,123	200DB	7
Coffee Table - Breakroom	Furniture and Fixtures	05/01/2015	1,538	1,538		220	220	200DB	7
Lounge Chair - Lobby (2)	Furniture and Fixtures	05/01/2015	5,925	5,925		846	846	200DB	7
Squircle End Table - Lobby	Furniture and Fixtures	05/01/2015	1,483	1,483		212	212	200DB	7
Wood Side Table - Breakroom (2)	Furniture and Fixtures	05/01/2015	1,494	1,494		213	213	200DB	7
Reception Station	Furniture and Fixtures	05/01/2015	4,954	4,954		708	708	200DB	7
Private Office - Task Chair (43)	Furniture and Fixtures	05/01/2015	31,253	31,253		4,465	4,465	200DB	7
Private Office - Armless Guest Chair (31)	Furniture and Fixtures	05/01/2015	19,942	19,942		2,849	2,849	200DB	7
Saddle Stool - File Cabinet (2)	Furniture and Fixtures	05/01/2015	666	666		95	95	200DB	7
Private Office Furniture (12)	Furniture and Fixtures	05/01/2015	54,204	54,204		7,743	7,743	200DB	7
Private Office ALT - Furniture (7)	Furniture and Fixtures	05/01/2015	31,710	31,710		4,530	4,530	200DB	7
Private Office ALT: 108 - Furniture (3)	Furniture and Fixtures	05/01/2015	13,670	13,670		1,953	1,953	200DB	7
Private Office : 108 - Furniture (4)	Furniture and Fixtures	05/01/2015	18,175	18,175		2,596	2,596	200DB	7
Private Office Bookcases (26)	Furniture and Fixtures	05/01/2015	11,376	11,376		1,625	1,625	200DB	7
Workstations (14)	Furniture and Fixtures	05/01/2015	61,062	61,062		8,723	8,723	200DB	7
File Room E242	Furniture and Fixtures	05/01/2015	3,393	3,393		485	485	200DB	7
File Room E243	Furniture and Fixtures	05/01/2015	1,250	1,250		179	179	200DB	7
Workstation E230	Furniture and Fixtures	05/01/2015	5,017	5,017		717	717	200DB	7
Files	Furniture and Fixtures	05/01/2015	2,817	2,817		402	402	200DB	7
Office Furniture	Furniture and Fixtures	08/01/2015	2,974	2,974		425	425	200DB	7
Midtown Expansion	Furniture and Fixtures	10/01/2015	73,486	73,486		14,697	14,697	200DB	7
Standing Desks (21)	Furniture and Fixtures	10/01/2015	7,665	7,665		1,095	1,095	200DB	7
Standing Desks	Furniture and Fixtures	10/01/2015	3,200	3,200		457	457	200DB	7
Standing Desks	Furniture and Fixtures	10/01/2015	3,969	3,969		567	567	200DB	7
Office Furniture - West Expansion	Furniture and Fixtures	10/01/2015	74,486	74,486		10,641	10,641	200DB	7
Office Furniture - New Jersey	Furniture and Fixtures	11/01/2015	26,017	26,017		3,717	3,717	200DB	7
Additional Office Furniture	Furniture and Fixtures	12/01/2015	3,569	3,569		510	510	200DB	7
New Jersey	Leasehold Imp. - New Jersey	12/01/2015	169,405	169,405		1,882	1,882	SL	7.5
Totals			1,669,221	1,669,221	422,054	224,803	646,857		
Listed Property									
2012 Ford Taurus	Auto	1/7/2013	21,719	21,719	11,294	4,170	15,464	200DB	5
Grand Total			1,690,940	1,690,940	433,347	228,973	662,320		

Schedule B(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No. 1545-0047

2015▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.****Name of the organization**

WALTON FAMILY FOUNDATION, INC.

Employer identification number

13-3441466

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization **WALTON FAMILY FOUNDATION, INC.**Employer identification number
13-3441466**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HRW TRUST NO. 1, UAD 01/17/03 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 15,756,830.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	HRW TRUST NO.2, UAD 01/17/03 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 15,756,830.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	HRW TRUST NO. 3, UAD 01/17/03 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 13,551,159.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	HRW TRUST NO. 4, UAD 01/17/03 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 13,551,159.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	JTW TRUST NO. 1, UAD 09/19/02 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 38,330,326.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	JTW TRUST NO. 2, UAD 09/19/02 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 38,330,326.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization **WALTON FAMILY FOUNDATION, INC.**Employer identification number
13-3441466**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	JTW TRUST NO. 3, UAD 09/19/02 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 38,330,326.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	JTW TRUST NO. 4, UAD 09/19/02 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 38,330,326.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	JTW TRUST NO. 5, UAD 09/19/02 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 38,330,326.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10	HRW TESTAMENTARY TRUST NO. 1 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 25,116,102.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
11	HRW TESTAMENTARY TRUST NO. 2 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 25,116,102.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
12	HRW TESTAMENTARY TRUST NO. 3 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 25,116,102.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization **WALTON FAMILY FOUNDATION, INC.**Employer identification number
13-3441466**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	HRW TESTAMENTARY TRUST NO. 4 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 25,116,102.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
14	HRW TESTAMENTARY TRUST NO. 5 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 18,429,675.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
15	HRW TESTAMENTARY TRUST NO. 6 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 18,429,675.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
16	HRW TESTAMENTARY TRUST NO. 7 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 18,429,675.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
17	HRW TESTAMENTARY TRUST NO. 8 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 18,429,675.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
18	HRW TESTAMENTARY TRUST NO. 9 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 16,806,336.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization **WALTON FAMILY FOUNDATION, INC.**Employer identification number
13-3441466**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	HRW TESTAMENTARY TRUST NO. 10 P.O. BOX 470127 FORT WORT, TX 76147	\$ 16,806,336.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
20	HRW TESTAMENTARY TRUST NO. 11 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 16,806,336.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
21	HRW TESTAMENTARY TRUST NO. 12 P.O. BOX 470127 FORT WORTH, TX 76147	\$ 16,806,336.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
22	LUKAS T. WALTON P. O. BOX 1860 BENTONVILLE, AR 72712	\$ 41,912,295.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="checked" type="checkbox"/> (Complete Part II for noncash contributions.)
23	JIM C. WALTON P. O. BOX 1860 BENTONVILLE, AR 72715	\$ 92,047,500.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="checked" type="checkbox"/> (Complete Part II for noncash contributions.)
24	ALICE L. WALTON P. O. BOX 1860 BENTONVILLE, AR 72712	\$ 153,412,500.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="checked" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization **WALTON FAMILY FOUNDATION, INC.**Employer identification number
13-3441466**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	ALICE A. PROIETTI P. O. BOX 1860 BENTONVILLE, AR 72712	\$ 30,682,500.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
26	JAMES M. WALTON P. O. BOX 1860 BENTONVILLE, AR 72712	\$ 4,909,200.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
27	BENJAMIN S. WALTON P. O. BOX 1860 BENTONVILLE, AR 72712	\$ 33,750,750.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
28	LUKAS T. WALTON P. O. BOX 1860 BENTONVILLE, AR 72712	\$ 500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization **WALTON FAMILY FOUNDATION, INC.**

Employer identification number

13-3441466

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
22	683,000 SHARES OF WALMART STOCK	\$ 41,912,295.	12/29/2015
23	1,500,000 SHARES OF WALMART STOCK	\$ 92,047,500.	12/29/2015
24	2,500,000 SHARES OF WALMART STOCK	\$ 153,412,500.	12/29/2015
25	500,000 SHARES OF WALMART STOCK	\$ 30,682,500.	12/29/2015
26	80,000 SHARES OF WALMART STOCK	\$ 4,909,200.	12/29/2015
27	550,000 SHARES OF WALMART STOCK	\$ 33,750,750.	12/29/2015

Name of organization **WALTON FAMILY FOUNDATION, INC.**Employer identification number
13-3441466

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

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

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

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ARVEST BANK	3,368.	3,368.
LEASE DEPOSIT INTEREST	35.	35.
SOUTHERN FINANCIAL	5,000.	5,000.
CHARTER SCHOOL GROWTH FUND - PRI	231,250.	231,250.
PRESBYTERIAN CHURCH - PRI	66,724.	66,724.
GOLDMAN BROKERAGE ACCOUNT	80.	80.
 TOTAL	<u>306,457.</u>	<u>306,457.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
WALTON ENTERPRISES, LLC	27,275,971.	27,275,971.
WALTON FAMILY HOLDINGS TRUST	1,758,133.	1,758,133.
NORTHERN TRUST ENDOWMENT FUND	2,411,301.	2,411,301.
NORTHERN TRUST NORAD ACCOUNT	7,500.	7,500.
NORTHERN TRUST GOLDMAN SACHS ACCOUNT	3,509,313.	3,509,313.
ARIEL FUND	1,664,519.	1,664,519.
REGIONS BANK	36,511.	36,511.
TIMESQUARE	988,471.	988,471.
QM COMMON DAILY EAFE FUND	6,060,325.	6,060,325.
QM COMMON DAILY EMERGING MKT FUND	2,991,727.	2,991,727.
DAVIDSON KEMPNER - TAXABLE DISTRIBUTIONS	15,657,032.	15,657,032.
DIVERSIFIED FRONTIER EQUITY FUND	1,778,173.	1,778,173.
GOLDMAN SACHS CALL FUND	1,426,803.	1,426,803.
GOLDMAN SACHS PUT FUND	11,192.	11,192.
RUSSELL 1000	3,640,732.	3,640,732.
RUSSELL 50	980,656.	980,656.
AJO GLOBAL	562,084.	562,084.
PASS THROUGH - DIVIDENDS/INTEREST	2,248,905.	2,248,905.
 TOTAL	 <u>73,009,348.</u>	 <u>73,009,348.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
RECOVERIES OF PRIOR YEAR GRANTS	381,129.	
OTHER INCOME - PASS THROUGH	-1,518,416.	1,185,783.
SECTION 988 GAIN/LOSS	137,765.	137,765.
OTHER INVESTMENT INCOME	4,239.	4,239.
ROYALTY INCOME	147,077.	147,077.
FX FORWARD CONTRACT GAIN/LOSS	-742,280.	-742,280.
SECTION 1256 GAIN/LOSS	-40,576.	-40,576.
REGULATED FUTURES CONTRACTS GAIN/LOSS	23,636.	23,636.
TOTALS	<u>-1,607,426.</u>	<u>715,644.</u>

ATTACHMENT 4FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	579,780.			579,780.
TOTALS	<u>579,780.</u>			<u>579,780.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT FEES	2,968,336.	2,968,336.	
EDUCATION PROGRAM CONSULTING	299,357.		299,357.
OTHER CHARITABLE CONSULTING	2,229,326.		2,229,326.
EVALUATION PROGRAM CONSULTING	2,165,013.		2,165,013.
PROGRAM STRATEGY CONSULTING	1,472,210.		1,472,210.
COMMUNICATION CONSULTING	1,792,789.		1,792,789.
ENVIRONMENT PROGRAM CONSULTING	1,186,409.		1,186,409.
HOME REGION PROGRAM CONSULTING	471,085.		471,085.
PASS THROUGH PROFESSIONAL FEES	16,949.	16,949.	
ACCOUNTING FEES	106,899.		106,899.
IT CONSULTING FEES	13,634.		13,634.
TOTALS	<u>12,722,007.</u>	<u>2,985,285.</u>	<u>9,736,722.</u>

ATTACHMENT 6FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NT INVESTMENT INTEREST EXPENSE	4,881.	4,881.
PASS THROUGH - INV. INTEREST	127,789.	127,789.
TOTALS	<u>132,670.</u>	<u>132,670.</u>

ATTACHMENT 7FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAX	5,248,171.		
PROPERTY TAXES	2,071.		2,071.
SALES AND USE TAX	3,537.		3,537.
NT FOREIGN TAXES	1,457,396.	1,457,396.	
PARTNERSHIPS - FOREIGN TAXES	244,670.	244,670.	
TOTALS	<u>6,955,845.</u>	<u>1,702,066.</u>	<u>5,608.</u>

ATTACHMENT 8FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
MISC. EXPENSES	7,822.		7,822.
SUPPLIES	161,505.		161,505.
TELEPHONE AND COMMUNICATIONS	125,971.		125,971.
POSTAGE AND EXPRESS MAIL	21,476.		21,476.
DUES AND SUBSCRIPTIONS	102,234.		102,234.
INSURANCE	45,463.		45,463.
REPAIRS AND MAINTENANCE	14,431.		14,431.
RECRUITING EXPENSES	159,327.		159,327.
TRAINING EXPENSES	97,909.		97,909.
RELOCATION EXPENSE	34,820.		34,820.
PASS THROUGH - PORTFOLIO EXP.	5,501,011.	5,501,011.	
ROYALTY EXPENSE	62,703.	62,703.	
TOTALS	<u>6,334,672.</u>	<u>5,563,714.</u>	<u>770,958.</u>

ATTACHMENT 9FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	LOCAL INITIATIVES SUPPORT CORPORATION	
ORIGINAL AMOUNT:	10,000,000.	
INTEREST RATE:	0.000. %	
DATE OF NOTE:	09/09/2003	
MATURITY DATE:	12/31/2016	
REPAYMENT TERMS:	1,000,000 DUE YEARLY. REMAINING TOTAL DUE 2016.	
SECURITY PROVIDED:	NONE	
PURPOSE OF LOAN:	FINANCE NEW EDUCATIONAL FACILITIES FUNDS	
DESCRIPTION AND FMV	\$10,000,000 IN CASH	
OF CONSIDERATION:	10,000,000.	
BEGINNING BALANCE DUE		3,896,265.
ENDING BALANCE DUE		<u>3,370,706.</u>
ENDING FAIR MARKET VALUE		<u>3,370,706.</u>

BORROWER:	BRIGHTER CHOICE FOUNDATION	
ORIGINAL AMOUNT:	10,000,000.	
INTEREST RATE:	0.000. %	
DATE OF NOTE:	05/04/2004	
MATURITY DATE:	12/31/2017	
REPAYMENT TERMS:	REVOLVING CREDIT LINE - PRINCIPAL DUE 12/31/2017	
SECURITY PROVIDED:	NONE	
PURPOSE OF LOAN:	SUPPORT CONSTRUCTION FINANCING FOR CHARTER SCHOOLS	
DESCRIPTION AND FMV	\$10,000,000 IN CASH	
OF CONSIDERATION:	10,000,000.	
BEGINNING BALANCE DUE		10,000,000.
ENDING BALANCE DUE		<u>10,000,000.</u>
ENDING FAIR MARKET VALUE		<u>10,000,000.</u>

ATTACHMENT 9 (CONT'D)

BORROWER: EXALT EDUCATION
ORIGINAL AMOUNT: 900,000.
INTEREST RATE: 0.000%
DATE OF NOTE: 07/31/2011
MATURITY DATE: 07/31/2016
REPAYMENT TERMS: \$150,000 ANNUALLY BEGINNING 7/31/2016
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: WORKING CAPITAL LOAN
DESCRIPTION AND FMV OF CONSIDERATION: \$900,000 IN CASH
900,000.

BEGINNING BALANCE DUE 900,000.

ENDING BALANCE DUE 900,000.

ENDING FAIR MARKET VALUE 900,000.

BORROWER: CHARTER FUND, INC.
ORIGINAL AMOUNT: 10,000,000.
INTEREST RATE: 3.0000 %
DATE OF NOTE: 07/30/2007
MATURITY DATE: 02/01/2018
REPAYMENT TERMS: 10 YEARS
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: REVOLVING CHARTER SCHOOL FACILITIES FINANCING FUND
DESCRIPTION AND FMV OF CONSIDERATION: \$10,000,000 IN CASH
10,000,000.

BEGINNING BALANCE DUE 10,000,000.

ENDING BALANCE DUE 10,000,000.

ENDING FAIR MARKET VALUE 10,000,000.

ATTACHMENT 9 (CONT'D)

BORROWER: PRESBYTERIAN CHURCH (U.S.A.)
ORIGINAL AMOUNT: 2,396,698.
INTEREST RATE: 1.3400 %
DATE OF NOTE: 01/25/2007
MATURITY DATE: 07/25/2016
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY -RENEWAL OPTION
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: BUILD NEW CHURCHES AND RENOVATE EXISTING CHURCHES
DESCRIPTION AND FMV \$2,941,992 IN CASH
OF CONSIDERATION: 2,941,992.

BEGINNING BALANCE DUE 2,981,679.

ENDING BALANCE DUE 3,021,902.

ENDING FAIR MARKET VALUE 3,021,902.

BORROWER: PACIFIC CHARTER SCHOOL DEVEL.
ORIGINAL AMOUNT: 10,000,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 08/14/2009
MATURITY DATE: 08/13/2018
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: CONSTRUCTION OF CHARTER SCHOOL FACILITIES
DESCRIPTION AND FMV \$10,000,000 IN CASH
OF CONSIDERATION: 10,000,000.

BEGINNING BALANCE DUE 10,000,000.

ENDING BALANCE DUE 10,000,000.

ENDING FAIR MARKET VALUE 10,000,000.

ATTACHMENT 9 (CONT'D)

BORROWER: IFF
ORIGINAL AMOUNT: 5,000,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 11/28/2007
MATURITY DATE: 11/28/2019
REPAYMENT TERMS: DUE TEN YEARS FROM DATE OF DRAW ON ORIGINAL LOAN
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: LOAN FUNDS TO 3 CHARTER SCHOOLS IN WI, MO, IN
DESCRIPTION AND FMV \$5,000,000 IN CASH
OF CONSIDERATION: 5,000,000.

BEGINNING BALANCE DUE 5,000,000.

ENDING BALANCE DUE 5,000,000.

ENDING FAIR MARKET VALUE 5,000,000.

BORROWER: PRESBYTERIAN CHURCH (U.S.A)
ORIGINAL AMOUNT: 2,396,698.
INTEREST RATE: 1.0000 %
DATE OF NOTE: 01/25/2007
MATURITY DATE: 07/25/2016
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY - RENEWAL OPTION
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: BUILD NEW CHURCHES AND RENOVATE EXISTING CHURCHES
DESCRIPTION AND FMV \$2,825,350 IN CASH
OF CONSIDERATION: 2,825,350.

BEGINNING BALANCE DUE 2,853,745.

ENDING BALANCE DUE 2,880,248.

ENDING FAIR MARKET VALUE 2,880,248.

ATTACHMENT 9 (CONT'D)

BORROWER: EXCELLENT EDUCATION DEVELOP.
ORIGINAL AMOUNT: 4,500,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 08/14/2008
MATURITY DATE: 12/31/2017
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: AID W/DUE DILIGENCE FOR SCHOOLS NEEDING FINANCING
DESCRIPTION AND FMV \$4,500,000 IN CASH
OF CONSIDERATION: 4,500,000.

BEGINNING BALANCE DUE 2,500,000.

ENDING BALANCE DUE 2,500,000.

ENDING FAIR MARKET VALUE 2,500,000.

BORROWER: E-STEM PUBLIC CHARTER SCHOOLS
ORIGINAL AMOUNT: 3,200,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 04/07/2008
MATURITY DATE: 12/22/2018
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: TO RENOVATE CHARTER SCHOOL BUILDING.
DESCRIPTION AND FMV \$3,200,000 IN CASH
OF CONSIDERATION: 3,200,000.

BEGINNING BALANCE DUE 2,863,908.

ENDING BALANCE DUE 2,790,474.

ENDING FAIR MARKET VALUE 2,790,474.

ATTACHMENT 9 (CONT'D)

BORROWER: LOCAL INITIATIVES SUPPORT CORP
ORIGINAL AMOUNT: 2,700,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 04/26/2008
MATURITY DATE: 04/26/2021
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: SUPPORT CHARTER SCHOOL FACILITIES
DESCRIPTION AND FMV \$2,700,000 IN CASH
OF CONSIDERATION: 2,700,000.

BEGINNING BALANCE DUE 2,700,000.

ENDING BALANCE DUE 2,700,000.

ENDING FAIR MARKET VALUE 2,700,000.

BORROWER: LOCAL INITIATIVES SUPPORT CORP
ORIGINAL AMOUNT: 10,000,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 12/21/2011
MATURITY DATE: 12/21/2022
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: NATIONAL CHARTER SCHOOL LOAN FUND
DESCRIPTION AND FMV \$10,000,000 IN CASH
OF CONSIDERATION: 10,000,000.

BEGINNING BALANCE DUE 10,000,000.

ENDING BALANCE DUE 10,000,000.

ENDING FAIR MARKET VALUE 10,000,000.

ATTACHMENT 9 (CONT'D)

BORROWER: SOUTHERN BANCORP CAPITAL PARTNERS
ORIGINAL AMOUNT: 10,000,000.
INTEREST RATE: 2.0000 %
DATE OF NOTE: 03/05/2009
MATURITY DATE: 12/31/2018
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: ESTABLISH ARKANSAS EDUCATION FACILITIES LOAN FUND
DESCRIPTION AND FMV \$10,000,000 IN CASH
OF CONSIDERATION: 10,000,000.

BEGINNING BALANCE DUE 6,947,196.

ENDING BALANCE DUE 6,544,904.

ENDING FAIR MARKET VALUE 6,544,904.

BORROWER: SOUTHERN BANCORP CDC
ORIGINAL AMOUNT: 8,500,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 08/13/2009
MATURITY DATE: 12/22/2018
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: PURCHASE REAL ESTATE FOR A CHARTER SCHOOL IN AR
DESCRIPTION AND FMV \$8,500,000 IN CASH
OF CONSIDERATION: 8,500,000.

BEGINNING BALANCE DUE 6,023,754.

ENDING BALANCE DUE 5,760,754.

ENDING FAIR MARKET VALUE 5,760,754.

ATTACHMENT 9 (CONT'D)

BORROWER: SOUTHERN BANCORP CAPITAL PARTNERS
 ORIGINAL AMOUNT: 500,000.
 INTEREST RATE: 1.0000 %
 DATE OF NOTE: 12/10/2009
 MATURITY DATE: 12/10/2029
 REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATIRITY
 SECURITY PROVIDED: NONE
 PURPOSE OF LOAN: REDEVELOP DOWNTOWN HELENA, AR
 DESCRIPTION AND FMV OF CONSIDERATION: \$500,000 IN CASH
 500,000.

BEGINNING BALANCE DUE 500,000.

ENDING BALANCE DUE 500,000.

ENDING FAIR MARKET VALUE 500,000.

BORROWER: IFF
 ORIGINAL AMOUNT: 3,000,000.
 INTEREST RATE: 0.000 %
 DATE OF NOTE: 12/08/2010
 MATURITY DATE: 11/30/2021
 REPAYMENT TERMS: \$1 MILLION DUE 11/30/2020, BALANCE DUE 11/30/2021
 SECURITY PROVIDED: NONE
 PURPOSE OF LOAN: PARENTAL CHOICE PROGRAM IN MILWAUKEE, WI
 DESCRIPTION AND FMV OF CONSIDERATION: \$3,000,000 IN CASH
 3,000,000.

BEGINNING BALANCE DUE 3,000,000.

ENDING BALANCE DUE 3,000,000.

ENDING FAIR MARKET VALUE 3,000,000.

ATTACHMENT 9 (CONT'D)

BORROWER: CHARTER SCHOOL FINANCING PARTNERSHIP
ORIGINAL AMOUNT: 5,000,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 12/20/2010
MATURITY DATE: 12/31/2022
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: ASSIST CHARTER SCHOOLS WITH ACCESS TO BOND MARKET
DESCRIPTION AND FMV OF CONSIDERATION: \$5,000,000 IN CASH
5,000,000.

BEGINNING BALANCE DUE 3,150,745.

ENDING BALANCE DUE 2,779,865.

ENDING FAIR MARKET VALUE 2,779,865.

BORROWER: BUILDING HOPE
ORIGINAL AMOUNT: 3,300,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 12/01/2011
MATURITY DATE: 11/01/2016
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: DC CHARTER SCHOOL FACILITIES
DESCRIPTION AND FMV OF CONSIDERATION: \$3,300,000 IN CASH
3,300,000.

BEGINNING BALANCE DUE 3,300,000.

ENDING BALANCE DUE 3,300,000.

ENDING FAIR MARKET VALUE 3,300,000.

ATTACHMENT 9 (CONT'D)

BORROWER: THE NATURE CONSERVANCY
ORIGINAL AMOUNT: 365,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 03/22/2011
MATURITY DATE: 02/28/2015
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: PURCHASE 29 ACRES ALONG THE KINGS RIVER
DESCRIPTION AND FMV \$365,000 IN CASH
OF CONSIDERATION: 365,000.

BEGINNING BALANCE DUE 365,000.

BORROWER: PACIFIC CHARTER SCHOOL DEV.
ORIGINAL AMOUNT: 4,000,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 11/07/2012
MATURITY DATE: 12/01/2022
REPAYMENT TERMS: PAYMENT IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: FUNDING CHARTER SCHOOLS IN THE BES NETWORK
DESCRIPTION AND FMV \$4,000,000 IN CASH
OF CONSIDERATION: 4,000,000.

BEGINNING BALANCE DUE 4,000,000.

ENDING BALANCE DUE 4,000,000.

ENDING FAIR MARKET VALUE 4,000,000.

ATTACHMENT 9 (CONT'D)

BORROWER: HAGEDORN LITTLE VILLAGE
ORIGINAL AMOUNT: 3,418,850.
INTEREST RATE: 0.000 %
DATE OF NOTE: 02/01/2013
MATURITY DATE: 06/30/2019
REPAYMENT TERMS: SEMI-ANNUAL PAYMENTS \$262,988 STARTING JUNE 2013
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: ASSIST WITH REPAYMENT OF CIVIC FACILITY BONDS
DESCRIPTION AND FMV \$3,418,850 IN CASH
OF CONSIDERATION: 3,418,850.

BEGINNING BALANCE DUE 2,366,896.

ENDING BALANCE DUE 1,840,919.

ENDING FAIR MARKET VALUE 1,840,919.

BORROWER: THE NATURE CONSERVANCY
ORIGINAL AMOUNT: 490,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 11/01/2013
MATURITY DATE: 09/30/2015
REPAYMENT TERMS: PAYABLE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: PURCHASE 18 PLUS ACRES OF LAND ON THE KINGS RIVER
DESCRIPTION AND FMV \$490,000 IN CASH
OF CONSIDERATION: 490,000.

BEGINNING BALANCE DUE 490,000.

ATTACHMENT 9 (CONT'D)

BORROWER: THE NATURE CONSERVANCY
ORIGINAL AMOUNT: 1,491,750.
INTEREST RATE: 0.000 %
DATE OF NOTE: 06/27/2013
MATURITY DATE: 05/31/2015
REPAYMENT TERMS: PAYMENT IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: PURCHASE 608 ACRES OF LAND ON THE KINGS RIVER
DESCRIPTION AND FMV OF CONSIDERATION: \$1,491,750 IN CASH
1,491,750.

BEGINNING BALANCE DUE 866,750.

BORROWER: EXCELLENT EDUCATION DEVELOPMENT, INC.
ORIGINAL AMOUNT: 5,000,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 11/22/2013
MATURITY DATE: 10/31/2018
REPAYMENT TERMS: \$2,000,000 ON 10/31/2018, BALANCE DUE ON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: PROVIDE FACILITY FINANCING FOR LA CHARTER SCHOOLS
DESCRIPTION AND FMV OF CONSIDERATION: \$5,000,000 IN CASH
5,000,000.

BEGINNING BALANCE DUE 5,000,000.

ENDING BALANCE DUE 5,000,000.

ENDING FAIR MARKET VALUE 5,000,000.

ATTACHMENT 9 (CONT'D)

BORROWER: CHARTER SCHOOLS DEVELOPMENT CORPORATION
ORIGINAL AMOUNT: 3,000,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 10/31/2014
MATURITY DATE: 12/31/2024
REPAYMENT TERMS: BALANCE DUE ON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: FINANCE CHARTER SCHOOLS IN LOW-INCOME COMMUNITIES
DESCRIPTION AND FMV OF CONSIDERATION: \$3,000,000 IN CASH
3,000,000.

BEGINNING BALANCE DUE 3,000,000.

ENDING BALANCE DUE 3,000,000.

ENDING FAIR MARKET VALUE 3,000,000.

BORROWER: CHARTER SCHOOL SUPPORT SERVICES, INC.
ORIGINAL AMOUNT: 1,000,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 12/08/2014
MATURITY DATE: 12/12/2021
REPAYMENT TERMS: BALANCE DUE ON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: RENOVATE SCHOOL BUILDING AND PURCHASE MODULAR
DESCRIPTION AND FMV OF CONSIDERATION: \$1,000,000 IN CASH
1,000,000.

BEGINNING BALANCE DUE 1,000,000.

ENDING BALANCE DUE 1,000,000.

ENDING FAIR MARKET VALUE 1,000,000.

ATTACHMENT 9 (CONT'D)

BORROWER: PACIFIC CHARTER SCHOOL DEVELOPMENT
ORIGINAL AMOUNT: 3,000,000.
INTEREST RATE: 0.000%
DATE OF NOTE: 10/31/2014
MATURITY DATE: 10/31/2024
REPAYMENT TERMS: BALANCE DUE AT MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: SUPPORT CHARTER SCHOOL FACILITIES IN LOS ANGELES
DESCRIPTION AND FMV OF CONSIDERATION: \$3,000,000
3,000,000.

BEGINNING BALANCE DUE 3,000,000.

ENDING BALANCE DUE 3,000,000.

ENDING FAIR MARKET VALUE 3,000,000.

BORROWER: LOCAL INITIATIVES SUPPORT CORP
ORIGINAL AMOUNT: 4,000,000.
INTEREST RATE: 0.000%
DATE OF NOTE: 10/14/2014
MATURITY DATE: 12/01/2025
REPAYMENT TERMS: BALANCE DUE AT MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: INVEST IN THE NATIONAL SCHOOL LOAN FUND
DESCRIPTION AND FMV OF CONSIDERATION: \$4,000,000 IN CASH
3,000,000.

BEGINNING BALANCE DUE 3,000,000.

ENDING BALANCE DUE 4,000,000.

ENDING FAIR MARKET VALUE 4,000,000.

ATTACHMENT 9 (CONT'D)

BORROWER: GHAN PROPERTIES, LLP
ORIGINAL AMOUNT: 494,558.
INTEREST RATE: 0.000 %
DATE OF NOTE: 08/01/2014
MATURITY DATE: 08/01/2015
REPAYMENT TERMS: BALANCE DUE AT MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: LOAN TO PURCHASE CHARTER SCHOOL IN NLR
DESCRIPTION AND FMV \$494,558 IN CASH
OF CONSIDERATION: 494,558.

BEGINNING BALANCE DUE 494,558.

BORROWER: BIKE AUSTIN EDUCATION FUND
ORIGINAL AMOUNT: 26,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 09/30/2015
MATURITY DATE: 09/01/2016
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: PROVIDE STARTUP WORKING CAPITAL
DESCRIPTION AND FMV CASH CONSIDERATION
OF CONSIDERATION: 26,000.

ENDING BALANCE DUE 26,000.

ENDING FAIR MARKET VALUE 26,000.

ATTACHMENT 9 (CONT'D)

BORROWER: VALLEY SCHOOL OF SOUTHERN OREGON
ORIGINAL AMOUNT: 50,000.
INTEREST RATE: 0.000 %
DATE OF NOTE: 06/29/2015
MATURITY DATE: 07/01/2017
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: PROVIDE CONTINGENCY FUNDING FOR SCHOOL
DESCRIPTION AND FMV OF CONSIDERATION: CASH CONSIDERATION
50,000.

ENDING BALANCE DUE 50,000.

ENDING FAIR MARKET VALUE 50,000.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 110,200,496.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 106,965,772.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 106,965,772.

ATTACHMENT 10FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WALMART STOCK		356,714,743.	356,336,900.
REGIONS BANK	5,957,098.	5,957,098.	1,593,206.
TOTALS	<u>5,957,098.</u>	<u>362,671,841.</u>	<u>357,930,106.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WALTON ENTERPRISES, LLC			
LIMITED LIABILITY CO. UNITS	100,752,283.	90,299,793.	401,366,307.
ROB-WAL, TULSA 28, LLC	210,919.	210,918.	402,000.
NORTHERN TRUST MANAGED INCOME			
ACCOUNTS	1,064,803,727.	1,210,252,903.	1,352,105,404.
RUSSELL 1000	113,843,837.	138,953,533.	188,154,477.
RUSSELL 50	37,139,065.	6,237.	6,237.
QM COMMON DAILY EAFE FUND	111,075,518.	206,279,631.	204,203,856.
QM COMMON DAILY EMERGING MKTS	97,662,806.	107,390,046.	98,279,340.
DIVERSIFIED FRONTIER MKTS FUND	52,396,882.	53,633,123.	44,775,019.
ARIEL FUND	61,410,005.	63,965,541.	66,579,636.
LONE PINE	40,000,000.	40,000,000.	45,378,371.
GOLDMAN SACHS PUT FUND	67,564,362.	77,157,908.	78,354,116.
GOLDMAN SACHS CALL FUND	69,513,708.	67,122,313.	62,374,889.
GOLDMAN SACHS BROKERAGE ACCT.	621.	98.	98.
TIMESQUARE	39,909,644.	42,933,503.	49,775,898.
GLOBEFLEX	25,000,000.	25,000,000.	19,937,679.
AJO GLOBAL		47,168,829.	45,851,166.
TOTALS	<u>1,881,283,377.</u>	<u>2,170,374,376.</u>	<u>2,657,544,493.</u>

ATTACHMENT 12FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PROGRAM RELATED INVESTMENT- (SOUTHERN DEVELOPMENT BANK CO)	3,300,030.	3,300,030.	3,300,050.
PROGRAM RELATED INVESTMENT- (NEIGHBORHOOD BANCORP.)	100,000.	100,000.	100,000.
CONSTRUCTION IN PROGRESS		11,685,909.	11,685,909.
DEPOSITS	125,389.	116,505.	116,505.
TOTALS	<u>3,525,419.</u>	<u>15,202,444.</u>	<u>15,202,464.</u>

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISED FUND

THE WALTON FAMILY FOUNDATION (FOUNDATION) MADE A GRANT PAYMENT TO THE US MEXICO FOUNDATION FOR \$145,000. THE GRANT PROVIDES SUPPORT FOR A MEXICAN EDUCATION AND CIVIC ENGAGEMENT FUND. THE FOUNDATION HAS ADVISORY PRIVILEGES OVER FUND DISTRIBUTIONS. THE FOUNDATION HAS TREATED THE GRANT AS A QUALIFYING DISTRIBUTION BECAUSE IT ACCOMPLISHES THE CHARITABLE PURPOSE DESCRIBED IN IRC SECTION 170(C)(2)(B).

FORM 990PF, PART VII-A, LINE 16 - LIST OF FOREIGN COUNTRIES

DENMARK
ISRAEL
CHINA
KOREA, REPUBLIC OF (SOUTH)

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
S. ROBSON WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
MELANI WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
JIM C. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	SEC/TREAS & BOARD DR < 10 HOURS	NONE	NONE	NONE
LYNNE WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
ALICE L. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
SAMUEL R. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
TILLIE WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
CARRIE W. PENNER P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
GREG PENNER P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
BENJAMIN S. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
LUCY ANA WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
ALICE A. PROIETTI P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND TIME DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JOEY PROIETTI P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
STEUART L. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
THOMAS L. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
CHRISTY WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
LUKAS T. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
SAMANTHA BAIZ WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
JAMES M. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
WALTON ENTERPRISES, LLC - MANAGEMENT SERVICES P.O. BOX 1860 BENTONVILLE, AR 72712		* 10,061,762	NONE	NONE
		<u>10,061,762</u>	<u>NONE</u>	<u>NONE</u>

* Reported as authorized under IRS Announcement 2001-33.
No individual listed above received compensation from
Walton Enterprises, LLC or any other source for services
to the Foundation.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 16

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
GOLDMAN SACHS ASSET MGT. 71 SOUTH WACKER DRIVE CHICAGO, IL 60606	INVESTMENT ADVISORY	1,038,467.
NORTHERN TRUST LA SALLE STREET CHICAGO, IL 60606	INVESTMENT ADVISORY	856,407.
MCKINSEY & COMPANY, INC. P.O. BOX 7247 PHILADELPHIA, PA 19170	CONSULTING SERVICES	1,053,162.
BOSTON CONSULTING GROUP PO BOX 75200 CHICAGO, IL 60675	CONSULTING SEVICES	853,750.
PUBLIC OPINION STRATEGIES 214 NORTH FAYETTE STREET ALEXANDRIA, VA 22314	CONDULTING SERVICES	756,000.
TOTAL COMPENSATION		<u>4,557,786.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

BRENDA DEAN
P.O. BOX 2030
BENTONVILLE, AR 72712
479-464-1570

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

GRANTS TO ORGANIZATIONS: WRITTEN REQUESTS ONLY. SEE FOUNDATION WEBSITE
AT WWW.WALTONFAMILYFOUNDATION.ORG

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 19

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SEE ATTACHMENT 22			373,038,862.
CHARTER SCHOOL SUPPORT SERVICES	NONE PC	GRANT OF 4.983 ACRES TOGETHER WITH ALL FIXTURES AND APPURTENANCES FOR USE AS A CHARTER SCHOOL IN NORTH LITTLE ROCK, AR PREVIOUSLY TREATED AS A QUALIFYING DISTRIBUTION WHEN ACQUIRED.	494,559.
		TOTAL CONTRIBUTIONS PAID	<u>373,533,421.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 20

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
RECOVERY OF PRIOR YEAR GRANTS					381,129.
TOTALS					<u>381,129.</u>

WALTON FAMILY FOUNDATION
Form 990-PF
FEIN: 13-3441466
December 31, 2015

Attachment 21

Statement of Persons Becoming a Substantial Contributor During the Tax Year

- (1) ALICE L. WALTON
P.O. BOX 1860
BENTONVILLE, AR 72712

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
100 Black Men of America, Inc.	141 Auburn Avenue, Atlanta, GA 30303		PC	K-12 Education Program	600,000
100 Black Men of Greater Little Rock, Inc.	P. O. Box 2714, Little Rock, AR 72204		PC	Community Based Giving	5,000
4.O Schools	643 Magazine, Suite 206, New Orleans, LA 70130		PC	K-12 Education Program	950,000
50CAN, Inc.	1625 K Street NW, Suite 400, Washington, DC 20006		PC	K-12 Education Program	2,923,690
A New Leaf, Inc.	P.O. Box 35903, Tulsa, OK 74153		PC	Community Based Giving	5,000
Abilities Unlimited of Fort Smith, Inc.	3305 Kibler Road, Van Buren, AR 72956		PC	Community Based Giving	5,000
Abundant Rain Ministries, Inc.	12425 S. 273rd East Avenue, Coweta, OK 74429		PC	Community Based Giving	2,000
Academy of Mathematics and Science Camelback	3448 N 1st Avenue, Tucson, AZ 85719		GOV	Charter School Startup	250,000
Access Montessori	1416 NW 46th Street Suite 105-413, Seattle, WA 98107		NC	Civic Grantmaking	3,675
Achievement First, Inc.	403 James Street, New Haven, CT 06513		PC	K-12 Education Program	714,000
Achievement School District	477 S. Main Street, 4th Floor, Memphis, TN 38103		GOV	K-12 Education Program	204,000
Ada Jobs Foundation	209 W. Main Street, Ada, OK 74820		PC	Community Based Giving	1,000
Ada Regional United Way, Inc.	314 S. Broadway, Suite 204, Ada, OK 74820		PC	Community Based Giving	4,500
Adult Development Center of Benton County, Inc.	2202 N. 24th Street, Rogers, AR 72757-0908		PC	Community Based Giving	10,000
Advance Illinois NFP	50 E. Washington St., Suite 410, Chicago, IL 60602		PC	K-12 Education Program	400,000
Advanced Conservation Strategies	P.O. Box 1201, Midway, UT 84049		PC	Environment Program	100,000
African Parks Foundation of America	21 West 46th Street, New York, NY 10036		PC	International Education,	1,000,000
Ag Innovations	101 Morris Street, Suite 212, Sebastopol, CA 95472		PC	Environment Program	80,000
Ag Technology and Environmental Stewardship Foundation, Inc.	1255 SW Prairie Trail Pkwy, Ankeny, IA 50023		PF	Environment Program	100,000
Agape Mission	309 S. Bucy, Bartlesville, OK 74003		PC	Community Based Giving	2,500
Agenda for Children, Inc.	PO Box 51837, New Orleans, LA 70151-1837		PC	K-12 Education Program	172,500
Agudath Israel of America, Inc.	42 Broadway, 14th Floor, New York, NY 10004		PC	K-12 Education Program	400,000
Alabama Coastal Foundation, Inc.	P.O. Box 1073, Mobile, AL 36633		PC	Environment Program	25,000
Alliance 6-12 College-Ready No. 21	601 South Figueroa Street, 4th Floor, Los Angeles, CA 90017		PC	Charter School Startup	250,000
Alliance College-Ready Middle Academy 21	601 South Figueroa Street, 4th Floor, Los Angeles, CA 90017		GOV	Charter School Startup	250,000
Alliance for Choice in Education	1201 E Colfax Avenue, Suite 302, Denver, CO 80218		PC	K-12 Education Program	115,000
Alliance for Companion Animals, Inc.	642 N. 3rd Street, Phoenix, AZ 85003		PC	Civic Grantmaking	5,000
Alliance for School Choice, Inc.	1660 L Street, NW, Suite 1000, Washington, DC 20036		PC	K-12 Education Program	3,525,000
Alliance for Water Efficiency	33 N. LaSalle Street, Suite 2275, Chicago, IL 60602		PC	Environment Program	140,501
Alma Police Focus Group	804 Fayetteville Avenue, Alma, AR 72921		PC	Community Based Giving	2,500
Alpha House, Inc.	P. O. Box 1396, Mountain Home, AR 72654		PC	Community Based Giving	3,000
Alternative Opportunities, Inc.	1111 S. Glenstone, Suite 1-100, Springfield, MO 65804		PC	Civic Grantmaking	30,000
Amber Charter School II	220 East 106th Street, New York, NY 10029		GOV	Charter School Startup	250,000
American Bird Conservancy	4249 Loudoun Ave, The Plains, VA 20198-2237		PC	Environment Program	73,312
American Cancer Society, Inc.	P.O. Box 112, Stilwell, OK 74960		PC	Community Based Giving	1,000
American Enterprise Institute for Public Policy Research	1789 Massachusetts Ave, NW, Washington, DC 20036		PC	K-12 Education Program	252,600
American Farmland Trust	1150 Connecticut Ave NW, Suite 600, Washington, DC 20036		PC	Environment Program	433,554
American Friends of the Louvre	305 East 47th Street 10th Floor, New York, NY 10017		PC	Civic Grantmaking	10,000
American Indian College Fund	8333 Greenwood Blvd, Denver, CO 80221		PC	Civic Grantmaking	15,000
American Montessori Society, Inc.	116 E. 16th Street, New York, NY 10003		PC	Organizational Effectiveness	60,690
American National Red Cross	1200 West Walnut, Suite 2310, Rogers, AR 72756		PC	Community Based Giving	2,500
American National Red Cross, Mile High Chapter	444 Sherman Street, Denver, CO 80203		PC	Community Based Giving	5,000
American Rivers, Inc.	1101 14th Street NW, Suite 1400, Washington, DC 20005-5637		PC	Environment Program	784,900
American Whitewater	P.O. Box 1540, Cullowhee, NC 28723		PC	Environment Program	133,624
America's Promise - The Alliance for Youth	1110 Vermont Ave. NW Suite 900, Washington, DC 20005		PC	Civic Grantmaking	25,000
Amon Carter Museum of Western Art	3501 Camp Bowie Blvd, Fort Worth, TX 76107-2695		PC	Civic Grantmaking	100,000
Anderson Betterment Club	P. O. Box 421, Anderson, MO 64831		PC	Community Based Giving	7,500
Animal Protective Association	2914 N. Elston Avenue, Chicago, IL 60618		PC	Civic Grantmaking	1,000
AOPA Foundation	421 Aviation Way, Frederick, MD 21701		PC	Civic Grantmaking	40,000
Apex Collegiate Academy Charter School	7575 Jefferson Hwy #142, Baton Rouge, LA 70806		NC	Charter School Startup	30,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Aquaculture Stewardship Council	3501 DC Utrecht, Netherlands		NC	Environment Program	282,442
AR Kids Read	P O Box 164407, Little Rock, AR 72216		PC	Community Based Giving	5,000
ARC Group Homes, Inc.	616 SE 4th, Bartlesville, OK 74003		PC	Community Based Giving	5,000
Arizona Chamber Foundation	3200 N. Central Avenue, Phoenix, AZ 85012		PC	K-12 Education Program	374,166
Arizona Community Foundation	2201 E. Camelback Road, Suite 405B, Phoenix, AZ 85016		PC	Civic Grantmaking	2,500
Arizona Humane Society	1521 W. Dobbins Road, Phoenix, AZ 85041		PC	Organizational Effectiveness	2,500
Arizona Land and Water Trust, Inc.	3127 N. Cherry Avenue, Tucson, AZ 85719		PC	Environment Program	45,533
Arizona School Choice Administration Corporation	2875 W Ray Rd, Ste 6-314, Chandler, AZ 85224		PC	K-12 Education Program	225,000
Arizona Science Center	600 E. Washington Street, Phoenix, AZ 85004		PC	Civic Grantmaking	148,114
Arizona Womens Board	5921 East Indian Bend Road, Paradise Valley, AZ 85253		PC	Civic Grantmaking	25,000
Arkansans for Education Reform Foundation	400 West Capitol Avenue, Suite 1700, Little Rock, AR 72201-3438		POF	Local and Civic Grantmaking	283,719
Arkansas Advanced Initiative for Math and Science, Inc.	2801 South University Ave, Speech Suite 217, Little Rock, AR 72204-1099		PC	Local and Civic Grantmaking	75,000
Arkansas Arts Academy	1110 W. Poplar Street, Suite A, Rogers, AR 72756		PC	Local and Civic Grantmaking	213,089
Arkansas Arts Center Foundation	9th and Commerce Street, MacArthur Park, Little Rock, AR 72203		PC	Community Based Giving	106,000
Arkansas Athletes Outreach	1515 Burr Oak Drive, Fayetteville, AR 72704-6899		PC	Community Based Giving	5,000
Arkansas Baptist Children's Homes and Family Ministries	10 Remington Drive, Little Rock, AR 72204		PC	Community Based Giving	5,000
Arkansas Baptist College	1621 Dr. Martin Luther King Drive, Little Rock, AR 72202		PC	Community Based Giving	2,500
Arkansas Black Hall of Fame Foundation	P.O. Box 1042, Little Rock, AR 72203		PC	Community Based Giving	5,000
Arkansas Children's Hospital	800 Marshall Street Slot 651, Little Rock, AR 72202-3591		PC	Civic Grantmaking	2,000
Arkansas Children's Hospital Foundation, Inc.	1 Children's Way, Slot 661, Little Rock, AR 72202		PC	Civic Grantmaking	35,000
Arkansas Committee of the National Museum of Women in the Arts	P. O. Box 8962, Pine Bluff, AR 71611		PC	Civic Grantmaking	3,000
Arkansas Community Foundation	1400 W. Markham, Suite 206, Little Rock, AR 72201		PC	Civic Grantmaking	50,000
Arkansas Department of Education	4 State Capitol Mall, Little Rock, AR 72201		GOV	Local and Civic Grantmaking	29,000
Arkansas Dream Center, Inc.	4501 Merlot Ave, Grapevine, TX 76051		PC	Community Based Giving	5,000
Arkansas Governor's Mansion Association	1800 Center Street, Little Rock, AR 72201		PC	Civic Grantmaking	1,000
Arkansas Hunger Relief Alliance, Inc	1400 W. Markham, Suite 304, Little Rock, AR 72201		PC	Community Based Giving	5,000
Arkansas Independent Colleges and Universities	One Riverfront Place, Suite 610, North Little Rock, AR 72114		PC	Civic Grantmaking	12,000
Arkansas Inland Maritime Museum Association	300 Main Street, North Little Rock, AR 72114		PC	Community Based Giving	5,000
Arkansas Policy Foundation	111 Center Street, Suite 1200, Little Rock, AR 72201		PC	Civic Grantmaking	10,000
Arkansas Public School Resource Center, Inc.	1401 W. Capitol, Suite 315, Little Rock, AR 72201		PC	Local and Civic Grantmaking	997,268
Arkansas Regional Innovation Hub, Inc.	P. O. Box 251618, Little Rock, AR 72225-1618		PC	Community Based Giving	5,000
Arkansas Repertory Theatre Company	712 East Eleventh Street, Little Rock, AR 72202		PC	Community Based Giving	3,350
Arkansas Special Olympics, Inc.	2115 Main Street, North Little Rock, AR 72114		PC	Community Based Giving	11,000
Arkansas State Council on Economic Education	PO Box 3447, Little Rock, AR 72203-3447		PC	Civic Grantmaking	20,000
Arkansas State University Mountain Home	1600 South College Street, Mountain Home, AR 72653		GOV	Community Based Giving	3,000
Arkansas Symphony Orchestra Foundation	2417 North Tyler, Little Rock, AR 72207		PC	Community Based Giving	5,000
Arkansas Tech University	105 West O Street, Russellville, AR 72801		GOV	Local and Civic Grantmaking	756,836
Arkansas Tech University Foundation	1605 Coliseum Drive, Russellville, AR 72801-2222		PC	Community Based Giving	5,500
Arkansas Tennis Patrons Foundation	2024 Arkansas Valley Drive, Suite 302, Little Rock, AR 72201-1822		PC	Civic Grantmaking	10,000
Arkansas-Oklahoma Cancer Support Foundation	1500 Dodson Avenue, Fort Smith, AR 72901		PC	Community Based Giving	2,500
Armed Services YMCA	900 NW Cache Rd, Lawton, OK 73507		PC	Community Based Giving	5,000
Art Feeds	2416 E 11th, Joplin, MO 64801		PC	Community Based Giving	5,000
Art pARTners	P.O. Box 2188, Jackson, WY 83001		PC	Civic Grantmaking	15,000
Artchurch Studios dba Emergent Arts	341A Whittington Avenue, Hot Springs, AR 71901		PC	Community Based Giving	2,260
Arthur G. Dove Catalogue Raisonne Project, Inc.	130 E. 67th Street 10 E, New York, NY 10065		PC	Civic Grantmaking	25,000
Arts Center of the Ozarks	214 S. Main Street, Springdale, AR 72764-4446		PC	Civic Grantmaking	6,000
ARVets	4704 W. Commercial Drive, Suite B, North Little Rock, AR 72116		PC	Community Based Giving	2,000
Aspen Center for Environmental Studies	100 Puppy Smith Street, Aspen, CO 81611-1451		PC	Civic Grantmaking	118,500
Aspen Country Day School, Inc.	300 Music School Rd, Aspen, CO 81611		PC	Organizational Effectiveness	233,000
Aspen Institute, Inc.	One DuPont Circle, NW, Suite 700, Washington, DC 20036		PC	Environment Program	25,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Aspen Valley Ski-Snowboard Club, Inc.	300 AVSC Drive, Aspen, CO 81611		PC	Civic Grantmaking	10,000
Aspire of Southwest Missouri	6218 S. Maplewood Court, Joplin, MO 64804		PC	Community Based Giving	5,000
Association for Education Finance and Policy, Inc.	6703 Madison Creek, Columbia, MO 65203		PC	K-12 Education Program	25,000
Association Montessori Internationale	Koninginneweg 161, Amsterdam, Netherlands, 1075CN		NC	Civic Grantmaking	170,665
Association of American Educators Foundation	27405 Puerta Real, Suite 230, Mission Viejo, CA 92691-6388		PC	K-12 Education Program	302,900
Association of Missouri Charter Schools	1804 Lafayette, 2nd Floor, St. Louis, MO 63104		PC	K-12 Education Program	225,000
Arizona State University Foundation	P. O. Box 2260, Tempe, AZ 85280-2260		PC	Civic Grantmaking	3,788,280
Aurora R-8 School District	409 W. Locust, Aurora, MO 65605		GOV	Community Based Giving	2,500
Ballet Arkansas	1521 Merrill Drive, Little Rock, AR 72011		PC	Community Based Giving	2,500
Baptist Health Foundation	9601 Interstate 630, Little Rock, AR 72205-7299		PC	Community Based Giving	20,000
Barrow Neurological Foundation	350 West Thomas Road, Phoenix, AZ 85013-4409		PC	Civic Grantmaking	100,000
Barry County Museum, Inc.	P. O. Box 338, Cassville, MO 65625		PC	Community Based Giving	3,500
Bartlesville Area Habitat for Humanity	505 S. Dewey, Bartlesville, OK 74003		PC	Community Based Giving	3,500
Bartlesville Community Center Trust Authority	P. O. Box 1027, Bartlesville, OK 74005		PC	Community Based Giving	10,000
Bartlesville Public Schools	1100 S. Jennings, Bartlesville, OK 74003		GOV	Community Based Giving	10,000
Bartlesville Regional United Way	501 S. Johnstone, Suite 550, Bartlesville, OK 74005		PC	Civic Grantmaking	1,000
Baton Rouge Area Foundation	402 N. 4th Street, Baton Rouge, LA 70802-5506		PC	K-12 Education Program	225,000
Baton Rouge College Prep	4051 Claycut Road, Baton Rouge, LA 70806		PC	Charter School Startup	250,000
Baton Rouge University Preparatory Elementary	5300 Monarch Ave, Baton Rouge, LA 70811		PC	Charter School Startup	250,000
BCAP Breast Cancer Assistance Program Fund	P.O. Box 470065, Tulsa, OK 74147		PC	Community Based Giving	2,000
Beaver Watershed Alliance	614 E. Emma Avenue, Suite M438, Springdale, AR 72764		PC	Community Based Giving	5,000
Bella Vista Historical Society	1885 Bella Vista Way, Bella Vista, AR 72714		PC	Civic Grantmaking	4,000
Bellwether Education Partners, Inc.	517 Boston Post Road, #171, Sudbury, MA 01776		PC	K-12 Education Program	262,085
Benton County	215 East Central, Bentonville, AR 72712		GOV	Civic Grantmaking	207,125
Benton County Historical Society	PO Box 1034, Bentonville, AR 72712		PC	Civic Grantmaking	3,000
Bentonville Bella Vista Trailblazers Association, Inc.	P.O. Box 2821, Bentonville, AR 72712		PC	Local and Civic Grantmaking	1,904,500
Bentonville Child Care and Development Center, Inc.	1701 NE Wildcat Way, Bentonville, AR 72712		PC	Local and Civic Grantmaking	1,168,110
Bentonville Library Foundation	405 S. Main, Bentonville, AR 72712		PC	Local and Civic Grantmaking	5,000
Bentonville Public Schools	500 Tiger Boulevard, Bentonville, AR 72712		GOV	Local and Civic Grantmaking	237,604
Bentonville Public Schools Foundation	500 Tiger Boulevard, Bentonville, AR 72712		PC	Local and Civic Grantmaking	25,000
Berryville Public Schools	902 W. Trimble Avenue, Berryville, AR 72616		GOV	Community Based Giving	1,750
Bessie's Hope	P.O. Box 12675, Denver, CO 80212		PC	Civic Grantmaking	5,000
Beyond Boundaries, Inc.	2195 Peyton Street, Ward, AR 72176		PC	Community Based Giving	2,500
Bicycle Coalition of the Ozarks	411 W. Holly St, Fayetteville, AR 72703		PC	Local and Civic Grantmaking	101,463
Big Brothers Big Sisters of Northwest Arkansas, Inc.	130 E. Poplar Street, Suite C, Fayetteville, AR 72703		PC	Community Based Giving	2,500
Big Brothers Big Sisters of Oklahoma	1513 S. Sangre Road, Stillwater, OK 74074		PC	Community Based Giving	5,000
Bike Austin Education Fund	1000 Brazos St, Suite 100, Austin, TX 78701		PC	Civic Grantmaking	20,000
Bill, Hillary and Chelsea Clinton Foundation	1271 Avenue of the Americas, 42nd Floor, New York, NY 10020		PC	Endowment Giving	1,020,000
Black Alliance for Educational Options, Inc.	888 16th Street NW, Suite 800, Washington, DC 20006		PC	K-12 Education Program	2,780,786
Blackbird Academy of Arts, Inc.	1058 Front Street, Suite 102, Conway, AR 72032-4356		PC	Community Based Giving	2,500
Blessed Sacrament Church	P. O. Box 2546, Lawton, OK 73502		PC	Community Based Giving	5,000
Blue Star Mothers of America, Inc.	P. O. Box 891, Coweta, OK 74429		PC	Community Based Giving	1,000
Blue Valley Educational Foundation	15020 Metcalf Avenue, Overland Park, KS 66223		PC	Community Based Giving	5,000
Bluestem Communications, Inc.	14 N Peoria St, Suite 4F, Chicago, IL 60607		PC	Environment Program	280,000
Bonneville Environmental Foundation	240 SW First Avenue, Portland, OR 97204		PC	Environment Program	167,000
Boone County Regional Airport	P. O. Box 1114, Harrison, AR 72602		GOV	Community Based Giving	4,000
Boston Mountain Cyclists	9635 Gaston Road, Bentonville, AR 72712		PC	Civic Grantmaking	15,000
Boston Schools Fund, Inc.	668 West Roxbury Parkway, Roslindale, MA 02131		PC	K-12 Education Program	677,000
Botanical Garden Society of the Ozarks	P.O. Box 10407, Fayetteville, AR 72703		PC	Local and Civic Grantmaking	52,853
Boy Scouts of America Last Frontier Council	3031 N.W. 64th Street, Oklahoma City, OK 73116		PC	Community Based Giving	10,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Boy Scouts of America/Indian Nations Council, Inc.	4295 S. Garnett Road, Tulsa, OK 74146		PC	Community Based Giving	15,000
Boy Scouts of America/Westark Area Council	1401 Old Greenwood Road, Fort Smith, AR 72901-4251		PC	Community Based Giving	8,000
Boys & Girls Club of Jacksonville	1 Boys Club Drive, Jacksonville, AR 72076		PC	Community Based Giving	5,000
Boys & Girls Club of Phillips County	PO Box 511, Helena, AR 72342		PC	Community Based Giving	244,336
Boys and Girls Club of Bartlesville	401 S. Seminole Avenue, Bartlesville, OK 74003		PC	Community Based Giving	5,000
Boys and Girls Club of Benton County	P.O. Box 448, Bentonville, AR 72712		PC	Community Based Giving	35,890
Boys and Girls Club of Green Country, Inc.	1111 SE 9th Street, Pryor, OK 74361		PC	Community Based Giving	5,000
Boys and Girls Club of Nowata, Inc.	300 S. Pine Street, Nowata, OK 74048		PC	Community Based Giving	7,500
Boys and Girls Club of Oklahoma County, Inc.	3535 N. Western, Oklahoma City, OK 73118		PC	Community Based Giving	10,000
Boys and Girls Club of Paris, Inc.	717 N. 5th Street, Paris, AR 72855		PC	Community Based Giving	6,750
Boys and Girls Club of Saline County	105 Cox Street, Benton, AR 72015		PC	Community Based Giving	4,130
Boys and Girls Club of the Alma Area, Inc.	P. O. Box 1689, Alma, AR 72921		PC	Community Based Giving	5,000
Boys and Girls Club of the Ozarks	1460 Bee Creek Road, Branson, MO 65616		PC	Community Based Giving	7,500
Boys and Girls Clubs of America	1275 Peachtree Street NE, Atlanta, GA 30309-3506		PC	Community Based Giving	25,000
Boys and Girls Clubs of Metropolitan Phoenix	2645 North 24th Street, Phoenix, AZ 85008		PC	Community Based Giving	15,000
Boys Hope Girls Hope	12307 State Line Road, Kansas City, MO 64145		PC	Community Based Giving	5,000
Boys Preparatory Charter School of New York	291 Broadway, Suite 1202, NY 10007		PC	Charter School Startup	250,000
Breakthrough Collaborative, Inc.	545 Sansome Street, Suite 700, San Francisco, CA 94111		PC	K-12 Education Program	300,000
Bridge2Rwanda, Inc.	1818 N. Taylor Street, Suite B, Little Rock, AR 72207		PC	International Education,	150,000
Brighter Choice Foundation, Inc.	175 Central Avenue, 5th Floor, Albany, NY 12206		PC	K-12 Education Program	101,000
Brookings Institution	1775 Massachusetts Avenue, NW, Washington, DC 20036-2188		PC	K-12 Education Program	242,289
Brophy College Preparatory	4701 North Central Avenue, Phoenix, AZ 85012		PC	Civic Grantmaking	2,500
Bryant Youth Association, Inc.	6401 Boone Road, Bryant, AR 72089		PC	Community Based Giving	4,130
Building Excellent Schools, Inc.	31 Milk St. 6th Floor, Boston, MA 02109		PC	K-12 Education Program	4,995,530
Building Hope	910 17th Street NW, Suite 1100, Washington, DC 20006		PF	K-12 Education Program	300,000
Bull Shoals Library Friends, Inc.	P.O. Box 406, Bull Shoals, AR 72619		PC	Community Based Giving	2,500
By Kids, Inc.	330 West End Avenue, #7A, New York, NY 10023		PC	Civic Grantmaking	5,932
C G Jung Educational Center of Houston Texas	5200 Montrose Boulevard, Houston, TX 77006		PC	Civic Grantmaking	5,000
Cabot Christmas Alliance, Inc.	P. O. Box 821, Cabot, AR 72023		PC	Community Based Giving	3,000
Cabot Scholarship Foundation, Inc.	200 West Main Street Cabot, AR 72023		PC	Community Based Giving	2,500
Caliber K-8 Charter School	4301 Berk Avenue, Richmond, CA 94804		GOV	Charter School Startup	250,000
California Academy of Sciences	55 Music Concourse Drive, San Francisco, CA 94118-4599		PC	Civic Grantmaking	30,000
California Charter Schools Association	250 East First Street, Suite 1000, Los Angeles, CA 90012-3811		PC	K-12 Education Program	5,000,000
Calm Waters Center for Children and Families, Inc.	4334 NW Expressway, Suite 101, Oklahoma City, OK 73116		PC	K-12 Education Program	2,500
Camelback Ventures, Inc.	643 Magazine Street, Ste 206, New Orleans, LA 70130		PC	Community Based Giving	500,000
Camp Aldersgate, Inc.	2000 Aldersgate Road, Little Rock, AR 72205		PC	Community Based Giving	5,000
Camp Caudle, Inc.	857 SR 164, Hector, AR 72843		PC	Organizational Effectiveness	7,500
Camp Southern Ground, Inc.	101 Gardner Park, Peachtree City, GA 30269		PC	Community Based Giving	15,000
Camp Summit, Inc.	17210 Campbell Rd., Suite 180-W, Dallas, TX 75252		PC	Community Based Giving	100,000
Camp War Eagle, Inc.	14323 Camp War Eagle Road, Rogers, AR 72756		POF	Community Based Giving	5,940,882
Caney City Library	100 North Ridgeway Street, Caney, KS 67333		PC	Community Based Giving	8,000
Caney Valley Historical Society	310 W. 4th Street, Caney, KS 67333		PC	Environment Program	2,000
Cape Cod Commercial Fishermen's Alliance, Inc.	1566 Main Street, Chatham, MA 02633		PC	Environment Program	850,000
Capitol City Lighthouse Charter School	401 Main Street, Suite 202, North Little Rock, AR 72114		GOV	Community Based Giving	250,000
Care Food Pantry, Inc.	220 N. Muskogee Avenue, Tahlequah, OK 74464		PC	Civic Grantmaking	5,000
Careity Foundation	P. O. Box 126038, Fort Worth, TX 76126		PC	Community Based Giving	25,000
Carl Albert State College Development Foundation	1507 South McKenna, Poteau, OK 74953		PC	Community Based Giving	2,800
Carl Junction Educational Foundation	206 South Roney, Carl Junction, MO 64834		PC	Civic Grantmaking	3,500
Carleton College	One N. College Street, Northfield, MN 55057		PC	Charter School Startup	211,950
Carmen High School of Science and Technology	1712 S. 32nd Street, Milwaukee, WI 53215		PC	K-12 Education Program	166,667

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Carnegie Foundation for Advancement Teaching	51 Vista Lane, Stanford, CA 94305		POF	K-12 Education Program	30,000
Carpe Diem – Northwest	301 N. Breiel Blvd., Suite 101, Middletown, OH 45042		GOV	Charter School Startup	250,000
Carroll and Madison Public Library Foundation	106 Spring Street, Berryville, AR 72616		PC	Civic Grantmaking	5,000
Carroll County Fair and Livestock Show, Inc.	104 CR 401, Berryville, AR 72616-0710		PC	Community Based Giving	3,250
Carthage R-9 School Foundation	710 Lyon Street, Carthage, MO 64836		PC	Community Based Giving	12,500
CASA - Court Appointed Special Advocates of Grayson County	1518 S. Austin Street, Sherman, TX 75090		PC	Community Based Giving	2,000
CASA of Northwest Arkansas, Inc.	5322 Bleaux Avenue, Suite A, Springdale, AR 72762		PC	Civic Grantmaking	2,000
Casa of Sebastian, Inc.	1216 Towson Ave, Fort Smith, AR 72901		PC	Community Based Giving	5,000
Cassville Senior Center, Inc.	1111 Fair Street, Cassville, MO 65625		PC	Community Based Giving	3,500
Castlemont Junior Academy Charter	8711 MacArthur Blvd, Oakland, CA 94605		GOV	Charter School Startup	250,000
Castlemont Primary Academy Charter	8711 MacArthur Blvd, Oakland, CA 94605		GOV	Charter School Startup	250,000
Catapult, Inc.	1390 Lawrence Street, #200, Denver, CO 80204		PC	K-12 Education Program	245,000
Catholic Charities & Community Services of the Archdiocese of Denver	4045 Pecos Street, Denver, CO 80211		PC	Civic Grantmaking	50,000
Catholic Diocese of Little Rock	P. O. Box 7565, Little Rock, AR 72217-7565		PC	Local and Civic Grantmaking	248,000
Cato Institute	1000 Massachusetts Avenue NW, Washington, DC 20001		PC	Civic Grantmaking	75,000
Catoosa Public Schools	2000 S. Cherokee, Catoosa, OK 74015		GOV	Community Based Giving	10,000
Causa Natura, A.C.	Ave. Nuevo Leon 213, Int. 104 Colonia Hipodromo, Condesa Delegación		NC	Environment Program	59,000
Celerity Dalton Charter School	3605 Ontario Street, Baton Rouge, LA 70805		GOV	Charter School Startup	250,000
Center for American Progress	1333 H Street NW, 10th Floor, Washington, DC 20005		PC	K-12 Education Program	500,000
Center for Education Reform	1901 L Street, NW, Suite 705, Washington, DC 20036		PC	K-12 Education Program	200,000
Center for Effective Philanthropy	675 Massachusetts Avenue, 7th Floor, Cambridge, MA 02139		PC	Civic Grantmaking	100,000
Center for Neighborhood Technology	2125 W North Ave, Chicago, IL 60647		PC	Civic Grantmaking	30,000
Center for Planning Excellence, Inc.	100 Lafayette Street, Baton Rouge, LA 70801		PC	Environment Program	100,000
Center for Rural Affairs	110 Maryland Ave Suite 209, Washington, DC 20002		PC	Environment Program	275,000
Center for Urban Teaching, Inc.	2600 W Wisconsin Ave, Milwaukee, WI 53233		PC	K-12 Education Program	550,000
Center for Watershed Protection	3290 North Ridge Road, Suite 290, Ellicott City, MD 21043		PC	Environment Program	45,000
Centers for Youth and Families, Inc.	5905 Forest Place, Suite 200, Little Rock, AR 72225-1801		PC	Community Based Giving	7,500
Central Baptist College	1501 College Avenue Conway, AR 72034-9939		PC	Community Based Giving	2,500
Centro Mexicano de Derecho Ambiental, A.C.	Atlixco 138 Colonia, Condesa, Mexico City, Mexico CP 06140		NC	Environment Program	125,111
Centro Mexicano Para La Defensa Del Medio Ambiente A.C.	Calle#10 No. 60-C, Zona Centro, Ensenada, Baja California, Mexico CP 22800		NC	Environment Program	40,000
Cerebral Palsy of Tri-County, Inc.	1401 West Austin, Webb City, MO 64870		PC	Community Based Giving	2,500
Ceres, Inc.	99 Chauncy Street, 6th Floor, Boston, MA 02111		PC	Environment Program	475,000
Chalkbeat, Inc.	1250 Broadway 30th Floor, New York, NY 10001		PC	K-12 Education Program	350,000
Challenged Athletes Foundation	9591 Waples Street, San Diego, CA 92121		PC	Civic Grantmaking	500
Chapin Hall at the University of Chicago	1313 E. 60th Street, Chicago, IL 60637		PC	Civic Grantmaking	40,000
Character Lab, Inc.	3701 Market Street, 2nd Floor, Philadelphia, PA 19104		PC	K-12 Education Program	1,055,809
Charles Armstrong School	1405 Solana Drive, Belmont, CA 94002		PC	Civic Grantmaking	25,000
Charter Board Partners	PO Box 73215, Washington, DC 20056		PC	K-12 Education Program	525,000
Charter Fund, Inc.	350 Interlocken Blvd, Suite 390, Broomfield, CO 80021		POF	K-12 Education Program	14,170,000
Charter School Partners	2800 University Avenue SE, Suite 201, Minneapolis, MN 55414		PC	K-12 Education Program	100,000
Charter Schools Development Corporation	6731 Columbia Gateway Dr, Suite 220, Columbia, MD 21046		PC	K-12 Education Program	200,000
Chicanos Por La Causa, Inc.	1112 E. Buckeye Rd, Phoenix, AZ 85034		PC	K-12 Education Program	209,046
Chiefs for Change	2164 Ferndale Avenue, Baton Rouge, LA 70808		PC	K-12 Education Program	500,000
Child Advocates of Silicon Valley, Inc.	509 Valley Way, Bldg 2, Milpitas, CA 95035		PC	Civic Grantmaking	5,000
Childhelp, Inc.	4350 E. Camelback Rd., Suite F250, Phoenix, AZ 85018		PC	Civic Grantmaking	83,334
Children Now	1404 Franklin Street, Suite 700, Oakland, CA 94612		PC	K-12 Education Program	100,000
Children's Health Council	650 Clark Way, Palo Alto, CA 94304		PC	Civic Grantmaking	1,000
Children's Hospital Colorado Foundation	13123 E 16th Avenue, B045, Aurora, CO 80045		PC	Civic Grantmaking	200,000
Children's Museum of Denver, Inc.	2121 Children's Museum Drive, Denver, CO 80211		PC	Civic Grantmaking	5,000
Children's Museum of Northwest Arkansas	1009 Museum Way, Bentonville, AR 72712		PC	Local and Civic Grantmaking	5,326,573

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Children's Musical Theater of Bartlesville	600 SE Delaware Avenue, Suite C, Bartlesville, OK 74003		PC	Community Based Giving	2,500
Children's Scholarship Fund	8 West 38th Street, 9th Floor, New York, NY 10018-6229		PC		7,563,500
Choate Rosemary Hall Foundation, Inc.	333 Christian Street, Wallingford, CT 06492-3800		PC	Civic Grantmaking	1,005,000
Christian Action Ministries	610 S. 6th Street, Suite 102, Branson, MO 65616		PC	Community Based Giving	5,000
Christian Associates of Table Rock Lake	13192 State Hwy 13, Kimberling City, MO 65686		PC	Community Based Giving	5,000
Church of the Pioneers Foundation	1155 University Drive Bldg. 3, Menlo Park, CA 94025		PC	Civic Grantmaking	5,000
Church Women United Duncan Toy Shop	P. O. Box 206, Duncan, OK 73534		PC	Community Based Giving	5,000
Circle Fresh Institute	4255 Yarrow St, Wheat Ridge, CO 80033		NC	Civic Grantmaking	110,000
Citizens of the World Charter Schools	5371 Wilshire Boulevard, Los Angeles, CA 90036		PC	Civic Grantmaking	250,000
City Connections, Inc.	10411 W. Markham Street, Suite 100, Little Rock, AR 72205		PC	Community Based Giving	7,500
City High School	11625 W. Pico Blvd, Los Angeles, CA 90064		GOV	Charter School Startup	250,000
City of Bentonville	117 West Central Boulevard, Bentonville, AR 72712		GOV	Local and Civic Grantmaking	436,205
City of Clarksdale	P.O. Box 940, Clarksdale, MS 38614		GOV	Local and Civic Grantmaking	94,641
City of Fayetteville	113 W. Mountain Street, Fayetteville, AR 72701		GOV	Local and Civic Grantmaking	685,044
City of Flippin	P. O. Box 40, Flippin, AR 72634		GOV	Civic Grantmaking	2,000
City of Fort Smith	623 Garrison Avenue, Fort Smith, AR 72901		GOV	Civic Grantmaking	1,000,000
City of Fort Worth - Animal Adoption Center	818 Missouri Avenue, Fort Worth, TX 76104		GOV	Civic Grantmaking	20,000
City of Gravette	604 First Avenue SE, Gravette, AR 72736		GOV	Civic Grantmaking	10,000
City of Lockwood	107 1/2 E 8th Street #B, Lockwood, MO 65682		GOV	Civic Grantmaking	10,000
City of Noel	201 Railroad Street, Noel, MO 64854		GOV	Civic Grantmaking	500
City of Nowata	701 E. Modoc Street, Nowata, OK 74048		GOV	Civic Grantmaking	6,000
City of Okmulgee Fire Department	333 N. Central Ave, Okmulgee, OK 74447		GOV	Civic Grantmaking	400
City of Rogers	301 W Chestnut, Rogers, AR 72756		GOV	Local and Civic Grantmaking	1,266,227
City of Siloam Springs	400 N. Broadway, Siloam Springs, AR 72761		GOV	Local and Civic Grantmaking	146,892
City of Springdale	201 North Spring Street, Springdale, AR 72764		GOV	Local and Civic Grantmaking	364,661
City of Vinita	P. O. Box 329, Vinita, OK 74301		GOV	Civic Grantmaking	10,000
City of Wagoner	231 Church Street, Wagoner, OK 74467		GOV	Civic Grantmaking	7,500
City of Yellville	P. O. Box 647, Yellville, AR 72687		GOV	Civic Grantmaking	2,000
City Year Denver	789 Sherman St #400, Denver, CO 80203		PC	Community Based Giving	343,334
City Year, Inc.	15 E 5th Street, Suite 1621, Tulsa, OK 74103		PC	Community Based Giving	10,000
cityWILD	304 Hudson Street, 3rd Floor, New York, NY 10013		PC	Civic Grantmaking	5,000
Civic Builders, Inc.	3532 Franklin St., Suite H, Denver, CO 80211		PC	K-12 Education Program	53,000
Civic Canopy	1901 SE J Street, Bentonville, AR 72712		PC	Community Based Giving	65,000
Civic Symphony of Benton County Guild, Inc. aka Arkansas Philharmonic	121 Cox Street, Benton, AR 72015		PC	Community Based Giving	5,000
Civitan Center	310 N. Weenonah, Claremore, OK 74017		PC	Civic Grantmaking	5,000
Claremore Public Schools Foundation	620 N. Main Street, Harrison, AR 72601		PC	Community Based Giving	5,000
Claude Parrish Radiation Institute Foundation, Inc.	374 Dairy Hollow Road, Eureka Springs, AR 72632		PC	Community Based Giving	2,500
Clear Spring School Incorporated	P.O. Box 256, Norman, OK 73070		PC	Community Based Giving	5,000
Cleveland County Christmas Store	1350 Lexington Ave., Norman, OK 73069-8478		PC	Community Based Giving	5,000
Cleveland County Family YMCA, Inc.	274 Richmond Road, London, UK E8 3QW		PC	Environment Program	5,000
ClientEarth	274 Richmond Road, London, UK E8 3QW		PC	Environment Program	270,000
Clothes to Kids of Denver Inc.	P.O. Box 100874, Denver, CO 80250		PC	Civic Grantmaking	2,000
Coaching Corps	310 Eighth Street, Suite 300, Oakland, CA 94607		PC	Civic Grantmaking	10,000
Coahoma County Board of Supervisors	1150 Wildcat Drive, Clarksdale, MS 38614		GOV	Local and Civic Grantmaking	69,004
Coalition to Restore Coastal Louisiana	1415 W Melody Lane, Bisbee, AZ 85603		PC	Environment Program	250,000
Cochise County	1819 Paseo San Luis, Sierra Vista, AZ 85635		PC	Environment Program	230,882
Cochise Water Project, Inc.	501 NE Missouri Road, Lee's Summit, MO 64086		PC	Community Based Giving	900,000
Coldwater of Lee's Summit	815 West Van Buren St., Suite 210, Chicago, IL 60607		PC	K-12 Education Program	5,000
Collaborative for Academic Social and Emotional Learning	250 Vesey Street, New York, NY 10281		PC	K-12 Education Program	22,885
College Entrance Examination Board	P. O. Box 17, Point Lookout, MO 65726		PC	Civic Grantmaking	225,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
College of the Ozarks	1189 Beall Ave, Wooster, OH 44691-2363		PC	Civic Grantmaking	25,000
College of Wooster	5552 Read Blvd, New Orleans, LA 70127		PC	K-12 Education Program	20,000
Collegiate Academies	3605 Martin Luther King Blvd, Denver, CO 80205		PC	Civic Grantmaking	150,000
Colorado Bright Beginnings	303 S. Broadway, Suite 200-329, Denver, CO 80209		PC	Civic Grantmaking	200,000
Colorado Child Advocacy Alliance	1580 Lincoln Street Suite 420, Denver, CO 80203		PC	K-12 Education Program	11,300
Colorado Children's Campaign, Inc.	1580 Lincoln Street Suite 420, Denver, CO 80203		PC	K-12 Education Program	110,000
Colorado Coalition for the Homeless	2111 Champa Street, Denver, CO 80205		PC	Civic Grantmaking	10,000
Colorado College	14 East Cache La Poudre Street, Colorado Springs, CO 80903-3298		PC	Endowment Giving	2,000,000
Colorado Department of Public Health and Environment	4300 Cherry Creek Drive South, A-5 EDO, Denver, CO 80246-1530		GOV	Civic Grantmaking	250,000
Colorado Fourteeners Initiative	1600 Jackson Street, Suite 352, Golden, CO 80401		PC	Civic Grantmaking	2,000
Colorado League of Charter Schools	2696 S. Colorado Blvd. Suite 250, Denver, CO 80222		PC	K-12 Education Program	1,090,000
Colorado Montessori Association	PO Box 361, Denver, CO 80202		PC	Organizational Effectiveness	25,000
Colorado Nonprofit Development Center	1390 Lawrence St, Suite 200, Denver, CO 80204		PC	K-12 Education Program	150,000
Colorado State University Foundation	410 University Services Center, Fort Collins, CO 80523		PC	Environment Program	280,000
Colorado Succeeds	1390 Lawrence St., Suite 200, Denver, CO 80204		PC	K-12 Education Program	60,000
Colorado Therapeutic Riding Center, Inc.	11968 Mineral Road, Longmont, CO 80504		PC	Civic Grantmaking	10,000
Colorado Water Trust, Inc.	1420 Ogden Street, Suite A2, Denver, CO 80218		PC	Environment Program	391,475
Colorado Watershed Assembly	P.O. Box 211729, Denver, CO 80221		PC	Environment Program	7,000
Colorado Youth Tennis Foundation	3300 E. Bayaud Avenue, Ste 201, Denver, CO 80209		PC	Civic Grantmaking	5,000
Columbia College	1001 Rogers Street, Columbia, MO 65216		PC	Civic Grantmaking	10,000
Columbia Public Schools	1104 North Providence Road, Columbia, MO 65203		GOV	Civic Grantmaking	2,000
Columbia University	435 West 116th Street, Box A-2, New York, NY 10027		PC	Civic Grantmaking	25,000
Columbus Elementary School	10620 E. 27th Street, Tulsa, OK 74129		GOV	Community Based Giving	3,500
Columbus Zoological Park Association - SECORE Project	9990 Riverside Drive, Powell, OH 43065		PC	Civic Grantmaking	50,000
Comanche County Memorial Foundation, Inc.	3401 W. Gore Blvd, Lawton, OK 73502		PC	Community Based Giving	25,000
Communities Foundation of Oklahoma, Inc.	2932 NW 122nd Street, Oklahoma City, OK 73120-1955		PC	Community Based Giving	5,000
Communities Foundation of Texas, Inc.	5500 Caruth Haven Lane, Dallas, TX 75225		PC	K-12 Education Program	45,200
Community Crisis Center, Inc.	PO Box 905, Miami, OK 74355		PC	Community Based Giving	5,000
Community Development Corporation of Bentonville Bella Vista	808 N. Main Street #1, Bentonville, AR 72712		PC	Civic Grantmaking	3,618,648
Community Development Partnership of Western Carroll County	P. O. Box 131, Eureka Springs, AR 72632		PC	Community Based Giving	5,000
Community Foundation of Jackson Hole	P. O. Box 1523, Driggs, ID 83422		PC	Civic Grantmaking	10,000
Community Foundation of New Jersey	35 Knox Hill Road, Morristown, NJ 07963		PC	K-12 Education Program	848,640
Community Foundation of North Texas	306 West 7th, Suite 1045, Fort Worth, TX 76102		PC	Civic Grantmaking	60,000
Community Foundation of the Ozarks, Inc.	425 E. Trafficway, Springfield, MO 65801		PC	Community Based Giving	7,500
Community LINC	4016 Troost Avenue, Kansas City, MO 64110		PC	Community Based Giving	5,000
Community Ministries International	1034 S. Mill Avenue, Tempe, AZ 85281		PC	Civic Grantmaking	1,000
Community Partnership of the Ozark, Inc.	330 N. Jefferson Ave # A, Springfield, MO 65806		PC	Community Based Giving	2,500
Community Service Council of Greater Tulsa	16 East 16th Street, Suite 202, Tulsa, OK 74119		PC	Community Based Giving	10,000
Compass Academy	789 Sherman St, Denver, CO 80203		PC	Charter School Startup	262,000
Compass for Lifelong Discovery	PO Box 336, Woody Creek, CO 81656		PC	Civic Grantmaking	333,334
Compass Montessori Secondary School	4441 Salvia Street, Golden, CO 80403		PC	K-12 Education Program	104,655
Comunidad y Biodiversidad, A.C.	#215 Colonia Lomas de Miramar, Guaymas, Sonora, Mx, CP85448		NC	Environment Program	635,650
Concerts for Kids	1616 17th Street, Suite 462, Denver, CO 80202		PC	Civic Grantmaking	1,000
Confluence Philanthropy, Inc.	475 Riverside Drive, Suite 900, New York, NY 10115		PC	Environment Program	7,500
Congressional Hispanic Caucus Institute, Inc.	1128 16th Street, NW, Washington, D.C 20036		PC	Civic Grantmaking	30,000
Connecticut Food Bank, Inc.	P. O. Box 8686, New Haven, CT 06531		PC	Civic Grantmaking	1,000
Conservation Colorado Education Fund	1536 Wynkoop Street, #510, Denver, CO 80202		PC	Environment Program	73,260
Conservation International Foundation	2011 Crystal Drive, Suite 500, Arlington, VA 22202		PC	Environment Program	10,577,784
Conservation Legacy	701 Camino del Rio, Suite 101, Durango, CO 81301		PC	Environment Program	171,522
Consultative Group on Biological Diversity	P. O. Box 29361, San Francisco, CA 94129		PC	Environment Program	92,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Conway County Community Service, Inc.	100 S. Cherokee, Morrilton, AR 72110		PC	Community Based Giving	5,000
Cookson Hills Christian Ministries	60416 Highway 10 , Kansas, OK 74347-9533		PC	Civic Grantmaking	40,000
Cornell University	120 Day Hall, Ithaca, NY 14853		PC	Environment Program	22,688
Cotter Gassville Rural Fire District Auxiliary	P.O. Box 332, Cotter, AR 72626		PC	Community Based Giving	1,500
Council for Economic Education	122 East 42nd Street, Suite 2600, New York, NY 10168		PC	Civic Grantmaking	20,000
Council of Churches of the Ozarks	P. O. Box 3947 627 N. Glenstone Springfield, MO 65808		PC	Community Based Giving	5,000
Council on Foundations	2121 Crystal Drive, Suite 700 Arlington, VA 22202		PC	Civic Grantmaking	244,500
Counseling & Recovery Services of Oklahoma, Inc.	7010 S Yale Ave, Suite 215, Tulsa, OK 74136-5743		PC	Community Based Giving	2,000
Covenant Keepers College Preparatory School	5615 Geyer Springs Road, Little Rock, AR 72209		GOV	Civic Grantmaking	323,736
Covenant Ministries, Inc.	P.O. Box 148, Hatfield, AR 71945		PC	Community Based Giving	2,500
Coweta Friends of the Library	120 E. Sycamore, Coweta, OK 74429		PC	Community Based Giving	1,000
Coweta Public Schools	P. O. Box 550, Coweta, OK 74429		GOV	Community Based Giving	6,000
Create Academy	32 W. Erie, Tempe, AZ 85282		PC	Charter School Startup	220,000
Creative Alliance of New Orleans	2326 Esplanade Avenue, New Orleans, LA 70119		PC	Civic Grantmaking	5,000
Credit & Homeownership Empowerment Services	3125 Gillham Plaza, Kansas City, MO 64109		PC	Community Based Giving	5,000
Credit Counseling of Arkansas, Inc.	P.O. Box 10168, Fayetteville, AR 72703		PC	Local and Civic Grantmaking	121,000
Cristo Rey Network	14 East Jackson Blvd., Suite 1200, Chicago, IL 60604		PC	K-12 Education Program	671,800
Cross Timbers Senior Citizen Center	102 NW 6th Ave, Mineral Wells, TX 76067		PC	Civic Grantmaking	5,000
Crystal Bridges - Museum of American Art, Inc.	600 Museum Way, Bentonville, AR 72712		PC	Local and Civic Grantmaking	1,000,000
Cypress Academy	4238 St. Charles Avenue, New Orleans, LA 70115		GOV	Charter School Startup	250,000
Cystic Fibrosis Foundation Headquarters	6931 Arlington Road, Suite 200, Bethesda, MD 20814		PC	Civic Grantmaking	10,000
Decatur Public Schools	1498 Stadium Avenue, Decatur, AR 72722		GOV	Community Based Giving	5,000
Deerfield Academy	7 Boyden Lane, Deerfield, MA 01342		PC	Civic Grantmaking	50,000
Delaware County Historical Society	PO Box 855, Jay, OK 74346		PC	Community Based Giving	2,000
Deliver Hope	PO Box 1752, Conway, AR 72033		PC	Community Based Giving	3,260
Delta Presents Outreach Foundation, Incorporated	P. O. Box 24636, Little Rock, AR 72221-4636		PC	Community Based Giving	5,000
Denison Independent School District	1201 South Rusk, Denison, TX 75020		GOV	Community Based Giving	10,000
Denison ISD Education Foundation, Inc.	1201 South Rusk Avenue Denison, TX 75020		PC	Community Based Giving	10,000
Denver Biennial of the Americas Corporation	730 Kalamath Street, Denver, CO 80204		PC	Civic Grantmaking	65,000
Denver Children's Advocacy Center	2149 Federal Boulevard, Denver, CO 80211		PC	Civic Grantmaking	258,432
Denver Foundation	55 Madison Street, 8th Floor, Denver, CO 80206		PC	K-12 Education Program	50,000
Denver Health Foundation	655 Broadway, Suite 750, Denver, CO 80203		PC	Civic Grantmaking	286,911
Denver Inner City Parish, Inc.	1212 Mariposa St, Denver, CO 80204		PC	Civic Grantmaking	40,000
Denver Public Schools	900 Grant Street, Denver, CO 80203		GOV	Civic Grantmaking	97,617
Denver Public Schools Foundation	1860 Lincoln Street, 9th Floor, Denver, CO 80203		PC	Civic Grantmaking	55,000
Denver School of Science and Technology	3401 Quebec Street Suite 7200, Denver, CO 80207		PC	K-12 Education Program	473,838
Denver Urban Scholars	3532 Franklin Street, Suite T, Denver, CO 80205		PC	Civic Grantmaking	10,000
Department of Human Services	511 S. Harper, Poteau, OK 74953		GOV	Community Based Giving	5,000
Derrick Johnsons Defend The Dream Foundation	59 Cavalier Blvd Suite 310, Florence, KY 41042		PC	Civic Grantmaking	5,000
Desert Botanical Garden	1201 N. Galvin Parkway, Phoenix, AZ 85008		PC	Civic Grantmaking	2,500
Dewey Public Schools	#1 Bulldogger Road Dewey, OK 74029		GOV	Community Based Giving	5,000
Diamond City Police Department	232 Grand Ave, Diamond City, AR 72630		GOV	Community Based Giving	2,500
Diocesan Council for the Society of St. Vincent de Paul Diocese Phoenix	420 W. Watkins Road, Phoenix, AZ 85003		PC	Civic Grantmaking	5,000
Discovery Center of Springfield	438 E. St. Louis Street, Springfield, MO 65806		PC	Community Based Giving	2,500
Discovery Institute	208 Columbia Street Seattle, WA 98104		PC	K-12 Education Program	200,000
Donnell-Kay Foundation, Inc.	730 17th St. Suite 950, Denver, CO 80202		PF	K-12 Education Program	80,000
DonorsChoose.org	134 W. 37th Street Floor 11, New York, NY 10018		PC	Civic Grantmaking	100,000
Door of Faith Ministries, Inc.	P. O. Box 6434, Chula Vista, CA 91909		PC	Organizational Effectiveness	3,000
Dora R-III School District	613 County Road 379, Dora, MO 65637		GOV	Community Based Giving	1,000
Down Syndrome Guild of Greater Kansas City, Inc.	5960 Dearborn Street, Suite 100, Mission, KS 66202		PC	Community Based Giving	5,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Downtown Bentonville, Inc.	410 SW A Street, Suite 2, Bentonville, AR 72712		PC	Local and Civic Grantmaking	190,952
Duke University	2200 West Main St, Suite 710, Durham, NC 27705		PC	Environment Program	206,044
Duncan Public Schools Foundation	P.O. Box 1882, Duncan, OK 73534-1882		PC	Community Based Giving	5,000
Dwight Presbyterian Mission	100995 S 4590 Rd, Vian, OK 74962		PC	Civic Grantmaking	844,106
EAA Aviation Foundation, Inc.	P.O. Box 3086, Oshkosh, WI 54903-3086		PC	Civic Grantmaking	50,000
Early Milestones Colorado	165 Madison St, Denver, CO 80206		PC	Civic Grantmaking	50,000
Earth Economics	107 N. Tacoma Ave, Tacoma, WA 98403		PC	Environment Program	60,000
East Harlem School at Exodus House	309 East 103rd Street, New York, NY 10029		PC	Civic Grantmaking	5,000
East Newton R-6 Charitable Foundation, Inc.	2208 East Highway 86, Granby, MO 64844		PC	Community Based Giving	4,000
Eastern Oklahoma District Library	814 W. Okmulgee, Muskogee, OK 74401		PC	Community Based Giving	12,500
Eastern Workforce Investment Board, Inc.	717 S. 32nd St, Muskogee, OK 74401		PC	Community Based Giving	5,000
Ecclesia Inc. - Ecclesia College	9653 Nations Drive, Springdale, AR 72762		PC	Community Based Giving	5,000
Echoing Green Foundation	462 Seventh Avenue, Thirteenth Floor, New York, NY 10018		PC	K-12 Education Program	705,127
Ecology Project International	315 South 4th Street East, Missoula, MT 59801		PC	Environment Program	450,000
EdBuild, Inc.	295 Newark Avenue, 2nd Floor, Jersey City, NJ 07302		PC	K-12 Education Program	150,000
EdFuel	1805 7th Street NW 7th Floor, Washington, DC 20001		PC	K-12 Education Program	396,544
Edgewood Center for Children and Families	1801 Vicente Street, San Francisco, CA 94116		PC	Civic Grantmaking	1,000
Editorial Projects in Education, Inc.	6935 Arlington Road, Suite 100, Bethesda, MD 20814		PC	K-12 Education Program	70,000
Edmond Public Schools Foundation, Inc.	1001 West Danforth Road, Edmond, OK 73083-3103		PC	Community Based Giving	5,000
Edmond YMCA	1220 South Rankin, Edmond, OK 73034		PC	Community Based Giving	5,000
Education Analytics, LLC	131 W. Wilson St., Suite 200, Madison, WI 53703		PC	K-12 Education Program	239,593
Education Cities, Inc.	PO Box 11547, Memphis, TN 38111		PC	K-12 Education Program	700,000
Education Pioneers, Inc.	1625 Clay Street, Suite 300, Oakland, CA 94612		PC	K-12 Education Program	1,500,000
Education Reform Now, Inc.	325 Gold Street, Suite 201, Brooklyn, NY 11201		PC	K-12 Education Program	4,249,337
Education Trust, Inc.	1250 H Street, NW, Suite 700, Washington, DC 20005		PC	K-12 Education Program	359,000
Education Trust-West	1814 Franklin St., Suite 220, Oakland, CA 94612		PC	K-12 Education Program	162,500
Education Writers Association	3516 Connecticut Avenue, NW, Washington, DC 20008		PC	K-12 Education Program	175,000
Educational Enterprises, Inc.	20935 West Swenson Drive, Suite 101, Waukesha, WI 53186		PC	K-12 Education Program	525,000
Educators for Excellence	80 Pine Street, 28th Floor, New York, NY 10005		PC	K-12 Education Program	925,000
EdVoice Institute for Research and Education	1107 9th Street, #680, Sacramento, CA 95814		PC	K-12 Education Program	29,000
El Centro, Inc.	650 Minnesota Avenue, Kansas City, KS 66101		PC	Community Based Giving	5,000
El Instituto El Mangle A.C.	Acceso ZOFEMAT 3230 Colonia El Manglito, La Paz, B.C.S., Mexico C.P. 23060		NC	Organizational Effectiveness	101,667
Elementary Institute of Science	608 51st Street, San Diego, CA 92114		PC	Civic Grantmaking	50,000
Elkins Public Schools	394 N. Center, Elkins, AR 72727		GOV	Community Based Giving	5,000
Emergency Infant Services	222 S. Houston Avenue, Tulsa, OK 74127		PC	Community Based Giving	10,000
Empower College Prep	5757 N Central Ave, Phoenix, AZ 85012		GOV	Charter School Startup	250,000
Enactus	1959 East Kerr Street, Springfield, MO 65803-4775		PC	Civic Grantmaking	150,000
Environment Colorado Research and Policy Center, Inc.	1543 Wazee St., Ste. 400, Denver, CO 80202		PC	Civic Grantmaking	10,000
Environmental Defense Fund, Inc.	257 Park Avenue South, New York, NY 10010		PC	Environment Program	15,442,301
Environmental Grantmakers Association	475 Riverside Drive, Suite 960, New York, NY 10115		PC	Environment Program	34,150
Environmental Law and Policy Center of the Midwest	35 East Wacker Drive, Suite 1600, Chicago, IL 60601-2110		PC	Civic Grantmaking	350,000
Environmental Law Institute	1730 M St. NW, Suite 700, Washington, DC 20036		PC	Environment Program	265,000
Environmental Learning for Kids	14460 E. 50th Ave, Denver, CO 80239-6440		PC	Civic Grantmaking	10,000
Environmental Working Group	1436 U Street NW, Suite 100, Washington, DC 20009		PC	Environment Program	250,000
Equitas Academy #3	1700 W. Pico Blvd, Los Angeles, CA 90015		GOV	Charter School Startup	250,000
Equitas Academy 4	1700 W. Pico Blvd, Los Angeles, CA 90015		GOV	Charter School Startup	250,000
e-STEM Public Charter Schools, Inc.	200 River Market Drive, Suite 225, Little Rock, AR 72201		PC	Local and Civic Grantmaking	923,988
Eufaula Public Schools	215 N. 6th, Eufaula, OK 74432		GOV	Community Based Giving	10,000
Evergreen State College Foundation	2700 Evergreen Parkway NW, Olympia, WA 98505		PC	Civic Grantmaking	10,000
Exalt Education	1818 N. Taylor St., Suite B, Little Rock, AR 72207-4367		PC	Charter School Startup	550,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Excellent Education Development	11858 LaGrange Avenue, 2nd Floor, Los Angeles, CA 90025		PC	K-12 Education Program	238,000
Excellent Schools Detroit	2111 Woodward Ave, Suite 506, Detroit, MI 48201		PC	K-12 Education Program	533,000
Executive Services Corps of Central Oklahoma	600 N Walker, Suite 210, Oklahoma City, OK 73154-0403		PC	Community Based Giving	2,500
Experimental Station	6100 S Blackstone Ave., Chicago, IL 60637		PC	Organizational Effectiveness	100,000
Exploratorium	Pier 15, San Francisco, CA 94111-1456		PC	Civic Grantmaking	2,000
Faith Medical Missions	510 W. Chickasha Avenue, Chickasha, OK 73018		PC	Community Based Giving	3,000
Faithacts for Education, Inc.	285 Fairfield Avenue, Bridgeport, CT 06604		PC	K-12 Education Program	100,000
Families Empowered	3900 Essex Lane Suite 1200, Houston, TX 77027		PC	K-12 Education Program	239,500
Families for Excellent Schools, Inc.	80 Pine Street, 32nd Floor, New York, NY 10005		PC	K-12 Education Program	6,400,000
Family & Childrens Services, Inc.	650 South Peoria, Tulsa, OK 74120		PC	Community Based Giving	2,000
Family House, Inc.	50 Irving St., San Francisco, CA 94122		PC	Organizational Effectiveness	10,000
Family Resource Services of Lonoke, Inc.	206 S. Center Street, Lonoke, AR 72086		PC	Community Based Giving	2,880
Family Star, Inc.	2246 Federal Blvd., Denver, CO 80211		PC	Civic Grantmaking	20,000
Family YMCA of Bartlesville	101 N.E. Osage, Bartlesville, OK 74003		PC	Community Based Giving	5,000
Farmington High School	278 W. Main, Farmington, AR 72730		GOV	Community Based Giving	7,000
Farmington Public Schools - Farmington School District	42 South Double Springs Road, Farmington, AR 72730		GOV	Community Based Giving	5,000
Faulkner County Council on Aging, Inc.	1620 Donaghey Avenue, Conway, AR 72034-3221		PC	Community Based Giving	5,000
Fay School	48 Main Street, Southborough, MA 01772-9106		PC	Civic Grantmaking	10,000
Fayetteville Natural Heritage Association	PO Box 3635, Fayetteville, AR 72702		PC	Local and Civic Grantmaking	65,000
Fayetteville Public Library	401 W. Mountain Street, Fayetteville, AR 72701		GOV	Community Based Giving	8,000
Fayetteville School District #1	1000 West Bulldog Boulevard, Fayetteville, AR 72701		GOV	Charter School Startup	17,775
Fellowship of Christian Athletes	P.O. Box 434, Lowell, AR 72745		PC	Community Based Giving	20,000
Ferncliff Camp and Conference Center	1720 Ferncliff Road, Little Rock, AR 72223-9977		PC	Civic Grantmaking	510,000
Field to Market	777 N. Capitol Street NE, Suite 803, Washington, DC 20002		PC	Environment Program	267,200
Fine Arts Institute of Edmond	27 E. Edwards Street, Edmond, OK 73083		PC	Community Based Giving	5,000
FishChoice, Inc	P.O. Box 531, Fort Collins, CO 80522		PC	Environment Program	250,000
FishWise	P.O. Box 233, Santa Cruz, CA 95061		PC	Environment Program	300,000
FJC A Foundation of Donor Advised Funds	520 Eighth Avenue, 20th Floor, New York, NY 10018		PC	International Education,	10,000
Flying Hogs Aero-Club	711 W. Dickson Street, Fayetteville, AR 72701		PC	Organizational Effectiveness	12,500
Focus on Greenwood	P. O. Box 3551, Greenwood, AR 72936		PC	Community Based Giving	3,000
Folds of Honor Foundation	5800 Patriot Drive, Owasso, OK 74055		PC	Community Based Giving	2,000
Fondo Mexicano para la Conservacion de la Naturaleza, A.C.	Calle Damas No. 49 Col. San Jose, Insurgentes, Mexico, D.F., Mexico CP		PC	Environment Program	100,000
Food and Shelter, Inc.	104 West Comanche, Norman, OK 73069		PC	Community Based Giving	5,000
Food Bank of North Central Arkansas Norfolk Community Care Program, Inc.	P. O. Box 128, Norfolk, AR 72658		PC	Community Based Giving	10,000
Foothills United Way, Inc	1285 Cimarron Drive, Ste 101, Lafayette, CO 80026		PC	Civic Grantmaking	50,000
Forrester-Davis Development Center, Inc.	1000 West Buchanan Street, Clarksville, AR 72830		PC	Community Based Giving	3,000
Fort Smith Boys and Girls Clubs	4905 North "O" Street, Fort Smith, AR 72904		PC	Civic Grantmaking	7,500
Fort Smith Chamber Economic Development Foundation, Inc.	612 Garrison Avenue, Fort Smith, AR 72901		PC	Community Based Giving	2,500
Fort Smith Childrens Service League, Inc.	P. O. Box 10008, Fort Smith, AR 72917		PC	Community Based Giving	3,500
Fort Smith Emergency Medical Services	P. O. Box 180010, Fort Smith, AR 72918		PC	Community Based Giving	1,500
Fort Smith Public Library	3201 Rogers Avenue, Fort Smith, AR 72901		PC	Community Based Giving	5,000
Fort Smith Public Schools	P. O. Box 1932, Fort Smith, AR 72902-1948		GOV	Community Based Giving	3,500
Fort Smith Public Schools Foundation, Inc.	P. O. Box 1932, Fort Smith, AR 72902		PC	Community Based Giving	6,000
Fort Worth Modern Art Museum Association	3200 Darnel Street, Fort Worth, TX 76107		PC	Civic Grantmaking	65,000
Fort Worth Museum of Science and History	1600 Gendy Street, Fort Worth, TX 76107		PC	Civic Grantmaking	25,000
Fort Worth Zoological Association, Inc.	1989 Colonial Parkway, Fort Worth, TX 76110		PC	Civic Grantmaking	500,000
Foundation Center	79 Fifth Avenue, New York, NY 100033076		PC	K-12 Education Program	12,480
Foundation for Excellence in Education, Inc.	215 S. Monroe Street, Suite 420, Tallahassee, FL 32301		PC	K-12 Education Program	3,000,000
Foundation for Exceptional Warriors, Inc.	P. O. Box 99, Pryor, OK 74362		PC	Community Based Giving	5,000
Foundation for Homan Square	2211 York Road, Suite 207, Oak Brook, IL 60523		PC	Civic Grantmaking	30,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Foundation For Living Medicine	4848 E. Cactus Road Suite 506, Scottsdale, AZ 85254		PC	Civic Grantmaking	30,000
Franklin County Cancer Foundation, Inc.	215 Main Street, Ottawa, KS 66067		PC	Community Based Giving	5,000
Franklin County Learning Center	PO Box 329, Ozark, AR 72949		PC	Community Based Giving	3,250
Free Medical Clinic of Mayes County, Inc.	118 N. Adair Street, Pryor, OK 74362		PC	Community Based Giving	5,000
Freedom House	P.O. Box 1626, Weatherford, TX 76086		PC	Civic Grantmaking	5,000
Friends of Arkansas Singletrack	350 Pea Ridge Rd., Pineville, MO 64856		PC	Civic Grantmaking	24,245
Friends of Choice in Urban Schools	1436 U Street N.W. Suite 204, Washington, DC 20009		PC	K-12 Education Program	891,627
Friends of Marolt Park	221 S. 7th Street, Aspen, CO 81611-1641		PC	Civic Grantmaking	1,000
Friends of the Alma Public Library of Alma	624 Fayetteville Avenue, Alma, AR 72921		PC	Community Based Giving	2,500
Friends of the Brazos River, Inc.	6336 Goliad Ave, Dallas, TX 75214		PC	Organizational Effectiveness	10,000
Friends of the Palo Alto Junior Museum and Zoo	1451 Middlefield Road, Palo Alto, CA 94301		PC	Civic Grantmaking	1,000
Friends of the Siloam Springs Library Foundation	401 West University, Siloam Springs, AR 72761		PC	Community Based Giving	25,000
Friends of the Southborough Council On Aging, Inc.	9 Cordaville Road, Southborough, MA 071772		PC	Civic Grantmaking	2,500
Friends of the Southborough Library	25 Main St, Southborough, MA 01772		PC	Civic Grantmaking	2,500
Friends of the Verde River Greenway	PO Box 2535, Cottonwood, AZ 86326		PC	Environment Program	668,101
Friendship Public Charter School Armstrong Campus	120 Q Street NE, Washington, DC 20017	GOV		Charter School Startup	250,000
Fuller Theological Seminary	135 N. Oakland Avenue, Pasadena, CA 91182		PC	Civic Grantmaking	10,000
Fun in the Sun Ministries, Inc.	2079 Peninsula Drive, Shell Knob, MO 65747		PC	Community Based Giving	3,000
Fundación Viento Sur	Malaga 529 depto 203, Las Condes, Santiago, Chile		NC	International Education,	388,417
Garland County Historical Society	328 Quapaw Avenue, Hot Springs, AR 71903		PC	Community Based Giving	1,000
Genesis House, Inc.	1402 N Inglewood Street, Siloam Springs, AR 72761		PC	Community Based Giving	4,000
Gentry Public Schools	201 S. Giles Avenue, Gentry, AR 72734	GOV		Community Based Giving	5,000
George Washington University	2121 I ST NW, Suite 601, Washington, DC 20052		PC	K-12 Education Program	129,789
Georgetown University	2233 Wisconsin Avenue, NW Suite 440, Washington, DC 20057-1253		PC	K-12 Education Program	1,667,994
Georgia Chamber of Commerce Foundation, Inc.	270 Peachtree Street NW, Atlanta, GA 30303		PC	K-12 Education Program	382,000
Georgia Charter Schools Association, Inc.	211 Perimeter Center Parkway, Suite 1000, Atlanta, GA 30346		PC	K-12 Education Program	688,758
Gestalt Community Schools	2650 Thousand Oaks Blvd., Suite 2370, Memphis, TN 38118		PC	K-12 Education Program	36,650
Gideon's International	P.O. Box 1211, Bentonville, AR 72712		PC	Civic Grantmaking	1,000
Gift of Hope, Inc.	15366 US Highway 160, Forsyth, MO 65653		PC	Community Based Giving	2,500
Gila Watershed Partnership of Arizona	P.O. Box 1614, Thatcher, AZ 85552		PC	Environment Program	564,156
Girl Scouts - Arizona Cactus-Pine Council, Inc.	119 East Cornado Road, Phoenix, AZ 85004		PC	Civic Grantmaking	25,000
Girl Scouts - Diamonds of Arkansas Oklahoma and Texas	2080 East Joyce Boulevard, Fayetteville, AR 72703		PC	Civic Grantmaking	18,000
Girl Scouts of Alaska	3911 Turnagain Blvd. East, Anchorage, AK 99517-2464		PC	Civic Grantmaking	5,000
Girl Scouts of Colorado	3801 E. Florida Ave, Ste. 720, Denver, CO 80210		PC	Civic Grantmaking	2,000
Girl Scouts of Eastern Oklahoma	2432 East 51st Street, Tulsa, OK 74105-6002		PC	Civic Grantmaking	5,000
Girl Scouts Western Oklahoma, Inc.	6100 N Robinson, Oklahoma City, OK 73118		PC	Civic Grantmaking	10,000
Girls Athletic Leadership School Los Angeles	735 MARINE ST APT 2, Santa Monica, CA 90405		PC	Charter School Startup	250,000
Girls Incorporated of Metro Denver	1499 Julian Street, Denver, CO 80204		PC	Civic Grantmaking	5,000
Girls Shelter of Fort Smith Ark., Inc.	2600 Raleigh Street, Fort Smith, AR 72913		PC	Community Based Giving	5,000
Giving Back Fund, Inc.	6033 West Century Blvd., Ste. 350, Los Angeles, CA 90045		PC	Civic Grantmaking	5,000
Global Gardens	3501 East 107th Place, Tulsa, OK 74137		PC	Community Based Giving	2,500
Global Preparatory Academy	3651 TOTEM, Indianapolis, IN 46208		PC	Charter School Startup	250,000
Good Shepherd Ministries of Oklahoma, Inc.	1201 N. Harvey Ave, Oklahoma City, OK 73103		PC	Community Based Giving	10,000
Governor Dummer Academy	1 Elm Street, Byfield, MA 01922		PC	Civic Grantmaking	35,000
Graland Country Day	55 Clemont Street, Denver, CO 80220		PC	Civic Grantmaking	20,000
Grand Canyon River Guides	P O Box 1934, Flagstaff, AZ 86002		PC	Civic Grantmaking	10,000
Grand Canyon Trust	2601 N. Fort Valley Road, Flagstaff, AZ 86001		PC	Civic Grantmaking	50,000
Grand Canyon Youth	P.O. Box 23376, Flagstaff, AZ 86002		PC	Organizational Effectiveness	164,819
Grand Staircase-Escalante Partners Inc	745 Highway 89 East, Kanab, UT 84741		PC	Environment Program	465,181
Grantmakers for Education	851 SW 6th Avenue, Suite 350, Portland, OR 97204		PC	K-12 Education Program	52,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Grantmakers for Effective Organizations	1725 DeSales Street NW, Suite 404, Washington, DC 20036		PC	Civic Grantmaking	25,000
Grayson County Shelter	331 West Morton Street, Denison, TX 75020		PC	Community Based Giving	2,000
Great Lakes Education Foundation	PO Box 27503, Lansing, MI 48909		PC	K-12 Education Program	176,150
Great Oakland Public Schools Leadership Center	54 Washington Street, Oakland, CA 94606		PC	K-12 Education Program	400,000
Great Work Education Holdings, Inc.	P.O. Box 140931, Edgewater, CO 80214		POF	Organizational Effectiveness	1,227,142
Great Work Montessori Learning Community	PO Box 40931, Edgewater, CO 80214		NC	Organizational Effectiveness	118,000
Great Work, Inc.	5703 W 25th Ave, Edgewater, CO 80214		PC	Organizational Effectiveness	725,000
Greater Houston Community Foundation	5120 Woodway Drive, Suite 6000, Houston, TX 77056		PC	K-12 Education Program	98,750
Greater New Orleans Development Foundation	1100 Poydras Street, Suite 3475, New Orleans, LA 70163		PC	Environment Program	322,000
Greater OKC Youth Sports Association	13929 Quail Pointe Drive, Oklahoma City, OK 73134		PC	Community Based Giving	5,000
GreatSchools	1999 Harrison Street, Suite 1100, Oakland, CA 94612		PC	K-12 Education Program	2,500,000
Green Country Free Clinic	500 S.E. Frank Phillips Boulevard, Bartlesville, OK 74003		GOV	Community Based Giving	5,000
Greenland Public Schools	P. O. Box 57, Greenland, AR 72737		GOV	Community Based Giving	2,500
Greenway Foundation, Inc.	1855 S. Pearl Street, Suite 40, Denver, CO 80210-3159		PC	Civic Grantmaking	25,000
Greenwood Cultural Center, Inc.	322 North Greenwood Avenue, Tulsa, OK 74120		PC	Community Based Giving	2,500
Grid Alternatives	1171 Ocean Avenue, Suite 200, Oakland, CA 94608		PC	Civic Grantmaking	50,000
Griot Arts, Inc	278 Sunflower Ave, Clarksdale, MS 38614		PC	Local and Civic Grantmaking	27,500
Grove Community Playmakers, Inc.	P.O. Box 450236, Grove, OK 74345		PC	Community Based Giving	5,000
Grove Public Schools	300 Ford Road, Grove, OK 74344		GOV	Community Based Giving	2,000
Growing Home, Inc.	2732 N. Clark, Ste. 310, Chicago, IL 60614		PC	Organizational Effectiveness	50,000
Growing Power	5500 W. Silver Spring Drive, Milwaukee, WI 53218		PC	Organizational Effectiveness	287,598
GSV Event Media, LLC	875 N Michigan Ave, Suite 3520, Chicago, IL 60611		NC	K-12 Education Program	150,000
GSV Summit, LLC	875 N Michigan Avenue, Suite 3520, Chicago, IL 60611		NC	K-12 Education Program	100,000
Gulf of Maine Research Institute	350 Commercial Street, Portland, ME 04101		PC	Environment Program	10,000
Gulf Restoration Network	330 Carondelet Street 3rd Floor, New Orleans, LA 70130		PC	Environment Program	75,000
Haas Hall Academy	3155 North College Ave, Suite 108, Fayetteville, AR 72703		PC	Local and Civic Grantmaking	492,855
Habitat for Humanity Greater San Francisco, Inc.	500 Washington Street Ste. 250, San Francisco, CA 94111		PC	Civic Grantmaking	10,000
Habitat for Humanity of Benton County, Inc.	1212 N. Walton Blvd., Bentonville, AR 72712		PC	Civic Grantmaking	10,000
Hamilton House-Child and Family Safety Center, Inc.	2713 S. 74th Street, Suite 103, Fort Smith, AR 72903		PC	Community Based Giving	3,000
Happy Hill Farm Children's Home, Inc.	3846 N. Hwy. 144, Granbury, TX 76048		PC	Civic Grantmaking	20,000
Harbor House Inc of Fort Smith	3900 Armour Street, Fort Smith, AR 72904		PC	Community Based Giving	5,000
Harlem School of the Arts, Inc.	645 Saint Nicholas Avenue, New York, NY 10030		PC	Civic Grantmaking	10,000
Harrison Affordable Housing Initiatives	P.O. Box 1715, Harrison, AR 72601		PC	Community Based Giving	2,500
Harrison Chamber Foundation, Inc.	621 E. Rush Avenue, Harrison, AR 72601		PC	Community Based Giving	1,000
Healthy Child Healthy World, Inc.	8383 Wilshire Blvd, Suite 800, Beverly Hills, CA 90211		PC	Civic Grantmaking	1,000
Healthy Nevada	212 W Walnut Street, Suite B, Nevada, MO 64772		PC	Community Based Giving	7,000
Hearts Afire Foundation	3037 Whitegate Drive, Merced, CA 95340-2773		PC	Civic Grantmaking	2,000
Hearts and Homes of Arkansas, Inc.	11224 Executive Center Drive, Little Rock, AR 72211		PC	Community Based Giving	2,500
Hearts for Hearing Foundation	3525 NW 56th Street, Suite A-150, Oklahoma City, OK 73112		PC	Community Based Giving	5,000
Heritage Foundation	214 Massachusetts Ave., NE, Washington, DC 20002		PC	Civic Grantmaking	5,000
Herring Gut Learning Center	59 Factory Road, Port Clyde, ME 04855		PC	Civic Grantmaking	10,000
Herron High School	110 E. 16th Street, Indianapolis, IN 46202		PC	Charter School Startup	250,000
High Aspirations Incorporated	6320 Brookside Plaza, Ste. 263, Kansas City, MO 64113		PC	Community Based Giving	5,000
High Country Conservation Advocates	P.O. Box 1066, Crested Butte, CO 81224		PC	Environment Program	94,840
High Country News	P. O. Box 1090, Paonia, CO 81428		PC	Civic Grantmaking	5,000
High Tech High Graduate School of Education	2150 Cushing Road, San Diego, CA 92106		PC	K-12 Education Program	779,880
His Plans, Inc.	901 Mahoney Road, Cabot, AR 72023		PC	Community Based Giving	2,000
Hispanic Council for Reform and Educational Options	4095 State Road 7, Ste L#151, Wellington, FL 33449		PC	K-12 Education Program	50,000
Hispanic Scholarship Fund	1411 W. 190th Street, Suite 700, Gardena, CA 90248		PC	Local and Civic Grantmaking	152,500
Historic Preservation Alliance of Arkansas, Inc.	P.O. Box 305, Little Rock, AR 72203		PC	Civic Grantmaking	2,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Home Hospice of Grayson County	505 W. Center Street, Sherman, TX 75091-2306		PC	Community Based Giving	2,000
Hoover Institution, Stanford University	434 Galvez Mall, Stanford, CA 94305-6010		PC	K-12 Education Program	590,000
Hope Foundation	P.O. Box 1642, Springfield, MO 65801		PC	Community Based Giving	2,500
Hope Women's Shelter, Inc.	P.O. Box 1650, Mineral Wells, TX 76068		PC	Civic Grantmaking	21,000
Hopi Foundation	P.O. Box 1500, Keams Canyon, AZ 86034		PC	Civic Grantmaking	2,500
Horses for Healing, Inc.	14673 Daniels Road, Bentonville, AR 72712		PC	Civic Grantmaking	35,000
Hospital Development Foundation, Inc.	624 Hospital Drive, Mountain Home, AR 72654		PC	Community Based Giving	6,000
Hospitality House of Tulsa, Inc.	1135 South Victor Avenue, Tulsa, OK 74104		PC	Community Based Giving	10,000
Hot Springs Area Cultural Alliance	P.O. Box 21358, Hot Springs National Park, AR 71903		PC	Community Based Giving	5,000
Hot Springs Community Band	P.O. Box 8667, Hot Springs, AR 71910-8667		PC	Community Based Giving	1,000
Hot Springs Documentary Film Institute	659 Ouachita Avenue, Hot Springs, AR 71901		PC	Community Based Giving	5,000
Hot Springs Village Community Foundation, Inc.	P. O. Box 8024, Hot Springs Village, AR 71910-8024		PC	Community Based Giving	3,000
Hot Springs Village Players, Inc.	P.O. Box 8404, Hot Springs Village, AR 71910		PC	Community Based Giving	3,000
Hot Springs Village Transportation Group	198 Carmona Rd, Hot Springs, AR 71910		PC	Community Based Giving	3,000
Humane Society of Grove and Grand Lake, Inc.	64301 E 290 Rd, Grove, OK 74344-7912		PC	Community Based Giving	3,000
Huntsville School District	156 School Drive, Huntsville, AR 72740		GOV	Community Based Giving	10,000
I Choose Hope, Inc.	4126 N. Valerie Drive, Fayetteville, AR 72703		PC	Community Based Giving	1,000
ICF - International Community Foundation	2505 N Avenue, National City, CA 91950		PC	Environment Program	177,200
IFF	333 South Wabash Ave., Suite 2800, Chicago, IL 60604		PC	K-12 Education Program	229,841
Illinois Network of Charter Schools	150 N Michigan Ave, Suite 430, Chicago, IL 60601		PC	K-12 Education Program	866,810
Illinois River Watershed Partnership	PO Box 205, Cave Springs, AR 72718		PC	Local and Civic Grantmaking	200,000
Illinois Stewardship Alliance	230 Broadway St., Suite 200, Springfield, IL 62701		PC	Environment Program	145,000
Independence Institute	727 East 16th Ave, Denver, CO 80203		PC	K-12 Education Program	175,000
Innovate Public Schools	1400 Parkmoor Avenue, Suite 240, San Jose, CA 95126		PC	K-12 Education Program	375,000
Innovation Network, Inc.	1625 K Street NW, Suite 1050, Washington, DC 20006		PC	Civic Grantmaking	50,000
Inspiration Point Fine Arts Colony	P.O. Box 127, Eureka Springs, AR 72632		PC	Civic Grantmaking	5,000
Institute for Humane Studies	3301 N. Fairfax Drive, Suite 440, Arlington, VA 22201-4432		PC	Civic Grantmaking	40,000
Institute for Innovation in Public School Choice, Inc.	282 21st Street 4B, Brooklyn, NY 11215		PC	K-12 Education Program	30,000
Institute For Justice	901 North Glebe Road Suite 900, Arlington, VA 22203		PC	K-12 Education Program	500,000
Institute for Quality Education, Inc.	101 W. Ohio Street, Suite 700, Indianapolis, IN 46204		PC	K-12 Education Program	450,000
Interarts, Inc. aka Hot Springs Music Festival	468 Propsect Avenue, Hot Springs, AR 71901		PC	Community Based Giving	2,500
Intercultural Center for the Study of Deserts and Oceans	P.O. Box 44208, Tucson, AZ 85733		PC	Environment Program	100,000
International Conservation Caucus Foundation	1200 Potomac St. NW, Washington, DC 20007		PC	Environment Program	250,000
International Mountain Bicycling Association	4888 Pearl East Circle Suite 200E, Boulder, CO 80301-2491		PC	Civic Grantmaking	152,674
International Seafood Sustainability Foundation, Inc.	601 New Jersey Ave NW Suite 220, Washington, DC 20001		PC	Environment Program	350,000
Invest in Kids	1775 Sherman St., Ste. 2075, Denver, CO 80203		PC	Civic Grantmaking	99,988
Iowa Environmental Council	521 E. Locust St., Suite 220, Des Moines, IA 50309		PC	Environment Program	125,000
Iowa State University of Science and Technology	1138 Pearson Hall, Ames, IA 50011-2207		PC	Environment Program	60,000
ISEAL Alliance	The Wenlock Centre 50-52 Wharf Road, London, UK N1 7EU		NC	Environment Program	621,986
Izaak Walton League of America	707 Conservation Lane, Gaithersburg, MD 20878		PC	Environment Program	72,772
James and Dorothy Doss Heritage and Culture Center of Parker County	P. O. Box 215, Weatherford, TX 76086		PC	Civic Grantmaking	10,000
James Madison Institute for Public Policy Studies, Inc.	100 North Duval Street, Tallahassee, FL 32301		PC	K-12 Education Program	125,000
Jasper R-5 Schools	201 West Mercer Street, Jasper, MO 64755		GOV	Community Based Giving	2,500
Jasper School District	P. O. Box 446, Jasper, AR 72641		GOV	Community Based Giving	13,500
Jay Public Schools Educational Foundation, Inc.	PO Box 630, Jay, OK 74346		PC	Community Based Giving	4,500
Jefferson RISE Charter School	PO Box 1550, Marrero, LA 70073		GOV	Charter School Startup	250,000
Jessieville School District Foundation, Inc.	P.O. Box 4, Jessieville, AR 71949		PC	Community Based Giving	3,000
Jesus Was Homeless, Inc.	2005 West Hwy 76 Suite 106, Branson, MO 65616		PC	Community Based Giving	2,500
John Brown University	2000 West University Street, Siloam Springs, AR 72761		PC	Civic Grantmaking	47,500
Johnson C. Smith Theological Seminary	1024 Ponce deLeon Ave. NE, Atlanta, GA 30306		PC	Civic Grantmaking	5,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Jones Center for Families, Inc.	922 E. Emma Avenue, Springdale, AR 72764		PC	Civic Grantmaking	20,000
Joplin Business and Industrial Development Corporation	320 East 4th Street, Joplin, MO 64801		PC	Community Based Giving	15,000
Joplin Regional Medical School Alliance	3947 S. 103rd East Avenue, Tulsa, OK 74146		PC	Community Based Giving	25,000
Junior Achievement of Oklahoma, Inc.	P.O. Box 52, Rogers, AR 72757-0052		PC	Community Based Giving	10,000
Justice Alma Wilson Seeworth Academy Charter School Foundation	12600 N. Kelley Avenue, Oklahoma City, OK 73131		PC	Community Based Giving	10,000
Keystone Center	1628 Sts John Road, Keystone, CO 80435		PC	Environment Program	25,000
Kids of Our Heroes Adventure Camp	9441 Farm Road 1195, Aurora, MO 65605		PC	Community Based Giving	5,000
Kimbell Art Foundation	3333 Camp Bowie Boulevard, Fort Worth, TX 76107-2792		POF	Civic Grantmaking	50,000
KIPP Colorado Schools	1390 Lawrence Street, 2nd Floor, Denver, CO 80204		PC	K-12 Education Program	265,831
KIPP Delta Public Schools	415 Ohio Street, Helena, AR 72342		PC	K-12 Education Program	713,885
KIPP Foundation	135 Main Street, Suite 1700, SF San Francisco, CA 94105		PC	K-12 Education Program	6,972,661
KIPP REACH Academy Charter School	PO Box 776, Oklahoma City, OK 73101		PC	K-12 Education Program	175,000
Kitchen, Inc.	1630 N. Jefferson, Springfield, MO 65803		PC	Community Based Giving	5,000
K-Life Ministries dba Conway K-Life	1800 Hillman Street, Conway, AR 72034		PC	Community Based Giving	5,000
Knowledge Academy High	5320 Hickory Hollow Parkway, Antioch, TN 37013		GOV	Charter School Startup	250,000
Kornerstone Program of Shell Knob Missouri	PO Box 396, Shell Knob, MO 65747		PC	Community Based Giving	4,000
Lake Charles College Prep	800 Corporate Drive, Suite 124, Fort Lauderdale, FL 33334		GOV	Charter School Startup	250,000
Lake Pontchartrain Basin Foundation	P.O. Box 6965, Metairie, LA 70009		PC	Environment Program	297,850
Lakota Fund	P. O. Box 340, Kyle, SD 57752		PC	Civic Grantmaking	5,000
Land Stewardship Project	821 E 35th Street, Suite 200, Minneapolis, MN 55407		PC	Environment Program	420,550
Last Mile Ministries, Inc.	P. O. Box 122, Prairie Grove, AR 72753		PC	Community Based Giving	2,900
Laurel Oaks Charter School	999 N. 9th Street Suite 111, Baton Rouge, LA 70802		NC	Charter School Startup	30,000
Lead Hill School Foundation	P. O. Box 20, Lead Hill, AR 72644		PC	Community Based Giving	2,000
Leadership for Educational Equity Foundation	1805 7th St. NW, 8th Floor, Washington, DC 20001		PC	K-12 Education Program	5,000,000
Leadership Oklahoma, Inc.	5500 North Western, Suite 142, Oklahoma City, OK 73118		PC	Community Based Giving	5,000
Leading Educators, Inc.	1824 Oretha Castle Haley Blvd, New Orleans, LA 70113		PC	K-12 Education Program	847,923
League of Conservation Voters Education Fund	1920 L Street NW, Suite 800, Washington, DC 20036		PC	Environment Program	100,000
Lee's Summit Educational Foundation, Inc.	301 NE Tudor Road, Lee's Summit, MO 64086		PC	Community Based Giving	5,000
Leland Stanford Junior University	326 Galvez Street, Stanford, CA 94305-6105		PC	Civic Grantmaking	800,000
Lewis and Clark Community College	5800 Godfrey Road, Godfrey, IL 62035		GOV	Environment Program	260,000
Life Styles Foundation, Inc.	P.O. Box 1114, Fayetteville, AR 72702		PC	Civic Grantmaking	2,000
Lifeline of Northwest Arkansas	509 NW 9th Street, Bentonville, AR 72712		PC	Community Based Giving	10,000
Lighthouse Academies of Tulsa, Inc	105 East 63rd Street North, Tulsa, OK 74126		PC	Charter School Startup	320,000
Lincoln High School	1392 E. Pridemore, Lincoln, AR 72744		GOV	Community Based Giving	2,000
Lincoln Middle School	201 E. School Street, Lincoln, AR 72744		GOV	Community Based Giving	3,100
Literacy Action of Central Arkansas, Inc.	100 S. Rock Street, Little Rock, AR 72201		PC	Community Based Giving	5,000
Literacy Council of Benton County, Inc.	205 NW A Street, Bentonville, AR 72712		PC	Community Based Giving	5,000
Literacy Council of Lefflore County	206 S. McKenna Ave., Poteau, OK 74953		PC	Community Based Giving	5,000
Little Flock Police Department	1500 Little Flock Drive, Little Flock, AR 72756		GOV	Community Based Giving	5,000
Little Rock Chamber Foundation	One Chamber Plaza, Little Rock, AR 72201-1618		PC	Community Based Giving	20,000
Little Rock Technology Park	P. O. Box 3836, Little Rock, AR 72203		GOV	Community Based Giving	5,000
Living Coast Discovery Center	1000 Gunpowder Point Drive, Chula Vista, CA 91910		PC	Civic Grantmaking	66,850
Local Initiatives Support Corporation	501 7th Avenue, 7th Floor, New York, NY 10018		PC	K-12 Education Program	305,102
Lonoke County Council on Aging, Inc.	1 Newberry CT, Lonoke, AR 72086		PC	Community Based Giving	2,880
Lost and Found	1555 S. Glenstone Ave., Springfield, MO 65804		PC	Community Based Giving	5,000
Louisiana Association of Public Charter Schools	1555 Poydras Street, Suite 750, New Orleans, LA 70112		PC	K-12 Education Program	1,017,430
Louisiana Delta Adventures, Inc.	P.O. Box 368, Newellton, LA 71357		PC	Environment Program	118,000
Lower Mississippi River Foundation, Inc.	291 Sunflower Avenue, Clarksdale, MS 38614		PC	Environment Program	200,000
Lucile Packard Foundation for Children's Health	400 Hamilton Avenue, Suite 340, Palo Alto, CA 94301		PC	Civic Grantmaking	10,000
Lulac Institute, Inc.	1133 19th St NW, Ste 1000, Washington, DC 20036		PC	Civic Grantmaking	25,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Machik	1609 Connecticut Avenue NW Suite 400, Washington, DC 20009		PC	Civic Grantmaking	39,000
Madison County Fair Association, Inc.	P.O. Box 402, Huntsville, AR 72740-0402		PC	Community Based Giving	7,500
Main Street Morrilton, Inc.	PO Box 89, Morrilton, AR 72110		PC	Community Based Giving	3,260
Main Street Siloam Springs, Inc.	103 E. Alpine Street, Apt. 2, Siloam Springs, AR 72761		PC	Community Based Giving	10,000
Make-A-Wish Foundation of North Texas	6655 Deseo, Irving, TX 75039		PC	Civic Grantmaking	10,000
Manhattan Institute for Policy Research, Inc.	52 Vanderbilt Avenue, New York, NY 10017		PC	K-12 Education Program	298,454
Manta Consulting, Inc.	316 Mid Valley Center, Suite 190, Carmel, CA 93923		NC	Environment Program	150,000
Marble Charter School	418 W. Main Street, Marble, CO 81623		PC	Civic Grantmaking	4,321
Marine Conservation Biology Institute	122 C Street NW, Suite 240, Washington, D.C 20001		PC	Environment Program	1,000
Marine Corps Scholarship Foundation, Inc.	909 N. Washington Street, Suite 400, Alexandria, VA 22314		PC	Civic Grantmaking	25,000
Marine Stewardship Council	1 Snow Hill, London, UK EC1A2DH		PC	Environment Program	2,185,000
Maritime Museum Association of San Diego	1492 North Harbor Drive, San Diego, CA 92101		PC	Civic Grantmaking	1,500
Marquette University	PO Box 1881, Milwaukee, WI 53201		PC	K-12 Education Program	461,000
Mary Abbott Children's House, Inc.	231 E. Symmes Street, Norman, OK 73070-6316		PC	Community Based Giving	5,000
Mary Martha Outreach, Inc.	1845 SE 4th, Bartlesville, OK 74003		PC	Community Based Giving	5,000
Massachusetts Charter Public School Association, Inc.	43 Broad Street, Suite C401, Hudson, MA 01749		PC	K-12 Education Program	850,000
Massachusetts Institute of Technology	77 Massachusetts Avenue, 4-240, Cambridge, MA 02139		PC	K-12 Education Program	273,955
Massachusetts Museum of Contemporary Art Foundation Inc	1040 Mass Moca Way, North Adams, MA 01247		PC	Civic Grantmaking	30,000
Mayo Clinic Arizona	13400 E. Shea Boulevard, Scottsdale, AZ 85259		PC	Endowment Giving	100,000
McAlester Chamber Foundation, Inc.	119 E. Choctaw, McAlester, OK 74501		PC	Community Based Giving	11,250
McCune Brooks Health Care Foundation, Inc.	627 W. Centennial Avenue, Carthage, MO 64836		PC	Community Based Giving	2,500
MDRC	16 E 34th Street 19th floor, New York, NY 10016		PC	K-12 Education Program	428,140
Memphis Delta Preparatory Charter School	276 N. McNeil Street, Memphis, TN 38112		PC	Charter School Startup	250,000
Memphis School of Excellence Elementary	4450 S Mendenhall Rd St 1, Memphis, TN 38141		GOV	Charter School Startup	250,000
Mena Regional Support Foundation, Inc.	P. O. Box 1526, Mena, AR 71953		PC	Community Based Giving	5,000
Menlo School	50 Valparaiso Avenue, Atherton, CA 94027		PC	Civic Grantmaking	10,000
Mental Health Association in Tulsa, Inc.	1870 S. Boulder Ave., Tulsa, OK 74119		PC	Civic Grantmaking	10,000
Mercy Health Foundation Joplin	2727 McClelland Blvd., Joplin, MO 64804		PC	Civic Grantmaking	3,500
Mercy Health Foundation Northwest Arkansas	2710 S. Rife Medical Lane, Rogers, AR 72758		PC	Civic Grantmaking	20,000
Meridian Institute	P.O. Box 1829 105 Village Place, Dillon, CO 80435		PC	Environment Program	705,000
Messmer Catholic Schools Scholarships	742 W. Capitol Drive, Milwaukee, WI 53206		PC	Civic Grantmaking	10,000
Metro IAF, Inc.	85-18 61st Road, Rego Park, NY 11374		PC	K-12 Education Program	270,000
Metro Lutheran Ministry	3031 Holmes Street, Kansas City, MO 64109		PC	Civic Grantmaking	5,000
Metropolitan Museum of Art	1000 5th Ave, New York, NY 10028		PC	Civic Grantmaking	50,000
Miami Public Schools Enrichment Foundation	P.O. Box 1060, Miami, OK 74355		PC	Community Based Giving	5,000
Michigan Association of Public School Academies	105 W Allegan, Suite 300, Lansing, MI 48933		PC	K-12 Education Program	373,837
Mid Peninsula Regional Open Space District	330 Distel Circle, Los Altos, CA 94022-1404		GOV	Civic Grantmaking	5,000
Midwest Foster Care and Adoption Association	1774 1/2 S Grant Ave, Springfield, MO 65807		PC	Community Based Giving	2,500
Midwestern Governors Association	2025 M Street, NW, Suite 800, Washington, DC 20036		PC	Civic Grantmaking	15,000
Milwaukee Charter School Advocates, Inc.	700 W. Virginia St., #602, Milwaukee, WI 53204		PC	K-12 Education Program	119,075
Milwaukee Collegiate Academy	1618 W. Wells Street, Milwaukee, WI 53233		PC	Organizational Effectiveness	200,000
Mingo Valley Christian School, Inc.	8720 E. 61st Street, Tulsa, OK 74133		PC	Community Based Giving	3,000
Ministry Center	701 Polk Street, Conway, AR 72032		PC	Community Based Giving	2,500
Minneapolis Foundation	80 S. 8th Street, Minneapolis, MN 55402		PC	K-12 Education Program	1,250,000
Minnesota Agricultural Water Resources Coalition	3080 Eagandale Place, Eagan, MN 55121		PC	Environment Program	200,137
Minnesota Zoo Foundation	13000 Zoo Blvd, Apple Valley, MN 55124		PC	Environment Program	62,026
Miss Tinas Preschool Inc.	508 S. Coker St., Greenwood, AR 72936		PC	Environment Program	4,000
Mission Clinical Services	300 Werner Street, Hot Springs, AR 71913		PC	Community Based Giving	3,000
Mississippi First, Inc.	125 S. Congress Street, Suite 1510, Jackson, MS 39201		PC	Community Based Giving	250,000
Mississippi Fish and Wildlife Foundation	P.O. Box 10, Stoneville, MS 38776		PC	K-12 Education Program	200,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Mississippi River Corridor-Tennessee, Inc.	291 Kenilworth Place, Memphis, TN 38112		PC	Environment Program	70,000
Mississippi State University	410 Bost Extension Building, Mississippi State, MS 39762-9656		PC	Environment Program	279,669
Mississippi's Lower Delta Partnership	P.O. Box 214, Rolling Fork, MS 39159		PC	Environment Program	151,700
Missouri Southern Foundation	3950 E. Newman Road, Joplin, MO 64801-1595		PC	Environment Program	3,500
Missouri State University Foundation	901 S. National Ave., Springfield, MO 65804		PC	Community Based Giving	5,000
Mobile Baykeeper Inc	450-C Government St., Mobile, AL 36602		PC	Community Based Giving	115,000
Mobile Loaves & Fishes, Inc.	903 S. Capital of Texas Hwy, Austin, TX 78746		PC	Environment Program	2,000
Monarch School Project	1625 Newton Avenue, San Diego, CA 92113		PC	Civic Grantmaking	5,000
Monterey Bay Aquarium Foundation	886 Cannery Row, Monterey, CA 93940		PC	Environment Program	755,000
Montessori Northwest	622 SE Grand Ave, Portland, OR 97214		PC	K-12 Education Program	110,800
Monument Academy Public Charter School	500 19th Street NE, Washington, DC 20002		GOV	Charter School Startup	250,000
Mountain Home Bomber Boosters Foundation, Inc.	5 East Sixth Street, Mountain Home, AR 72653		PC	Community Based Giving	5,000
Mountain Rescue Aspen, Inc.	37925 Hwy 82, Aspen, CO 81611		PC	Civic Grantmaking	10,000
Moving Everest Charter School	416 N. Laramie, Chicago, IL 60644		GOV	Charter School Startup	250,000
Museum of Contemporary Art-Denver	1485 Delgany Street, Denver, CO 80202		PC	Civic Grantmaking	85,000
Museum of Discovery	500 President Clinton Avenue, Suite 150, Little Rock, AR 72201		PC	Civic Grantmaking	5,000
Museum of Modern Art	11 West 53 Street, New York, NY 10019		PC	Civic Grantmaking	50,000
Museum of Northern Arizona Inc.	3101 N. Fort Valley Road, Flagstaff, AZ 86001-8348		PC	Civic Grantmaking	10,000
My Neighbor In Need	525 Central Ave, Great Falls, MT 59401		PC	Organizational Effectiveness	5,000
NALEO Educational Fund	1122 W Washington Blvd, 3rd Floor, Los Angeles, CA 90015		PC	Civic Grantmaking	100,000
National Alliance for Public Charter Schools	1101 15th Street NW, Suite 1010, Washington, DC 20005		PC	K-12 Education Program	1,014,000
National Association of Charter School Authorizers	1101 15th Street NW, Suite 1010, Washington, DC 20005		PC	K-12 Education Program	2,150,000
National Association of Conservation Districts, Inc.	509 Capitol Court NE, Washington, DC 20002		PC	Environment Program	43,000
National Audubon Society, Inc.	225 Varick Street, 7th Floor, New York, NY 10014		PC	Environment Program	2,910,939
National Audubon Society, Inc. fbo Wildcat Glades Conservation and National Black Child Development Institute, Inc.	201 W. Riviera Drive, Suite A, Joplin, MO 64804		PC	Environment Program	3,000
National Center for Special Education in Charter Schools, Inc.	1313 L Street, NW, Washington, DC 20005		PC	Civic Grantmaking	30,000
National Christian Foundation	275 Madison Ave., 6th Floor, Suite 601, New York, NY 10016		PC	K-12 Education Program	294,132
National Congress of American Indians Fund	11625 Rainwater Drive, Suite 500, Alpharetta, GA 30009		PC	Civic Grantmaking	10,000
National Corn Growers Association Foundation	1516 P Street NW, Washington, D.C 20005		PC	Civic Grantmaking	15,000
National Council of La Raza - NCLR	632 Cepi Drive, Chesterfield, MO 63005		PC	Environment Program	356,000
National Cowgirl Museum and Hall of Fame, Inc.	1126 16th Street, NW, Suite 600, Washington, DC 20036		PC	Civic Grantmaking	50,000
National Cutting Horse Association Charities Foundation	1720 Gendy Street, Fort Worth, TX 76107		PC	Civic Grantmaking	60,000
National Endowment for the Arts	260 Bailey Avenue, Fort Worth, TX 76107-1862		PC	Civic Grantmaking	40,000
National Fish and Wildlife Foundation	232 7th St NE, Washington, D.C 20002		GOV	Civic Grantmaking	50,000
National Foundation for Women Legislators, Inc.	1133 15th Street, NW Suite 1100, Washington, DC 20005		PC	Environment Program	351,570
National Gallery of Art	1727 King Street, Suite 300, Alexandria, VA 22314		PC	Civic Grantmaking	10,000
National Geographic Society	2000 B South Club Drive, Landover, MD 20785		PC	Endowment Giving	2,000,000
National Museum of Women in the Arts, Inc.	1145 17th Street NW, Washington, DC 20036		PC	Environment Program	50,000
National Newspaper Publishers Association Fund	1250 New York Avenue, NW, Washington, DC 20005-3970		PC	Civic Grantmaking	55,000
National Parks Conservation Association	1816 12th Street NW, Washington, DC 20009		PC	K-12 Education Program	130,000
National Public Education Support Fund	777 Sixth Street, NW, Suite 700, Washington, DC 20001-3723		PC	Environment Program	95,536
National Public Radio, Inc.	1825 K Street, NW, Suite 400, Washington, DC 20006		PC	K-12 Education Program	22,222
National Tax Limitation Foundation	1111 North Capitol St. NE, Washington, DC 20002		PC	K-12 Education Program	1,096,788
National Urban League, Inc.	1700 Eureka Rd, Ste 150-A, Roseville, CA 95661		PC	Civic Grantmaking	1,000
National Wildlife Federation	120 Wall Street, New York, NY 10005		PC	K-12 Education Program	300,000
National Young Farmers Coalition	11100 Wildlife Center Drive, Reston, VA 20190-5362		PC	Environment Program	2,883,030
Natural Resources Defense Council, Inc.	P.O. Box 1074, Hudson, NY 12534		PC	Environment Program	178,000
Nature Conservancy - Arizona	40 West 20th Street, New York, NY 10011		PC	Organizational Effectiveness	50,000
Nature Conservancy of Texas, Inc.	7600 N. 15th Street Suite 100, Phoenix, AZ 85020-4330		PC	Environment Program	10,000
	2122 Kidwell Street, Ste. 100, Dallas, TX 75214		PC	Environment Program	50,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Nature Conservancy, Inc. - Arkansas	601 N. University Avenue, Little Rock, AR 72205		PC	Environment Program	325,829
Nature Conservancy, Inc. - California	201 Mission Street, 4th Floor, San Francisco, CA 94105		PC	Environment Program	5,000
NatureServe	4600 N. Fairfax Dr., 7th Floor, Arlington, VA 22203		PC	Environment Program	28,750
Neighbors Building Neighborhoods, Inc.	207 N 3rd Street, Muskogee, OK 74401		PC	Community Based Giving	5,000
Neighborspace	445 N Sacramento Blvd, Suite 204, Chicago, IL 60612		PC	Civic Grantmaking	123,965
Neosho R-5 School District	511 Neosho Blvd, Neosho, MO 64850		GOV	Community Based Giving	12,500
New America Foundation	1899 L St NW, Suite 400, Washington, DC 20036		PC	K-12 Education Program	50,000
New Fuels Alliance	17 Morley Street, Roxbury, MA 02119		PC	Environment Program	50,000
New Haven Home, Inc.	P.O. Box D, Mineral Wells, TX 76068		PC	Civic Grantmaking	210,000
New Heights Christian School	11791 Harmony Ln, Bentonville, AR 72712		PC	K-12 Education Program	35,000
New Hope Camp, Inc.	10901 S. Yale Ave, Tulsa, OK 74137		PC	Community Based Giving	2,500
New Jersey Charter Public Schools Association	1 AAA Drive, Suite 201, Hamilton, NJ 08691		PC	K-12 Education Program	55,125
New Leaders	30 West 26th Street, New York, NY 10010		PC	K-12 Education Program	478,000
New Life Ranch, Inc.	160 New Life Ranch Drive, Colcord, OK 74338-9779		PC	Civic Grantmaking	50,000
New Los Angeles Charter School	1919 S. Burnside Ave., Los Angeles, CA 90016		PC	Charter School Startup	250,000
New Media Advocacy Project, Inc.	175 Varick Street, New York, NY 10014		PC	K-12 Education Program	175,000
New Schools for New Orleans Inc.	1555 Poydras Street, Suite 781, New Orleans, LA 70112		PC	K-12 Education Program	400,000
New Teacher Project, Inc.	186 Joralemon Street, Suite 300, Brooklyn, NY 11201		PC	K-12 Education Program	903,129
New Urban Learning	14669 Curtis St, Detroit, MI 48235		PC	K-12 Education Program	125,000
New Venture Fund	1201 Connecticut Ave. NW, Suite 300, Washington, DC 20036		PC	Environment Program	3,563,200
New York and Presbyterian Hospital	525 E. 68th St, New York, NY 10065		PC	Organizational Effectiveness	250,000
New York Road Runners, Inc.	156 W 56th Street, 3rd Floor, New York, NY 10019		PC	Civic Grantmaking	10,000
New York University	285 Mercer Street, 3rd Floor, New York, NY 10003		PC	K-12 Education Program	169,198
Newark Charter School Fund, Inc.	60 Park Place, 17th Floor, Newark, NJ 07102		POF	K-12 Education Program	1,875,000
Newark Museum Association	49 Washington Street, Newark, NJ 07102		PC	Civic Grantmaking	100,000
NewSchools Venture Fund NSVF	1970 Broadway, Suite 350, Oakland, CA		PC	K-12 Education Program	5,216,328
Newsong Assembly, Inc.	61980 E. 353 Road, Grove, OK 74344		PC	Community Based Giving	3,500
Noel Betterment Association	801 Grandview Street, Noel, MO 64854		PC	Community Based Giving	2,000
Nonprofit Knowledge Works, Inc.	1600 Constance Street, New Orleans, LA 70130		PC	Environment Program	200,000
Noroeste Sustentable	Transbordadores s/n e/ Sinaloa e Inalambrica Col. El Manglito La Paz, Baja CA sur,		NC	Environment Program	600,000
North American Council for Online Learning	1934 Old Gallows Rd, Suite 350, Vienna, VA 22182		PC	K-12 Education Program	100,000
North Arkansas College Foundation, Inc.	1515 Pioneer Drive, Harrison, AR 72601		PC	Community Based Giving	5,000
North Carolina State University	608E Poe Hall, 2310 Stinson Drive, Raleigh, NC 27695-7801		PC	K-12 Education Program	49,028
North Garland County Youth Center	P. O. Box 8603, Hot Springs Village, AR 71909		PC	Community Based Giving	5,000
Northeast Charter Schools Network, Inc.	90 State Street, Suite 1030, Albany, NY 12207		PC	K-12 Education Program	500,000
Northeast Midwest Institute	50 F. Street NW, Suite 950, Washington, DC 20001		PC	Environment Program	240,000
Northeastern Oklahoma A&M College Development Foundation, Inc.	200 I Street NE, Miami, OK 74354		PC	Community Based Giving	5,000
Northern California Public Broadcasting, Inc. KQED, Inc.	2601 Mariposa Street, San Francisco, CA 94110-1426		PC	Civic Grantmaking	1,000
Northland Center for Advanced Professional Studies	2000 NE 46th Street, Kansas City, MO 64116		PC	Community Based Giving	5,000
Northwest Arkansas Community College Foundation, Inc.	One College Drive, Bentonville, AR 72712		PC	Local and Civic Grantmaking	713,093
Northwest Arkansas Community Creative Center	505 West Spring Street, Fayetteville, AR 72701		PC	Local and Civic Grantmaking	58,835
Northwest Arkansas Council Foundation	4100 Corporate Drive, Suite 205, Springdale, AR 72762		PC	Local and Civic Grantmaking	1,785,300
Northwest Arkansas Independent School	Box 1680, Bentonville, AR 72712		NC	Local and Civic Grantmaking	934,850
Northwest Arkansas Land Trust	113 East Emma Street, Springdale, AR 72765		PC	Local and Civic Grantmaking	125,000
Northwest Arkansas Regional Planning Commission	1311 Clayton Street, Springdale, AR 72762		GOV	Local and Civic Grantmaking	166,616
Northwest Organization for Animal Help	31300 Brandstrom Road, Stanwood, WA 98292		PC	Civic Grantmaking	5,000
Northwestern University Settlement	1400 Augusta Boulevard, Chicago, IL 60622		PC	K-12 Education Program	90,000
Nowata Opry Theater Corporation	116 N. Maple, Nowata, OK 74048		PC	Community Based Giving	2,500
Nueva School	6565 Skyline Boulevard, Hillsborough, CA 94010		PC	K-12 Education Program	15,000
Oakland Community Organizations, Inc.	7200 Bancroft Avenue, #2 Eastmont Town Center, Oakland, CA 94605		PC	K-12 Education Program	238,500

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Oakland Unity Middle School	7200 Bancroft Ave, Suite 261, Oakland, CA 94605		GOV	Charter School Startup	250,000
Oakridge Ministries Inc	20007 Hwy 9, Anadarko, OK 73005		PC	Community Based Giving	3,000
Oasis of Northwest Arkansas	P. O. Box 2722, Bentonville, AR 72712		PC	Community Based Giving	10,000
Ocean Conservancy	1300 19th Street NW, 8th Floor, Washington, DC 20036		PC	Environment Program	3,700,000
Ocean Foundation	1320 19th Street NW, 5th Floor, Washington, DC 20036		PC	Environment Program	40,741
Oklahoma 4-H Foundation, Inc.	220 W. Division Street, Stilwell, OK 74960		PC	Community Based Giving	6,400
Oklahoma Centennial Botanical Garden, Inc.	P. O. Box 707, Tulsa, OK 74101		PC	Community Based Giving	10,000
Oklahoma City All Sports Association	211 N. Robinson, Oklahoma City, OK 73102		PC	Community Based Giving	20,000
Oklahoma City Economic Development Foundation, Inc.	123 Park Avenue, Oklahoma City, OK 73102		PC	Community Based Giving	20,000
Oklahoma City Lighthouse Charter School	1661 Worcester Road, Suite 207, Framingham, MA 01701		PC	Charter School Startup	250,000
Oklahoma City Public Schools Foundation, Inc.	5225 North Shartel Avenue Suite 201, Oklahoma City, OK 73118-6035		PC	Community Based Giving	10,000
Oklahoma Council of Public Affairs, Inc.	1401 N. Lincoln Boulevard, Oklahoma City, OK 73104		PC	Civic Grantmaking	300,000
Oklahoma Heritage Association, Inc.	1400 Classen Drive, Oklahoma City, OK 73106		PC	Civic Grantmaking	5,000
Oklahoma Production Center for the Developmentally Disabled, Inc.	P.O. Box 774, Tahlequah, OK 74465		PC	Community Based Giving	5,000
Oklahoma Project Woman, Inc.	P. O. Box 14026, Tulsa, OK 74159-1026		PC	Community Based Giving	2,000
Oklahoma Public School Resource Center, Inc.	309 NW 13th Street, Oklahoma City, OK 73107		PC	K-12 Education Program	2,042,931
Oklahoma Womens Coalition, Inc.	720 W. Wilshire, Suite 101-D, Oklahoma City, OK 73116		PC	Community Based Giving	5,000
Okmulgee County Multi-Cultural Heritage Association	1117 E Third Street, Okmulgee, OK 74447		PC	Community Based Giving	3,200
Olana Partnership	P. O. Box 199, Hudson, NY 12534		PC	Civic Grantmaking	50,000
Olathe Medical Center Charitable Foundation	20333 West 151st Street, Olathe, KS 66061		PC	Community Based Giving	5,000
Old Fort Homeless Coalition, Inc.	2100 N. 31st St., Fort Smith, AR 72904		PC	Community Based Giving	50,000
Old Jail Art Center	201 South Second, Albany, TX 76430		PC	Civic Grantmaking	10,000
Old State House Museum Associates	P.O. Box 7452, Little Rock, AR 72217		PC	Civic Grantmaking	5,000
Omaha School District	522 West College Road, Omaha, AR 72662		GOV	Community Based Giving	1,000
One True Light, Inc.	1414 Water Plant Road, Duncan, OK 73533		PC	Community Based Giving	5,000
Operation Aware of Oklahoma Inc.	5800 E. Skelly Drive, Suite 707, Tulsa, OK 74145		PC	Community Based Giving	10,000
Operation Breakthrough, Inc.	3039 Troost, Kansas City, MO 64109		PC	Community Based Giving	5,000
Oral Roberts University	7777 S. Lewis Avenue, Tulsa, OK 74171		PC	Community Based Giving	5,000
Orange County Center for Living Peace Foundation	4139 Campus Drive, Irvine, CA 92612		POF	Civic Grantmaking	500,000
Osage Prairie YMCA, Inc.	500 W Highland Ave, Nevada, MO 64772		PC	Community Based Giving	3,000
Osmosis Films	15 East 62nd Street, New York, NY 10065		NC	K-12 Education Program	150,000
Ouachita ATV Club	P. O. Box 681, Mena, AR 71953		PC	Community Based Giving	2,500
Our House, Inc.	302 East Roosevelt Rd, Little Rock, AR 72206		PC	Community Based Giving	5,000
Outreach International	129 West Lexington, Second Floor, Independence, MO 64051-0210		PC	Civic Grantmaking	5,000
Oxfam America Inc.	226 Causeway Street, 5th Floor, Boston, MA 02114-2206		PC	Environment Program	450,000
Ozark Arts Council, Inc.	115 W. Rush, Harrison, AR 72601		PC	Community Based Giving	500
Ozark Center	P. O. Box 2526, Joplin, MO 64803		PC	Community Based Giving	5,000
Ozark Greenways, Inc.	830 N. Booneville Ave, Springfield, MO 65807-4920		PC	Community Based Giving	2,500
Ozark Guidance Center Foundation	P.O. Box 6430, Springdale, AR 72766-1833		PC	Community Based Giving	10,000
Ozark Montessori Academy	P.O. Box 114, Springdale, AR 72764		GOV	K-12 Education Program	32,416
Ozark Natural Science Center, Inc.	1905 Madison 1305, Huntsville, AR 72740		PC	Civic Grantmaking	5,000
Ozark Off Road Cyclists	P.O. Box 8981-0017, Fayetteville, AR 72703		PC	Local and Civic Grantmaking	70,444
Ozarks Food Harvest, Inc.	2810 N. Cedarbrook Ave, Springfield, MO 65803		PC	Community Based Giving	10,000
Ozarks Medical Center Foundation	#12 Parkway Center, West Plains, MO 65775		PC	Community Based Giving	3,000
Pahara Institute	340 S. Lemon Ave #2927F, Walnut, CA 91789		PC	K-12 Education Program	832,205
Palo Pinto Challenge, Inc.	PO Box 115, Strawn, TX 76475		PC	Civic Grantmaking	5,000
Palo Pinto County Historical Association Inc.	P.O. Box 105, Palo Pinto, TX 76484		PC	Civic Grantmaking	1,000
Parent Child Center of Tulsa, Inc.	1421 South Boston Ave, Tulsa, OK 74119		PC	Community Based Giving	2,000
Parent Revolution, Inc.	315 West 9th Street, Suite 904, Los Angeles, CA 90015		PC	K-12 Education Program	500,000
Parents Advocate League	23052-H Alicia Parkway #277, Mission Viejo, CA 92692		PC	K-12 Education Program	12,672

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Parents and Friends of Children and Adults, Inc.	4300 W. Markham Street, Little Rock, AR 72205		PC	Community Based Giving	5,000
Parents for Educational Freedom in North Carolina Inc.	434 Fayetteville St., Suite 1620, Raleigh, NC 27601		PC	K-12 Education Program	700,000
PARK Foundation Inc.	6915 Geyer Springs Road, Little Rock, AR 72209		PC	Community Based Giving	5,000
Parker County Committee on Aging, Inc.	1225 Holland Lake Drive, Weatherford, TX 76086		PC	Civic Grantmaking	5,000
Partners Advancing Values in Education	135 West Wells St., Suite 850, Milwaukee, WI 53203		PC	K-12 Education Program	100,000
Partners Against Trafficking Humans	P. O. Box 21066, Little Rock, AR 72221		PC	Community Based Giving	2,500
Partners for Western Conservation	8833 Ralston Road, Arvada, CO 80002		PC	Environment Program	165,863
Partnership for Educational Justice, Inc.	222 Broadway 19th Floor, New York, NY 10038		PC	K-12 Education Program	1,281,750
Partnership for Los Angeles Schools	1055 Wilshire Boulevard, Suite 1850, Los Angeles, CA 90017		PC	K-12 Education Program	250,000
Paths to Independence	4041 SE Sheridan Drive, Bartlesville, OK 74006		PC	Community Based Giving	10,000
Pathway to Freedom, Inc.	17200 Chenal Parkway, Ste. 300-319, Little Rock, AR 72223		PC	Community Based Giving	10,000
Pea Ridge School District	979 Weston Street, Pea Ridge, AR 72751		GOV	Community Based Giving	15,000
Peace at Home Family Shelter	PO Box 10946, Fayetteville, AR 72703		PC	Community Based Giving	15,000
Pedal It Forward	15504 See Street, Rogers, AR 72756		NC	Civic Grantmaking	10,890
Pediatric Hematology Children's Assistance Fund	3506 E. Ivyglen Circle, Mesa, AZ 85213		PC	Civic Grantmaking	2,000
Pencil Box, Inc.	916 W. 23rd Street, Tulsa, OK 74107		PC	Community Based Giving	2,000
Penfield Childrens Center	833 North 26th Street, Milwaukee, WI 53233		PC	Charter School Startup	250,000
Peninsula Open Space Trust	222 High Street, Palo Alto, CA 94301		PC	Civic Grantmaking	1,000
Pennsylvania Coalition of Public Charter Schools	630 Freedom Business Center Drive Third Floor, King Prussia, PA 19406		PC	K-12 Education Program	126,233
People Acting in Community Together, Inc.	1100 Shasta Avenue, Suite 210, San Jose, CA 95126		PC	K-12 Education Program	150,000
People Against Cancer, Inc.	PO Box 10 604 East Street, Otho, IA 50569-0010		PC	Civic Grantmaking	5,000
PeopleForBikes Foundation	1966 13th Street, Suite 250, Boulder, CO 80302		PC	Organizational Effectiveness	100,000
Performing Arts Fort Worth, Inc.	330 E. 4th Street, Suite 300, Fort Worth, TX 76102-4019		PC	Civic Grantmaking	180,000
Pervasive Parenting Center, Inc.	108 Joy Drive, Panama, OK 74951		PC	Community Based Giving	5,000
Pew Charitable Trusts	901 E Street NW, Washington, D.C 20004		PC	Environment Program	58,000
Phalen Leadership Academies	3920 Baker Drive, Indianapolis, IN 46208		GOV	Charter School Startup	250,000
Philadelphia Schools Project	150 S. Independence Mall West, Suite 1200, Philadelphia, PA 19106		PC	K-12 Education Program	1,666,667
Philander Smith College	900 Daisy Bates Drive, Little Rock, AR 72202		PC	Community Based Giving	5,000
Philanthropy Roundtable	1120 20th Street NW Suite 550 South, Washington, DC 20036		PC	K-12 Education Program	200,000
Philbrook Museum of Art	2727 S. Rockford Road, Tulsa, OK 74152-0510		PC	Community Based Giving	25,000
Phillips Brooks School	2245 Avy Avenue, Menlo Park, CA 94025		PC	Civic Grantmaking	10,000
Phillips Community School	1126 Sherburne Ave., St. Paul, MN 55104		PC	Charter School Startup	250,000
Phoenix Art Museum	1625 N. Central Avenue, Phoenix, AZ 85004-1685		PC	Civic Grantmaking	2,500
Phoenix Charter Academy Foundation	60 Canal Street, 4th Floor, Boston, MA 02114		PC	K-12 Education Program	50,000
Phoenix Symphony Association	One North 1st Street, Ste 200, Phoenix, AZ 85004		PC	Civic Grantmaking	100,000
Phoenix Theatre	100 East McDowell, Phoenix, AZ 85004		PC	Civic Grantmaking	215,000
Pierce City R-VI School District	300 Myrtle Street, Pierce City, MO 65723		GOV	Community Based Giving	4,000
Pioneer Institute, Inc.	185 Devonshire Street, Suite 1101, Boston, MA 02110		PC	K-12 Education Program	411,050
Pittsburg County Habitat for Humanity	1558 S. Main, McAlester, OK 74501		PC	Community Based Giving	6,250
Pittsburg State University Foundation, Inc.	401 E. Ford Street, Pittsburg, KS 66762		PC	Community Based Giving	5,000
Plant Chicago, NFP	2445 N Albany Avenue, Chicago, IL 60647		PC	Civic Grantmaking	49,500
Plant With Purpose	4747 Morena Blvd., Suite 100, San Diego, CA 92117		PC	Civic Grantmaking	15,000
PlayForBurk Foundation, Inc.	5723 Woodland Road, Bartlesville, OK 74006		PC	Community Based Giving	2,500
Pleasant Street Neighborhood Association Inc	127 Pleasant Street, Hot Springs, AR 71902		PC	Community Based Giving	5,000
Policy Innovators in Education Network Inc	510 1st Avenue North, Suite 408, Minneapolis, MN 55403		PC	K-12 Education Program	430,000
Positive Coaching Alliance	1001 North Rengstorff Avenue, Suite 100, Mountain View, CA 94043		PC	Civic Grantmaking	1,000
Poteau Main Street Matters, Inc.	310 Dewey Ave, Poteau, OK 74953		PC	Community Based Giving	5,000
Practical Farmers of Iowa	600 Fifth Street, Ste 100, Ames, IA 50010		PC	Environment Program	288,000
Prairie Grove Public Schools	500 Cole Drive, Prairie Grove, AR 72753		GOV	Community Based Giving	18,000
Prairie Rivers Network	1902 Fox Drive, Suite G, Champaign, IL 61820		PC	Environment Program	40,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Presbyterian Children's Homes and Services	4407 Bee Cave Road, Suite 520, Austin, TX 78746-6496		PC	Civic Grantmaking	15,000
Presbyterian Night Shelter of Tarrant County	P.O. Box 2645, Fort Worth, TX 76113		PC	Civic Grantmaking	5,000
Prescott College	220 Grove Avenue, Prescott, AZ 86301		PC	Civic Grantmaking	10,000
President and Fellows of Harvard College	1350 Massachusetts Avenue, Suite 600, Cambridge, MA 02138		PC	K-12 Education Program	3,102,058
Pro Deo Youth Center	200 NE Chipman Road, Lee's Summit, MO 64063		PC	Community Based Giving	2,500
Professional Counseling Associates, Inc.	P.O. Drawer 15968, Little Rock, AR 72231		PC	Community Based Giving	2,500
Project 360 Youth Services	238 S Jefferson Ave, Lebanon, MO 65536		PC	Community Based Giving	5,000
Project C.U.R.E.	10377 East Geddes Avenue Suite 200, Centennial, CO 80112		PC	Civic Grantmaking	17,880
Project Gatehouse Endowment	1110 Post Oak Place, Westlake, TX 76262		NC	Endowment Giving	1,250,000
Project Safe, Inc.	110 N. Bell, Shawnee, OK 74801		PC	Community Based Giving	5,000
ProjectHandUp	P.O. Box 398, Grapevine, TX 76099		PC	Civic Grantmaking	5,000
Pronatura Noroeste AC	Calle Decima N 60 (esq Ryerson) Zona Centro Ensenada Baja California, Mexico		NC	Environment Program	1,007,813
Public Affairs Research Council of Louisiana	4664 Jamestown Avenue, Suite 300, Baton Rouge, LA 70898		PC	Environment Program	109,610
Public Broadcasting of Colorado, Inc.	7409 South Alton Court, Centennial, CO 80112		PC	Civic Grantmaking	5,000
PUC Nueva Esperanza Charter Academy	1405 N. San Fernando Blvd., Suite 303, Burbank, CA 91504		GOV	Charter School Startup	250,000
Putnam City Schools Foundation	5401 NW 40th Street, Oklahoma City, OK 73122		PC	Community Based Giving	10,000
Quest Scholars Program	5401 NW 40th Street, Oklahoma City, OK 73122		PC	Community Based Giving	2,000
R Street Institute	115 Everett Avenue, Palo Alto, CA 94301		PC	Civic Grantmaking	380,000
RAND Corporation	1050 17th St. NW, Suite 1150, Washington, DC 20036		PC	Environment Program	214,393
Rays House Inc	3991 Peak Blvd., Muskogee, OK 74403		PC	Community Based Giving	7,500
Reason Foundation	5737 Mesmer Ave., Los Angeles, CA 90230		PC	K-12 Education Program	250,000
Recreational Aviation Foundation	1711 W. College Street, Bozeman, MT 59715		PC	Civic Grantmaking	166,150
Reform Alliance, Inc.	411 South Victory, Little Rock, AR 72201		PC	Civic Grantmaking	472,600
Regents of the University of California at San Diego	9500 Gilman Dr, La Jolla, CA 92093-0210		PC	Environment Program	257,344
Regents of the University of California	5200 North Lake Road, Merced, CA 95343		PC	Civic Grantmaking	301,766
Regents of the University of Minnesota	200 Oak Street SE, Suite 450, Minneapolis, MN 55455		GOV	Environment Program	199,976
Relay Graduate School of Education	40 W. 20th St., 7th Floor, New York, NY 10011		PC	K-12 Education Program	1,000,000
Renaissance Arts Academy K-12	1800 Colorado Blvd, Los Angeles, CA 90041		PC	Charter School Startup	250,000
RESOLVE Inc	1255 23rd Street, NW, Suite 275, Washington, DC 20037		PC	Environment Program	353,723
Resources for the Future, Inc.	1616 P Street NW, Washington, DC 20036		PC	Environment Program	122,000
Resources Legacy Fund	555 Capitol Mall, Suite 1095, Sacramento, CA 95814		PC	Environment Program	703,000
Responsive Education Solutions	1301 Waters Ridge Drive, Lewisville, TX 75057		PC	Charter School Startup	437,233
Results in Education Foundation	1360 N. Milwaukee Ave #3, Chicago, IL 60622		POF	K-12 Education Program	1,000,000
Rhode Island Mayoral Academies	160 Westminster Street, Suite 202, Providence, RI 02903		PC	K-12 Education Program	650,000
Rhode Island Mayoral Academy	291 Broad Street, Cumberland, RI 02864		PC	K-12 Education Program	102,050
Rise Kohyang High School	5800 Hannum Avenue, Culver City, CA 90230		GOV	Charter School Startup	250,000
River Network	434 NW Sixth Ave, Suite 304, Portland, OR 97209		PC	Environment Program	10,000
River Parks Foundation	2424 E. 21st Street, Suite 300, Tulsa, OK 74114		PC	Community Based Giving	10,000
River Valley Food 4 Kids, Inc.	P.O. Box 1808, Russellville, AR 72811		PC	Community Based Giving	5,000
River Valley United Way, Inc.	310 N Boston Place #2, Russellville, AR 72801		PC	Community Based Giving	4,500
Roaring Fork Public Radio Translator, Inc.	110 E. Hallam, Suite 134, Aspen, CO 81611		PC	Civic Grantmaking	1,000
Robin Hood Foundation	826 Broadway 9th Floor, New York, NY 10003		PC	Organizational Effectiveness	1,000,000
Rockbridge Montessori School	108 W Roosevelt, Little Rock, AR 72206		PC	Charter School Startup	456,900
Rockhurst University	1100 Rockhurst Road, Kansas City, MO 64110		PC	Community Based Giving	5,000
Rocky Mountain Preparatory School	7808 Cherry Creek S Drive., #3-300, Denver, CO 80231		PC	K-12 Education Program	168,110
Rogers Bentonville Junior Auxiliary	P.O. Box 52, Rogers, AR 72757-0052		PC	Civic Grantmaking	2,000
Rogers Development Foundation	317 West Walnut, Rogers, AR 72756		PC	Local and Civic Grantmaking	13,500
Rogers Little Theater	116 S. 2nd Street, Rogers, AR 72757		PC	Community Based Giving	10,000
Rogers Public Schools	500 W. Walnut, Rogers, AR 72756		GOV	Local and Civic Grantmaking	71,892
Ronald McDonald House Charities of Arkansas Inc.	1009 Wolfe Street, Little Rock, AR 72202		PC	Community Based Giving	2,500

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Room to Read	465 California Street, Suite 1000, San Francisco, CA 94104		PC	Civic Grantmaking	10,000
Rose Community Foundation	600 S. Cherry Street, Suite 1200, Denver, CO 80246		PC	Civic Grantmaking	130,875
Rose State College Foundation, Inc.	6420 Southeast 15th Street, Midwest City, OK 73110		PC	Community Based Giving	2,500
Roses in Concrete Community School	4551 Steele Street, Oakland, CA 94619		GOV	Charter School Startup	250,000
Rotary Club of Tulsa Foundation	616 South Boston Avenue, Suite 410, Tulsa, OK 74119		PC	Community Based Giving	8,500
Rotary Foundation of Rotary International	P. O. Box 1509, Mountain Home, AR 72653		PC	Community Based Giving	1,500
RTI International	PO Box 900002, Raleigh, NC 27675-9000		PC	K-12 Education Program	348,735
Rural Advantage	1243 Lake Ave., Suite 222, Fairmont, MN 56031		PC	Environment Program	100,000
Safe Place, Inc.	P. O. Box 364, Morrilton, AR 72110		PC	Community Based Giving	5,000
Saint John's Health Center Foundation	2121 Santa Monica Blvd, Santa Monica, CA 90404		PC	Civic Grantmaking	5,000
Salida del Sol Academy	111 East 26th Avenue, Greeley, CO 80631		GOV	Charter School Startup	125,000
Saline County Humane Society	7600 Bauxite Highway, Bauxite, AR 72011		PC	Community Based Giving	5,000
Saline County Safe Haven, Inc.	P. O. Box 1100, Benton, AR 72018		PC	Community Based Giving	5,000
Salvation Army - Fayetteville	219 West 15th Street, Fayetteville, AR 72702		PC	Civic Grantmaking	20,000
Salvation Army of Ada	115 N. Oak, Ada, OK 74821		PC	Civic Grantmaking	4,500
Salvation Army Shawnee	200 E. 9th Street, Shawnee, OK 74801		PC	Civic Grantmaking	2,000
San Diego Natural History Museum	1788 El Prado, San Diego, CA 92112-1390		PC	Civic Grantmaking	522,630
San Jose Children's Discovery Museum	180 Woz Way, San Jose, CA 95110		PC	Civic Grantmaking	1,000
Sand Springs Community Services, Inc.	15 East 2nd Street, Sands Springs, OK 74063		PC	Community Based Giving	5,000
Sankofa Underground North Academy	1369 Spruce Place apt 1409, Minneapolis, MN 55403		GOV	Charter School Startup	250,000
Sarvodaya USA Corporation	1227 University Avenue, Madison, WI 53715		PC	Civic Grantmaking	1,000
Saville Center Inc	P.O. Box 393, Stillwater, OK 74076		PC	Community Based Giving	5,000
School Choice Ohio	88 East Broad Street, Suite 640, Columbus, OH 43215		PC	K-12 Education Program	35,000
School Choice Wisconsin Inc.	219 N. Milwaukee St., 1st Floor, Milwaukee, WI 53202		PC	K-12 Education Program	400,000
School District of Raytown Educational Foundation	10750 E 350 Highway, Raytown, MO 64138		PC	Community Based Giving	5,000
Schools That Can	1040 First Ave., #346, New York, NY 10022		PC	K-12 Education Program	72,500
Schools That Can Milwaukee, Inc.	111 W. Pleasant Street, Suite 101, Milwaukee, WI 53212		PC	K-12 Education Program	1,600,000
Scissortail Community Development Corporation	330 W. Gray Suite 420S, Norman, OK 73069		PC	Organizational Effectiveness	305,461
Scottsdale Healthcare Foundation	10001 N. 92nd Street, Suite 121, Scottsdale, AZ 85258		PC	Civic Grantmaking	10,000
Sea Education Association	P. O. Box 6, Woods Hole, MA 02543		PC	Civic Grantmaking	10,000
Seafood Harvesters of America Education Fund	P.O. Box 66365, Washington, DC 20035		PC	Environment Program	75,000
Seafood Industry Research Fund, Inc.	7918 Jones Branch Drive, Suite 700, McLean, VA 22102		PC	Environment Program	65,000
Seaweb	8403 Colesville Road, #1100, Silver Spring, MD 20910		PC	Environment Program	146,754
Sebastian Retired Citizens Association	125 W. Center Street, Greenwood, AR 72936		PC	Community Based Giving	3,000
See Forever Foundation	600 Pennsylvania Ave, SE, Suite 210, Washington, DC 20003		PC	K-12 Education Program	5,000
Seed Savers Exchange, Inc.	3074 North Winn Road, Decorah, IA 52101		PC	Civic Grantmaking	5,000
Self Development Academy-Phoenix	1709 N Greenfield Rd, Mesa, AZ 85205		PC	Charter School Startup	220,000
Sequoyah County City of Sallisaw Hospital Authority	P. O. Box 505, Sallisaw, OK 74955		PC	Community Based Giving	3,600
Serving Our Children, Inc.	1615 L Street NW Suite 750, Washington, DC 20036		PC	K-12 Education Program	500,000
Seton Education Partners	1562 First Avenue #205-2219, New York, NY 10028-4004		PC	K-12 Education Program	50,000
Sharing and Caring of Benton County	P. O. Box 2668, Bentonville, AR 72714		PC	Community Based Giving	10,000
Shawnee Community Foundation	PO Box 1447, Shawnee, OK 74802-1447		PC	Community Based Giving	33,000
Shawnee Mission Education Foundation	7235 Antioch, Shawnee Mission, KS 66204		PC	Community Based Giving	5,000
Shawnee Mission Medical Center	9120 W. 75th Street, Shawnee Mission, KS 66204		PC	Community Based Giving	5,000
Shedd Aquarium Society	1200 South Lake Shore Drive, Chicago, IL 60605		PC	Environment Program	98,490
Shell Knob Alliance of Churches	PO Box 712, Shell Knob, MO 65747-0712		PC	Community Based Giving	3,000
Shiloh Summer Camp Inc.	601 NE 63rd St., Oklahoma City, OK 73105-6407		PC	Community Based Giving	10,000
Shriners Hospitals for Children	P. O. Box 1320, Forth Worth, TX 76101-1320		PC	Civic Grantmaking	10,000
Sigma Lambda Beta Education Foundation, Inc.	125 E. Zeller St. Suite E, North Liberty, IA 52317		PC	Civic Grantmaking	2,000
Siloam Springs Public Schools	847 S. Dogwood St, Siloam Springs, AR 72761		GOV	Local and Civic Grantmaking	2,550

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Siloam Springs School District #21	PO Box 798, Siloam Springs, AR 72761		GOV	Charter School Startup	250,000
Simmons Center Foundation, Inc.	P. O. Box 981, Duncan, OK 73534-0981		PC	Community Based Giving	5,000
Single Parent Scholarship Fund	P.O. Box 8108, Fort Smith, AR 72902		PC	Community Based Giving	2,500
Single Parent Scholarship Fund Baxter County	P. O. Box 1286, Mountain Home, AR 72654		PC	Community Based Giving	1,000
Single Parent Scholarship Fund of Benton County, Inc.	2601 SW D Street, Bentonville, AR 72712		PC	Community Based Giving	4,000
Single Parent Scholarship Fund of Northwest Arkansas, Inc.	16 W. Colt Square, Fayetteville, AR 72703		PC	Community Based Giving	5,000
Single Parent Scholarship Fund of Pulaski County	1333 Main Street, North Little Rock, AR 72114		PC	Community Based Giving	3,350
Sisters in Action, Inc.	1404 Park Avenue, SE, Atlanta, GA 30315		PC	K-12 Education Program	10,000
Skytruth	P. O. Box 3283, Shepherdstown, WV 25443-3283		PC	Organizational Effectiveness	100,000
SmartFish AC	2890 Madero, Colonia Centro, La Paz Baja California Sur, Mexico 23060		NC	Environment Program	300,000
Social Entrepreneurs of New Orleans	4035 Washington Ave., Suite 105, New Orleans, LA 70125		PC	K-12 Education Program	150,000
Sociedad de Historia Natural Niparaja A.C.	Revolución de 1910 #430, Colonia Esterito La Paz, BCS, Mexico CP 23020		NC	Environment Program	224,000
Sooners Helping Sooners, Inc.	2600 Van Buren, Suite 2600, Norman, OK 73072		PC	Community Based Giving	5,000
Southern Bancorp Community Partners	8924 Kanis Road, Little Rock, AR 72205		PC	Local and Civic Grantmaking	282,303
Southern Governors Association	444 North Capitol St, NW, Suite 388 Washington, D.C 20001		GOV	Civic Grantmaking	10,000
Southwest Center for HIV/AIDS, Inc.	1101 N Central Ave, Ste 200 Phoenix, AZ 85004		PC	Civic Grantmaking	1,500
Southwest High School	529 W. Pineville Street Washburn, MO 65772		GOV	Community Based Giving	5,000
Spark Community Foundation	2717 Welton St. Denver, CO 80205		PC	Civic Grantmaking	44,975
Special Forces Charitable Trust	P.O. Box 53, Essex, CT 06426		PC	Organizational Effectiveness	25,000
Spring Initiative	P.O. Box 1759, Clarksdale, MS 38614		PC	Local and Civic Grantmaking	90,000
Springboard Partners	2755 Ordway St. NW, #108, Washington, D.C 20008		NC	Environment Program	103,000
Springdale Basketball Association	2206 E Robinson, Springdale, AR 72764		PC	Community Based Giving	10,000
Springdale School District	808 W. Johnson Ave., Springdale, AR 72765		GOV	Local and Civic Grantmaking	5,100
Springfield Catholic Schools	2340 S. Eastgate, Springfield, MO 68509		PC	Community Based Giving	2,500
St. Francis de Sales School	235 S. Sherman Street, Denver, CO 80209		PC	Civic Grantmaking	40,000
St. Mary's Academy for the Sisters of Loretto	4545 S. University Blvd., Englewood, CO 80113		PC	Civic Grantmaking	20,000
St. Mary's Colgan High School	212 E. 9th Street, Pittsburg, KS 66762		PC	Community Based Giving	2,500
St. Paul's School	325 Pleasant Street, Concord, NH 03301-9966		PC	K-12 Education Program	959,649
Stand for Children Leadership Center	2374 St. Claude Avenue, Suite 230, New Orleans, LA 70117		PC	K-12 Education Program	200,000
Stand Up	825 K Street, 2nd Floor, Sacramento, CA 95814		PC	K-12 Education Program	400,000
Stanford University	301 Encina Hall, Stanford, CA 94305-6076		PC	Civic Grantmaking	121,422
Star Rock Ministries	P. O. Box 996, San Clemente, CA 92674		PC	Civic Grantmaking	10,000
Starshine Academy	3535 East McDowell Road, Phoenix, AZ 85008		PC	Civic Grantmaking	12,750
State of Colorado Department of Human Services	1575 Sherman Street, Denver, CO 80203		GOV	Civic Grantmaking	93,099
Step Up for Students, Inc.	4655 Salisbury Road, Suite 400, Jacksonville, FL 32256		PC	K-12 Education Program	100,000
Stilwell Public Library Friends Society	5 N. 6th Street, Stilwell, OK 74960		PC	Community Based Giving	5,000
Stilwell Public School Foundation, Inc.	P.O. Box 185, Stilwell, OK 74960		PC	Community Based Giving	4,000
Storefront Academy Charter School	70 East 129th Street, New York, NY 10035		PC	Charter School Startup	125,000
StreetWise	4554 N. Broadway Street, Suite 350, Chicago, IL 60640		PC	Organizational Effectiveness	237,000
Strive Preparatory Schools	4554 N. Broadway Street, Suite 350, Chicago, IL 60640		PC	Organizational Effectiveness	850,000
Students First Foundation	3845 Tennyson St., #154, Denver, CO 80212		PC	K-12 Education Program	750,000
Students for Education Reform	21 West 46th Street, New York, NY 10036		PC	K-12 Education Program	450,000
StudentsFirst Institute	825 K St, Second Floor, Sacramento, CA 95814		PC	K-12 Education Program	2,848,516
Subiaco Academy	405 North Subiaco Avenue, Subiaco, AR 72865-9798		PC	K-12 Education Program	10,000
Success Academy Charter Schools, Inc.	95 Pine St. 6th Floor, New York, NY 10005		PC	K-12 Education Program	1,500,000
SuMar, Voces por la Naturaleza, A.C.	13-B. Colonia San Benito, Hermosillo, Sonora, Mexico CP 83190		NC	Environment Program	75,000
Summit Community Institute	3923 North Wolf Creek Dr, Eden, UT 84310		PC	Civic Grantmaking	7,000
Summit Series, LLC	3923 North Wolf Creek Dr, Eden, UT 84310		NC	Civic Grantmaking	48,000
Surge Institute	320 West Ohio Street, Suite 3W, Chicago, IL 60654		PC	K-12 Education Program	400,000
Sustainable Fisheries Partnership Foundation	4348 Waialae Avenue #692, Honolulu, HI 96816		PC	Environment Program	1,650,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
Sustainable Tulsa, Inc.	P. O. Box 3543, Tulsa, OK 74101		PC	Community Based Giving	15,000
Symphony Orchestra of Northwest Arkansas	P.O. Box 1243, Fayetteville, AR 72702		PC	Local and Civic Grantmaking	114,195
Tahlequah Area Coalition for the Homeless, Inc.	P. O. Box 1344, Tahlequah, OK 74465		PC	Community Based Giving	5,000
Tailwind Aviation Foundation, Inc.	15480 See St, Rogers, AR 72756		PC	Civic Grantmaking	16,643
Tamarisk Coalition	P.O. Box 1907, Grand Junction, CO 81502		PC	Environment Program	425,795
Tapestry Project Inc.	1400 Fifth Avenue STE TH-C1, New York, NY 10026		PC	K-12 Education Program	35,000
Tarleton State University	Box T-0070, Stephenville, TX 76402		GOV	Civic Grantmaking	17,275
Taxpayers for Common Sense	651 Pennsylvania Avenue SE, Washington, DC 20003		PC	Environment Program	325,000
Teach For All Inc.	25 Broadway, 13th Floor, New York, NY 10004		PC	Organizational Effectiveness	250,000
Teach for America	299 South 9th Street, Suite 212, Oxford, MS 38655		PC	K-12 Education Program	770,000
Teach for America - Kansas City	2000 Baltimore Ave. #300, Kansas City, MO 64108		PC	K-12 Education Program	845,000
Teach for America (National) TFA	25 Broadway, 12th Floor, New York, NY 10004		PC	K-12 Education Program	8,148,740
Teach for America, Inc.	1 World Ave, 3rd Floor, Little Rock, AR 72202		PC	K-12 Education Program	895,000
Teach for America, Inc.	22 Fourth Street, 7th Floor, San Francisco, CA 94103		PC	K-12 Education Program	25,000
Teach Plus Incorporated	27-43 Wormwood Street Tower Point, Suite 410, Boston, MA 02210		PC	K-12 Education Program	250,000
Teachers College, Columbia University	525 West 120th Street, New York, NY 10027-6696		PC	K-12 Education Program	5,077
Team Africa Rising, Inc.	802 E. Cooper #4, Aspen, CO 81611		PC	Civic Grantmaking	250,000
Tech Museum of Innovation	201 S. Market Street, San Jose, CA 95113		PC	Civic Grantmaking	1,000
Tennessee State Collaborative on Reforming Education	1207 18th Ave. S., Suite 326, Nashville, TN 37212		PC	K-12 Education Program	500,000
Teton Science Schools	700 Coyote Canyon Road, Jackson, WY 83001		PC	K-12 Education Program	160,000
Texas A&M University-Kingsville	Campus Box 218, Kingsville, TX 78363		GOV	Civic Grantmaking	5,000
Texas Charter Schools Association (TCSA)	700 Lavaca Street, Suite 930, Austin, TX 78701		PC	K-12 Education Program	935,837
Texas County Memorial Hospital Healthcare Foundation	1333 S. Sam Houston Blvd., Houston, MO 65483		PC	Community Based Giving	2,500
Texas Game Warden Association, Inc.	4367 FM 1047, Hamilton, TX 76531		PC	Civic Grantmaking	1,000
Texas Parks and Wildlife Foundation	2914 Swiss Avenue, Dallas, TX 75204		PC	Civic Grantmaking	50,000
The Academies of West Memphis	301 South Avalon, West Memphis, AR 72301		GOV	Charter School Startup	250,000
The Achievement Network, LTD	225 Friend Street, Suite 704, Boston, MA 02114		POF	K-12 Education Program	75,000
The Arizona Charter Schools Association	1825 E. Northern Avenue, Suite 275, Phoenix, AZ 85020-3949		PC	K-12 Education Program	650,000
The Atlantic Monthly Group, Inc.	600 New Hampshire Ave. NW, Washington, DC 20037		NC	K-12 Education Program	285,000
The Board of Trustees of the Leland Stanford Junior University	326 Galvez Street, Stanford, CA 94305-6105		PC	Environment Program	708,072
The CALL of Saline County	P. O. Box 117, Bryant, AR 72089		PC	Community Based Giving	5,000
The Carter Center, Inc.	One Copenhill 453 Freedom Parkway, Atlanta, GA 30307		PC	Civic Grantmaking	400,000
The Colorado Museum of Natural History	2001 Colorado Boulevard, Denver, CO 80205		PC	Civic Grantmaking	4,000
The Communications Network, Inc.	718 7th Street NW, 2nd Floor, Washington, DC 20001		PC	Civic Grantmaking	25,000
The Community Foundation for Greater Atlanta, Inc.	191 Peachtree Street NE, Suite 1000, Atlanta, GA 30303		PC	K-12 Education Program	400,000
The Cooper Institute	12330 Preston Road, Dallas, TX 75230		PC	Civic Grantmaking	10,000
The Corps Network	1275 K Street NW, Suite 1050, Washington, DC 20005		PC	Environment Program	150,000
The Delfina Foundation	29 Catherine Place, London, UK		NC	Civic Grantmaking	44,000
The Drexel Fund	1603 Orrington Avenue, Suite 600, Evanston, IL 60201		PC	K-12 Education Program	2,000,000
The Emergency Food Pantry	428 S. 6th Street, Chickasha, OK 73023		PC	Community Based Giving	4,000
The Everglades Foundation, Inc.	18001 Old Cutler Road, #625, Palmetto Bay, FL 33157		PC	Environment Program	57,000
The Excel Center - Indianapolis South	1635 W. Michigan Street, Indianapolis, IN 46222		GOV	Charter School Startup	250,000
The Foundation for Opportunity in Education	26 Century Hill Dr, Suite 203, Latham, NY 12110		PC	K-12 Education Program	500,000
The Friedman Foundation for Educational Choice, Inc.	111 Monument Circle, Suite 2650, Indianapolis, IN 46204		PC	K-12 Education Program	377,000
The Harp Foundation	400 W Camelback Rd, Ste 304, Phoenix, AZ 85013		PC	Civic Grantmaking	20,000
The Hawn Foundation	1815 Purdy Avenue, Miami Beach, FL 33139		PC	Civic Grantmaking	129,000
The International Charter School of New York	1 Metrotech Plaza, Suite 1001, Brooklyn, NY 11201		PC	Charter School Startup	250,000
The James Beard Foundation, Inc.	167 West 12th St, New York, NY 10011		PC	Civic Grantmaking	1,000
The Kindezi School, Inc.	1890 Detroit Ave NW, Atlanta, GA 30314		PC	Charter School Startup	220,000
The Lens	4344 Earhart Blvd, Suite B, New Orleans, LA 70125		PC	Environment Program	75,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
The Michael Lisnow Respite Center, Inc.	112 Main Street, Hopkinton, MA 01748		PC	Civic Grantmaking	5,000
The Mind Trust, Inc.	1630 N Meridian St., Suite 450, Indianapolis, IN 46204		PC	K-12 Education Program	1,200,000
The National Center for Montessori in the Public Sector	125 Whiting Lane, West Hartford, CT 06119		NC	K-12 Education Program	609,102
The Nature Conservancy	4245 N. Fairfax Drive, Suite 100, Arlington, VA 22203		PC	Environment Program	3,063,107
The New York Times	620 Eighth Avenue, New York, NY 10018-1405		NC	K-12 Education Program	350,000
The Oaks Academy, Inc.	2301 North Park Avenue, Indianapolis, IN 46205		PC	K-12 Education Program	264,315
The Peel Compton Foundation	312 N. Main Street, Bentonville, AR 72712		POF	Organizational Effectiveness	1,092,446
The Philanthropy Workshop West	One Letterman Drive, Ste. D3100, San Francisco, CA 94129-1492		PC	Civic Grantmaking	100,000
The Safina Center	Stony Brook University, Nassau Hall Suite 111, Stony Brook, NY 11794-5000		PC	Environment Program	41,850
The Third Way Foundation, Inc.	1101 14th Street, NW, Suite 1250, Washington, DC 20005		PC	K-12 Education Program	250,000
The Urban Assembly, Inc.	90 Broad Street, New York, NY 10004		PC	Charter School Startup	30,000
The Walkabout Foundation, Inc.	75 Holly Hill Lane, Greenwich, CT 06830		PC	Civic Grantmaking	30,000
Thea Foundation	401 Main Street, Suite 100, North Little Rock, AR 72114		PC	K-12 Education Program	149,910
Theatre Squared, Inc.	PO Box 4188, Fayetteville, AR 72702		PC	Local and Civic Grantmaking	1,269,886
Theodore Roosevelt Conservation Partnership, Inc.	1660 L Street NW, Suite 208, Washington, DC 20036		PC	Environment Program	503,600
Third Sector New England, Inc.	89 South Street, Suite 700, Boston, MA 02111		PC	Organizational Effectiveness	445,700
Thomas B. Fordham Institute	1016 16th St. NW, 8th Floor, Washington, DC 20036		PC	K-12 Education Program	700,000
Tides Center	1014 Torney Avenue, San Francisco, CA 94129		PC	Civic Grantmaking	25,000
Together Colorado	1980 Dahlia Street, Denver, CO 80220		PC	K-12 Education Program	200,000
Tom Mix Museum, Inc.	721 N. Delaware, Dewey, OK 74029		PC	Community Based Giving	3,000
Top Flight Basketball Academy	101 Pinehurst Court, Mountain Home, AR 72653		PC	Community Based Giving	500
Town of Clarkdale Arizona	P.O. Box 308, Clarkdale, AZ 86324		GOV	Environment Program	19,063
Town of Delaware	P. O. Box 277, Delaware, OK 74027		GOV	Community Based Giving	4,000
Trends Charitable Fund	4400 N. Scottsdale Road, Suite 9-928, Scottsdale, AZ 85251		PC	Civic Grantmaking	5,000
Tri-County Search and Rescue Certified Emergency Response Team	P. O. Box 1321, Huntsville, AR 72740		PC	Community Based Giving	5,000
Tricycle Theatre For Youth	PO Box 2537, Bentonville, AR 72712		PC	Local and Civic Grantmaking	42,850
Trillium Trust	1380 Bill Virdon Blvd, West Plains, MO 65775		PC	Community Based Giving	1,000
Trout Unlimited	1777 North Kent Street, Suite 100, Arlington, VA 22209		PC	Environment Program	365,017
TruFund Financial Services, Inc.	39 West 37th Street, 7th Floor, New York, NY 10018		PC	Environment Program	500,000
Truman Library Institute	500 US West Hwy 24, Independence, MO 64050		PC	Community Based Giving	5,000
Trust for Conservation Innovation	405 14th Street, Suite 164, Oakland, CA 94612-2705		PC	Environment Program	1,638,518
Trust for Hidden Villa	26870 Moody Road, Los Altos, CA 94022-4209		PC	Civic Grantmaking	1,000
Trust for Public Land	2610 University Avenue, Suite 300, Saint Paul, MN 55114		PC	Environment Program	87,500
Trustees of Columbia University in the City of New York	615 West 131st Street Room 254, New York, NY 10027-7922		PC	K-12 Education Program	1,082,500
Trustees of the University of Pennsylvania	3451 Walnut Street, Rm P-221 Franklin Bldg., Philadelphia, PA 19104-6205		PC	K-12 Education Program	393,623
Tulane University	6823 St. Charles Avenue, New Orleans, LA 70118		PC	Environment Program	75,000
Tulsa Area United Way	1430 South Boulder, Tulsa, OK 74119		PC	Community Based Giving	42,000
Tulsa Ballet Theatre	1212 E 45th Street, Tulsa, OK 74105-4563		PC	Civic Grantmaking	5,000
Tulsa Children's Museum	P. O. Box 701620, Tulsa, OK 74170-1620		PC	Community Based Giving	2,500
Tulsa Christian Education Corporation	6363 South Trenton Ave., Tulsa, OK 74136		PC	Community Based Giving	20,000
Tulsa Community Foundation	7030 S. Yale Avenue, Suite 600, Tulsa, OK 74136		PC	Community Based Giving	2,500
Tulsa Habitat for Humanity	6235 E. 13th Street, Tulsa, OK 74112		PC	Community Based Giving	7,500
Tulsa Library Trust	400 Civic Center, Tulsa, OK 74103-3830		PC	Community Based Giving	15,000
Tulsa Zoo Management, Inc.	6421 E. 36th Street North, Tulsa, OK 74115-2121		PC	Community Based Giving	10,000
Tulsa's Leadership Vision, Inc.	2526 E 71st Street, Suite A, Tulsa, OK 74136		PC	Community Based Giving	15,000
Tutoring Resources of Arkansas, Inc.	14598 East Highway 12, Rogers, AR 72756		PC	Community Based Giving	4,500
Twin Lakes Literacy Council	1318 Bradley Drive, #14, Mountain Home, AR 72653		PC	Community Based Giving	1,000
U C Davis Foundation	One Shields Avenue, Davis, CA 95616-5270		PC	Civic Grantmaking	13,000
Under Grace Ministries	10905 W. Markham Street, Little Rock, AR 72211		PC	Community Based Giving	10,000
Unique Services, Inc.	610 E State St, Mountain Grove, MO 65711		PC	Community Based Giving	5,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation	Purpose of Grant	Amount Paid
			status of Recipient		
United Cerebral Palsy Association of Central Arizona	1802 W Parkside Lane, Phoenix, AZ 85027		PC	Civic Grantmaking	2,500
United Cerebral Palsy of Central Arkansas	9720 No. Rodney Parham Road, Little Rock, AR 72227		PC	Civic Grantmaking	10,000
United Community Action Program Inc	501 Sixth Street, Pawnee, OK 74058		PC	Community Based Giving	10,000
United Negro College Fund, Inc.	1805 7th Street, NW, Washington, DC 20001		PC	K-12 Education Program	1,796,408
United States Conference of Mayors	1620 Eye Street Northwest, Washington, DC 20006		PC	K-12 Education Program	150,000
United States Department of Education	400 Maryland Avenue SW, Washington, DC 20202		GOV	K-12 Education Program	32,000
United States Hispanic Chamber of Commerce	1424 K Street NW #401, Washington, D.C 20005		NC	Civic Grantmaking	50,000
United Way of Adair County, Inc.	P. O. Box 5, Stilwell, OK 74960		PC	Civic Grantmaking	5,000
United Way of Fort Smith	P. O. Box 2300, Fort Smith, AR 72902		PC	Civic Grantmaking	10,000
United Way of Garland County, Inc.	233 Hobson Ave, Hot Springs, AR 71913		PC	Civic Grantmaking	4,000
United Way of Grayson County Inc.	P.O. Box 1112, Sherman, TX 75091		PC	Civic Grantmaking	2,000
United Way of Greater Los Angeles	1150 S. Olive Street Suite T500, Los Angeles, CA 90015		PC	K-12 Education Program	200,000
United Way of Northwest Arkansas	100 Parkwood Street, Suite C, Lowell, AR 72745		PC	Civic Grantmaking	160,000
United Way of Parker County	P. O. Box 1476 Weatherford, TX 76086-1476		PC	Civic Grantmaking	25,000
University of Arizona Foundation	1111 N. Cherry Avenue, Tucson, AZ 85721-0109		PC	Environment Program	72,372
University of Arkansas	406 Administration Building, Fayetteville, AR 72701		GOV	K-12 Education Program	287,083
University of Arkansas Community College at Morrilton Foundation, Inc.	1537 University Blvd, Morrilton, AR 72110		PC	Civic Grantmaking	5,000
University of Arkansas Foundation - Pine Bluff	1200 North University Drive, Pine Bluff, AR 71601		PC	Civic Grantmaking	100,000
University of Arkansas Foundation, Inc.	535 Research Center Blvd., Suite 120, Fayetteville, AR 72701		PC	Local and Civic Grantmaking	3,065,756
University of Baltimore Foundation	1130 N. Charles Street, Baltimore, MD 21201		PC	Civic Grantmaking	5,000
University of California at Santa Barbara	2400 Bren Hall, Santa Barbara, CA 91306-5131		PC	Civic Grantmaking	997,863
University of Central Oklahoma Foundation	100 North University Drive Evans Hall, Room 101, Edmond, OK 73034-5209		PC	Civic Grantmaking	5,000
University of Colorado Foundation	1800 Grant St., Ste. 725, Denver, CO 80203		PC	Civic Grantmaking	178,628
University of Denver	2450 South Vine Street, Denver, CO 80208		GOV	Civic Grantmaking	184,754
University of Missouri - Kansas City	5306 Holmes, Kansas City, MO 64110		GOV	Civic Grantmaking	7,500
University of New Orleans	2000 Lakeshore Drive, New Orleans, LA 70148		GOV	Environment Program	150,000
University of Notre Dame	1400 East Angela Boulevard, Unit 117, South Bend, IN 46617		PC	K-12 Education Program	1,991,540
University of Oklahoma Foundation, Inc.	100 Timberdell Road, Norman, OK 73019-5071		PC	Civic Grantmaking	10,000
University of South Florida Foundation, Inc.	4202 East Fowler Ave., Tampa, FL 33620		PC	Environment Program	44,000
University of Southern California, Rossier School of Education	Waite Phillips Hall -WPH 901D, 3470 Trousdale Parkway, Los Angeles, CA 90089-		PC	K-12 Education Program	82,000
University of the Ozarks	415 North College Avenue, Clarksville, AR 72830		PC	Civic Grantmaking	154,305
University of Utah	332 South 1400 East, Suite 150, Salt Lake City, UT 84112-0300		PC	Environment Program	20,000
University of Washington	4333 Brooklyn Ave NE, Seattle, WA 98195		GOV	Environment Program	73,267
University of Washington Foundation	407 Gerberding Hall, Seattle, WA 98195-1210		PC	K-12 Education Program	774,750
University of Wyoming	1000 E. University Ave., Laramie, WY 82071		GOV	Civic Grantmaking	10,000
University Preparatory School	2409 Arapahoe Street, Denver, CO 80205		PC	K-12 Education Program	216,000
UNSELF INC.	42401 Switzerland Dr., Big Bear Lake, CA 92315		NC	Organizational Effectiveness	23,113
Upper White River Basin Foundation	P.O. Box 636, Kimberling City, MO 65656		PC	Local and Civic Grantmaking	35,000
Urban Ecology Center	1500 E. Park Place, Milwaukee, WI 53211		PC	Civic Grantmaking	256,875
Urban Institute	2100 M Street, NW, Washington, DC 20037		PC	K-12 Education Program	349,538
Urban League of Greater New Orleans Co, Inc.	4640 S Carrollton Ave., Suite 210, New Orleans, LA 70119		PC	K-12 Education Program	770,000
Urban League of Metropolitan Denver	700 E. 24th Ave., Suite 9, Denver, CO 80205		PC	K-12 Education Program	10,000
Urban Neighborhood Initiative Inc	2700 E 18th Street, Kansas City, MO 64127		PC	Community Based Giving	5,000
Urban Teacher Center	1500 Union Avenue, Suite 2200 Baltimore, MD 21211		PC	K-12 Education Program	500,000
US Mexico Foundation	700 12th St. NW, Suite #1050, Washington, DC 20005		PC	Organizational Effectiveness	145,000
USA Cycling Development Foundation	210 USA Cycling Point, Colorado Springs, CO 80919-2215		PC	Civic Grantmaking	50,000
Utah State University	1415 Old Main Hill, Room 64, Logan, UT 84322-1415		PC	Environment Program	86,790
Valley School of Southern Oregon	1750 Delta Waters Rd Ste. 102-233, Medford, OR 97504		PC	Organizational Effectiveness	20,000
Valor Academy Elementary School	2636 S. Mansfield Ave, Los Angeles, CA 90016		GOV	Charter School Startup	250,000
Value Schools High School 2	680 Wilshire Pl, Suite 315, Los Angeles, CA 90005		GOV	Charter School Startup	250,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Van Buren Public Schools	2221 Pointer Trail East, Van Buren, AR 72956		GOV	Community Based Giving	2,500
Van Cliburn Foundation, Inc.	201 Main Street, Suite 100, Fort Worth, TX 76102		PC	Civic Grantmaking	75,000
Vanderbilt University	Office of Contract & Research Administration PMB 4077749 2301 Vanderbilt		PC	K-12 Education Program	166,268
Variety Care, Inc.	3000 N. Grand Blvd. Oklahoma City, OK 73107-1818		PC	Community Based Giving	2,500
Venture for America, Inc.	40 W. 29th Street; Suite 301, New York, NY 10001		PC	Organizational Effectiveness	105,000
Vera Lloyd Presbyterian Home and Family Services, Inc.	1501 N. University, Suite 345, Little Rock, AR 72207-5278		PC	Civic Grantmaking	10,000
Verde River Basin Partnership	2725 Boone Court, Prescott, AZ 86305		PC	Environment Program	139,105
Verde River Institute, Inc.	630 Cliffside Drive, Clarkdale, AZ 86324		PC	Environment Program	49,600
Verde River Valley Nature Organization, Inc.	P.O. Box 2224, Cottonwood, AZ 86326		PC	Environment Program	137,200
Veterans Memorial of Garland County AR	118 Orange St, Hot Springs, AR 71913		PC	Civic Grantmaking	2,500
Vian Public Schools	P. O. Box 434, Vian, OK 74962		GOV	Community Based Giving	3,600
Vietnam Veterans of San Diego	4141 Pacific Highway, San Diego, CA 92110		PC	Civic Grantmaking	20,000
Village House, Inc.	1702 Forest Hills Blvd, Bella Vista, AR 72714		PC	Community Based Giving	10,000
Voices College-Bound Language Academy at Morgan Hill School	4075 Sacramento Ave, San Jose, CA 95111		GOV	Charter School Startup	250,000
Wagoner Education Foundation, Inc.	308 NE 2nd Street, Wagoner, OK 74467		PC	Community Based Giving	2,500
Wake Forest University	PO Box 7201, Winston-Salem, NC 27109-7227		PC	Civic Grantmaking	125,000
Wallingford Public Library Assoc.	200 North Main Street, Wallingford, CT 06492		PC	Civic Grantmaking	2,000
Wallingford Public Schools	142 Hope Hill Road, Wallingford, CT 06492		GOV	Civic Grantmaking	7,000
Walmart Associates in Critical Need Fund	702 SW 8th Street, Bentonville, AR 72716-0150		PC	Civic Grantmaking	4,000,000
Walters Public Schools	418 South Broadway, Walters, OK 73572		GOV	Community Based Giving	5,000
Walton Arts Center Inc.	P.O. Box 3547, Fayetteville, AR 72702		PC	Local and Civic Grantmaking	6,955,000
Warbird Heritage Foundation	3000 Corporate Drive, Waukegan, IL 60087		POF	Civic Grantmaking	10,000
Washington Global Public Charter School	3060 Q ST NW, Washington, DC 20007		PC	Charter School Startup	250,000
Washington Leadership Academy	6 Girard Street NE, Washington, DC 20002		PC	Charter School Startup	250,000
Washington Osage Baptist Association	3801 N. Maryland, Bartlesville, OK 74006		PC	Community Based Giving	1,000
Washington Regional Medical Foundation	P.O. Box 356, Fayetteville, AR 72702		PC	Community Based Giving	5,000
Washington State Charter Schools Association	210 South Hudson, Suite 324, Seattle, WA 98134		PC	K-12 Education Program	718,000
Watershed Conservation Resource Center	380 West Rock Street, Fayetteville, AR 72701		PC	Local and Civic Grantmaking	150,000
Watershed Human and Community Development Agency, Inc.	3701 Springer Blvd, Little Rock, AR 72206		PC	Community Based Giving	5,000
Watershed Management Group, Inc.	1137 N. Dodge Blvd, Tucson, AZ 85716		PC	Environment Program	360,530
Wave Academy	4455 Murphy Canyon Road Suite 100-16, San Diego, CA 92123		PC	Civic Grantmaking	15,000
Wayman L. Tisdale Foundation Inc.	591 E 36th St North, Tulsa, OK 74106		PC	Civic Grantmaking	120,000
Webb City R-7 Schools Foundation, Inc.	411 N. Madison, Webb City, MO 64870		PC	Community Based Giving	4,000
WE-cycle	465 North Mill Street Unit #14, Aspen, CO 81611		PC	Civic Grantmaking	19,500
Weiner School Childrens Endowment	313 N. Garfield Street, Weiner, AR 72479		PC	Endowment Giving	20,000
Welcome Health	1100 N. Woolsey Avenue, Fayetteville, AR 72702		PC	Community Based Giving	10,000
West Fork Middle School	333 School Ave, West Fork, AR 72774		GOV	Community Based Giving	7,500
Western Arkansas United Soccer League	1111 N 49th Street, Fort Smith, AR 72904		PC	Community Based Giving	2,500
Western Conservation Foundation	1536 Wynkoop Street Suite 410, Denver, CO 80202-1375		PC	Environment Program	1,837,805
Western Governors' Association	1600 Broadway, Suite 1700, Denver, CO 80202		GOV	Civic Grantmaking	25,000
Western Landowners Alliance	3 Caliente Road, #5, Santa Fe, NM 87508		PC	Environment Program	104,135
Western Resource Advocates	2260 Baseline Road, Suite 200, Boulder, CO 80302		PC	Environment Program	890,428
Westside Community Association of Bartlesville Oklahoma	501 SW Bucy, Bartlesville, OK 74003		PC	Community Based Giving	5,000
Westville Public Schools	PO Box 410, Westville, OK 74965		GOV	Community Based Giving	2,500
What is Missing Foundation	112 Prince St. #4, New York, NY 10012		POF	Environment Program	37,500
Whitney Museum of American Art	99 Gansevoort St, New York, NY 10014		PC	Civic Grantmaking	50,000
William A. Farnsworth Library and Art Museum	16 Museum Street, Rockland, ME 04841		PC	Civic Grantmaking	25,000
Winrock International	2121 Crystal Drive, Suite 500, Arlington, VA 22202		PC	Environment Program	700,000
Winrock International	2101 Riverfront Drive, Little Rock, AR 72202-1748		PC	Environment Program	638,503
Wisconsin Institute for Law and Liberty, Inc.	1139 East Knapp Street, Milwaukee, WI 53202		PC	K-12 Education Program	316,922

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

Recipient name	Recipient address	Relationship	Foundation status of Recipient	Purpose of Grant	Amount Paid
Women in Government Foundation	1319 F St. NW, Suite 710, Washington, DC 20004		PC	Civic Grantmaking	20,000
Women's Bean Project	3201 Curtis Street, Denver, CO 80205		PC	Civic Grantmaking	5,000
Women's Crisis Center of Taney County, Inc.	226 Benton Avenue, Rockaway Beach, MO 65740		PC	Community Based Giving	5,000
Womens Outreach of Hope, Inc.	P. O. Box 455, Pryor, OK 74362		PC	Community Based Giving	5,000
Women's Policy, Inc.	409 12th Street, SW, Suite 600, Washington, DC 20024		PC	Civic Grantmaking	20,000
Woodlands School, Inc.	5510 W. Bluemound Road, Milwaukee, WI 53208		PC	K-12 Education Program	118,800
Woody Creek Community Center	P.O. Box 4, Woody Creek, CO 81656		PC	Civic Grantmaking	1,000
World Brain Forum Foundation	P.O. Box 2055, Aspen, CO 81612		PC	Civic Grantmaking	15,000
World Wildlife Fund, Inc.	1250 24th Street, NW, Washington, DC 20037		PC	Environment Program	1,284,392
Wyoming Liberty Group	1902 Thomes Ave., Ste 201, Cheyenne, WY 82001		PC	Civic Grantmaking	2,500
Yale University	PO Box 208200, New Haven, CT 06520-8200		PC	K-12 Education Program	35,000
Yellville-Summit School District	1124 N. Panther Avenue, Yellville, AR 72687-9318		GOV	Civic Grantmaking	4,000
Ozarks Regional YMCA	408 MO-248, Cassville, MO 65625		PC	Civic Grantmaking	3,000
YMCA of Greater Kansas City	3800 E. Linwood, Kansas City, MO 64128		PC	Civic Grantmaking	5,000
YMCA of Southern Arizona	60 W Alameda, Tucson, AZ 85701		PC	Civic Grantmaking	2,500
Young at Art Ministries, Inc.	400 W. Main, Suite 204, Denison, TX 75020		PC	Civic Grantmaking	2,000
Young Life Foundation	P.O. Box 520, Colorado Springs, CO 80901		PC	Civic Grantmaking	10,000
Young Men's Christian Association of Greater Tulsa	420 S. Main, Suite 200, Tulsa, OK 74103		PC	Civic Grantmaking	15,000
Young Womens Christian Association of Oklahoma City	2460 NW 39th Street, Oklahoma City, OK 73112-8956		PC	Civic Grantmaking	10,000
Youth Services for Stephens County, Inc.	P. O. Box 1603, Duncan, OK 73534		PC	Community Based Giving	5,000
YPI Valley Public Charter High School	9400 Remick Ave, Los Angeles, CA 91331		GOV	Charter School Startup	250,000
Yuma Crossing National Heritage Area Corporation	180 W. First Street, Suite E, Yuma, AZ 85364-1407		PC	Environment Program	173,000
Zea Mays Foundation	14129 Carole Drive, Bloomington, IL 61705		POF	Civic Grantmaking	100,000
Zoological Society of San Diego	P.O. Box 120551, San Diego, CA 92112-0551		PC	Civic Grantmaking	13,500
Total Grants Paid					373,038,862

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ATTACHMENT 23

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee – The Walton Family Foundation, Inc. owns common stock in the following entity as a program-related investment.

Southern Development Bancorporation, Inc.
D/b/a Southern Bancorp Community Partners
8924 Kanis Road
Little Rock, AR 72205
- (2) Dates of Investment - December 23, 1987 - \$300,000
July 9, 1998 - \$3,000,030
- (3) Purpose - To provide Southern Development Bancorporation ("SDB") d/b/a Southern Bancorp Community Partners with funds to promote its purpose of implementing a new approach to the development of economically depressed rural communities in Arkansas, communities which suffer from high unemployment and which are not being adequately served by the existing financial institutions in the area. SDB and its related companies are operating programs designed to increase job opportunities for residents of these depressed communities. SDB's programs emphasize the development of small business and self-employment activities in rural areas by providing capital, market data, technical support, and business planning counsel to that sector of the local economy. SDB aggressively supports the creation of jobs through the creation and development of local business enterprises.
- (4) Amount Expended by Grantee – The initial investment of \$300,000 made on 12/23/87 and an additional investment of \$3,000,030 made on 07/09/98 continue to be utilized for the purpose of the program related investment as stated in (3) above.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the program-related investment has been used for anything other than its intended charitable purpose.
- (6) Date of Reports from Grantee - Date of last annual reports were September 5, 2016
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's program related investment through its most recent year-ending December 31, 2015. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Taxable entity – program related investment of the Foundation.

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ATTACHMENT 24

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee - The Walton Family Foundation, Inc. owns common stock in the following entity as a program-related investment.

Neighborhood Bancorp
1727 Sweetwater Road, Suite J
National City, CA 91950
- (2) Date of Investment - May 31, 1996 - \$100,000
- (3) Purpose - To provide Neighborhood Bancorp ("NB") with funds to form or acquire a bank which will seek to provide banking services to customer groups that are currently underserved in its geographic market area. These groups include individuals, affordable housing advocates, non-profit corporations and other community based organizations, and religious organizations. The groups, or the individuals represented by the groups: (i) earn less than 100% of the median family income for San Diego County, (ii) are ethnically and racially diverse, (iii) do not have ready access to traditional financial institutions and systems, and (iv) rent or lease dwellings rather than own them.
- (4) Amount Expended by Grantee - \$100,000 investment made 05/31/96 continues to be utilized for the purpose of the program related investment as stated in (3) above.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the program-related investment has been used for anything other than its intended charitable purpose.
- (6) Date of Report from Grantee - Date of annual report was September 2, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Taxable entity – program related investment of the Foundation.

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ATTACHMENT 25

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Arkansans for Education Reform Foundation
400 West Capitol Avenue, Suite 1700
Little Rock, AR 72201-3438
- (2) Date and Amount of Grant – Various 2012 - \$2,088,750
- (3) Purpose – To provide operational and programmatic support to the Arkansans for Education Reform Foundation.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$311,090 of the remaining (\$573,876) grant funds received during calendar 2012, in accordance with the terms of the grant agreements.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 27, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary. In addition, the grantee has provided the Foundation with a copy of its financial statements for the calendar year-ended December 31, 2015.
- (8) Foundation Status – Private Operating Foundation.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -

Building Hope
910 17th Street NW, Suite 1100
Washington, D.C. 20006

- (2) Date and amount of program-related investment loan – December 15, 2011 - \$1,500,000
June 28, 2012 - \$1,800,000

Amounts represent advances against a \$3.3 million program related investment which is a non-interest bearing loan, recoverable within five years.

- (3) Purpose – To provide direct loans that continue to serve the facility needs of quality public charter schools in the District of Columbia.
- (4) Amount Expended by Grantee/Borrower – Grantee/Borrower has provided financial reports to the Foundation related to the program related investment loans indicating that all of the loan funds received on December 15, 2011 and June 28, 2012 have been deployed and continue to be used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the Grantee/Borrower, no part of the program-related investment loan funds have been used for anything other than its intended charitable purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 12, 2016.
- (7) Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Non-Operating Foundation.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Camp War Eagle, Inc.
P.O. Box 2030
Bentonville, AR 72712
- (2) Date and Amount of Grant - Various 2014 - \$5,482,548
Various 2015 - \$5,940,882
- (3) Purpose - To provide Camp War Eagle, Inc. ("Camp War Eagle") with funds to be used to operate a summer camp in Northwest Arkansas for the benefit of children of moderate to below moderate means. Camp War Eagle is a coeducational, non-denominational, multi-purposed activity; residential summer camp for children ages 7-17 of all ethnic and cultural backgrounds.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining \$133,921 of the 2014 grant funds and \$5,545,310 of the 2015 grant funds in accordance with the terms of the grant agreements.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the loan has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee - Date of annual report was October 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status - Private Operating Foundation.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee –

Charter Fund, Inc.
Dba CSGF Tennessee
350 Interlocken Blvd., Suite 390
Broomfield, CO 80021
- (2) Date and Amount of Grant – July 25, 2013 - \$1,000,000
- December 4, 2014 - \$1,000,000
- (3) Purpose – To provide support to scale a number of excellent public charter schools operating in Memphis and Nashville into 4-5 Charter Management Organizations that will open 20 new public charter schools by 2015.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining funds (\$536,567) received on July 25, 2013, and \$600,000 of the funds received December 4, 2014, in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 18, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Charter Fund, Inc.
350 Interlocken Blvd., Suite 390
Broomfield, CO 80021
- (2) Date and Amount of Grant – December 20, 2012 - \$2,000,000
- (3) Purpose – To provide support for a six-year initiative to grow charter management organizations and stand-alone charter schools in New Orleans.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$544,493 of the (\$824,700) remaining grant funds received in calendar 2012 and in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 18, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Charter Fund, Inc.
350 Interlocken Blvd., Suite 390
Broomfield, CO 80021
- (2) Date and Amount of Grant – Various 2014 - \$4,750,000
December 8, 2015 - \$2,250,000
- (3) Purpose – To provide startup support to approximately 32 high performing individual public charter schools.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all the remaining (\$1,350,000) received in 2014, and \$1,650,000 of the grant funds received December 8, 2015 in accordance with the terms of the grant agreements.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 18, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

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ATTACHMENT 31

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -

Charter Fund, Inc.
350 Interlocken Blvd., Suite 390
Broomfield, CO 80021

- (2) Date and amount of program-related investment loan – December 27, 2007 - \$2,500,000
– September 29, 2011 - \$2,500,000
– August 22, 2013 - \$2,500,000
– December 18, 2014 - \$2,500,000

Amount represents advances against a \$10.0 million program related investment revolving loan which bears a three percent (3%) interest rate. Loan is due and payable on February 1, 2028.

- (3) Purpose – To provide streamlined facility financing to charter school management organizations (CMOs) for the acquisition, construction, renovation and leasehold improvement of quality public charter school facilities.
- (4) Amount Expended by Grantee/Borrower – The Grantee/Borrower has provided financial reports to the Foundation related to the program related investment loan of \$2,500,000, \$2,500,000, \$2,500,000, \$2,500,000 made on December 27, 2007, September 29, 2011, August 22, 2013 and December 18, 2014 respectively, indicating that all loan proceeds have been and continue to be used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the Grantee/Borrower, no part of the program-related investment loan will be used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of latest financial report was July 22, 2016.
- (7) Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

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ATTACHMENT 32

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Charter Fund, Inc.
350 Interlocken Blvd., Suite 390
Broomfield, CO 80021
- (2) Date and Amount of Grant – November 15, 2012 - \$6,900,000
November 21, 2013 - \$7,000,000
December 8, 2015 - \$7,000,000
- (3) Purpose – To support the creation and expansion of public charter school networks and management companies nationally.
- (4) Amount Expended by Grantee/Borrower – Based on its annual report, the grantee has expended the remaining \$961,545 of the grant funds received on November 15, 2012 and the \$7,000,000 received on November 21, 2013 and \$280,004 of the \$7,000,000 received on December 8, 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the Grantee, no part of the grant will be used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of latest financial report was May 18, 2016.
- (7) Grantor Verification - The Grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

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ATTACHMENT 33

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Charter Fund, Inc.
350 Interlocken Blvd., Suite 390
Broomfield, CO 80021
- (2) Date and Amount of Grant – December 15, 2011 - \$1,000,000
- (3) Purpose – To support the Florida Charter School Growth Fund, a new \$30 million public -private fund investing in the development and scale up of outstanding charter networks serving primarily low-income and minority students.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$125,000 of the remaining (\$844,385) grant funds received on December 15, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the Grantee, no part of the grant will be used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of latest financial report was May 18, 2016.
- (7) Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -

Exalt Education
1818 N. Taylor Street #353
Little Rock, AR 72207
- (2) Date and Amount of program related investment – July 31, 2011 – \$600,000
- (3) Purpose – Non-interest bearing loan to provide working capital to allow borrower to improve its business model and operations.
- (4) Amount Expended by Grantee/Borrower - The Grantee/Borrower has provided financial reports to the Foundation and all \$600,000 of loan proceeds have been used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee/borrower, no part of the loan has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of annual report was September 26, 2016.
- (7) The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending June 30, 2015. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended June 30, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received public charity status subsequent to the receipt of the listed grant.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower

Exalt Education
1818 N. Taylor Street #353
Little Rock, AR 72207
- (2) Date and Amount of program related investment – July 14, 2011 – \$300,000
- (3) Purpose – Non-interest bearing loan to provide working capital to allow borrower to improve its business model and operations.
- (4) Amount Expended by Grantee/Borrower - The Grantee/Borrower has provided financial reports to the Foundation and the loan proceeds of \$300,000 have been and continue to be used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee/borrower, no part of the loan has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of annual report was September 26, 2016
- (7) The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending June 30, 2015. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended June 30, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received public charity status subsequent to the receipt of the listed grant.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

e-STEM Public Charter Schools
200 River Market Drive, Suite 225
Little Rock, AR 72201
- (2) Date and Amount of program related investment – Various 2008 – \$2,909,000
March 31, 2009 – \$28,342
- (3) Purpose – Five year, no interest loan to provide funding to renovate certain real property located at 112 West Third Street, Little Rock, AR to be used as a new charter school.
- (4) Amount Expended by Grantee - The Grantee/Borrower has provided financial reports to the Foundation and the loan proceeds of \$2,937,342 have been and continue to be used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement. As of December 31, 2015, the Borrower has repaid \$146,867 on the amount advanced.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee/borrower, no part of the program related investment has been used for anything other than its intended charitable purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 24, 2016.
- (7) Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through December 31, 2015. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended June 30, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status –Received public charity status subsequent to the receipt of the listed grants.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Newark Charter School Fund
60 Park Place, 17th Floor
Newark, NJ 07102
- (2) Date and Amount of Grant –December 18, 2014 - \$1,875,000
–November 19, 2015 - \$1,875,000
- (3) Purpose – To invest in expanding the enrollment in Newark K-12 high performing public charter schools.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining grant funds (\$661,680) received on December 18, 2014 and \$1,209,850 of the \$1,875,000 funds received on November 19, 2015, in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was June 2, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

The Peel Compton Foundation
312 N. Main Street
Bentonville, AR 72712
- (2) Date and Amount of Grant - Various 2015 – \$638,451
- (3) Purpose - To provide The Peel Compton Foundation ("Peel") with funds to be used in the development and maintenance of Compton Gardens, a community park in Bentonville, Arkansas which is a haven of Arkansas wildlife and plant life offering residents a secluded experience of nature and which is used to educate school children in the area about Arkansas' natural environment and for the preservation of historically significant structures in Benton County, Arkansas.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all grant funds received in 2015 in accordance with the terms of the grant agreements.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee - Date of annual report was August 25, 2016 and August 30, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Sociedad de Historia Natural Niparaja, AC
Revolucion 430 Colonia Esterito
La Paz Baja, CA 23020
- (2) Date and Amount of Grant – Various 2014 - \$224,000
Various 2015 - \$224,000
- (3) Purpose – to continue to advance several strategies to conserve the marine resources of the Lower Gulf of California, including marine protected areas and fisheries projects in Cabo Pulmo National Park, Magdalena Bay, Espiritu Santo National Park, and the fishing corridor between La Paz and Loreto.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all the remaining funds (\$8,866) of the grant funds received in calendar 2014 and \$224,000 of the grant funds received in calendar year 2015 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was August 29, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -

Charter School Financing Partnership, LLC
One Washington Mall, 12th Floor
Boston, MA 02108

- (2) Date and amount of program-related investment loan – December 22, 2010 – \$2,850,000
December 15, 2011 - \$650,000

Amounts represent advances against a \$3.5 million program related investment which is a non-interest bearing loan, recoverable within ten years. As of December 31, 2015, the Borrower has repaid \$720,135 on the amounts advanced.

- (3) Purpose – Ten year Credit Enhancement loan to assist charter schools with access to the bond market to finance or refinance their facilities.
- (4) Amount Expended by Grantee – Based on the annual report, the borrower has deployed all of the loan proceeds received on December 22, 2010 and December 15, 2011 as stated in the terms of the program related investment loan agreement.
- (5) Date of Report from Grantee/Borrower – Date of the annual report was September 15, 2016.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2015.
- (8) Foundation Status – Received public charity status subsequent to the receipt of the listed grants.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Project Gatehouse Endowment
1110 Post Oak Place
Westlake, TX 76262
- (2) Date and Amount of Grant – October 24, 2013 - \$1,250,000
– July 31, 2014 - \$1,250,000
– September 3, 2015 - \$1,250,000
- (3) Purpose – To provide matching funding to support the Project Gatehouse Endowment (“Endowment”). The Endowment shall support the operations and programming of “The Gatehouse” living community for women and children in crisis.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has established various investment accounts which are directed by the Investment Committee of the Board of Directors to maintain the endowment funds in accordance with the terms of the endowment grant.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was July 27, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status - Received public charity status subsequent to the receipt of the listed grants.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

SySTEM Phoenix
1301 E. Almeria Road
Phoenix, AZ 85006
- (2) Date and Amount of Grant – December 3, 2013 - \$30,000
- (3) Purpose – Preauthorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee expended all of the remaining funds (29,695) in 2015.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was September 20, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received public charity status subsequent to the receipt of the listed grant.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Kimbell Art Museum
3333 Camp Bowie Blvd
Fort Worth, TX 76107
- (2) Date and Amount of Grant – April 2, 2015 - \$50,000
- (3) Purpose – To provide general operating support to the museum which was used to support the free public lectures that promote visual arts and strengthen our community relations.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received in calendar 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was January 5, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Sea Sanctuaries Trust
33 Jalan Pucuk Bang, Br. Tangtu, Kesiman
Bali, Indonesia
- (2) Date and Amount of Grant – January 16, 2014 -\$52,900
- (3) Purpose – To continue to consolidate management and enforcement activities in two no-take zones, totaling nearly 70,000 hectares, within the Bird's Head Seascape, a priority marine geography for the foundation. Sea Sanctuaries Trust began this work in mid-2010 as a sub grantee of the Nature Conservancy.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$37,762 of the remaining (39,644) of funds received January 16, 2014 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was August 18, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Sumar, Voces por la Naturaleza, A.C.
Privada Universidad 13-B. Colonia San Benito
Hermosillo, Sonora Mexico 83190
- (2) Date and Amount of Grant – Various 2014 - \$72,700
- (3) Purpose - To create three rights-based fisheries pilot projects within Marismas Nacionales, a nationally important mangrove system in Mexico. The three projects would be community driven and government supported, combining territorial user rights for fisheries (TURF) to restrict access and fishing gears with no-take zones to protect critical habitats.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (69,024) of the grant funds received in calendar 2014 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 26, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee - 2

Pronatura Noroeste A.C.
Calle Décima No. 60, (Esq Ryerson) Zona Centro Ensenada
Baja California 22800
- (2) Date and Amount of Grant – November 24, 2015 - \$442,215
- (3) Purpose - To continue conservation and restoration of priority wetland and riparian areas of the Colorado River Delta in Mexico and to secure a successor to the binational Minute 319 agreement between Mexico and the U.S.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee had not yet expended any of the grant funds received on November 24, 2015.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 31, 2016
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

ISEAL Alliance
The Wenlock Centre, 50-52 Wharf Road
London, UK N1 7EU
- (2) Date and Amount of Grant – October 9, 2014 - \$75,297
– February 26, 2015 - \$75,296
- (3) Purpose - To produce a code of good practice to govern the labeling practices of standard setting and certification bodies and the sustainability claims associated with these labels. The objective is to establish baseline requirements for such claims in order to ensure label credibility with buyers and end users.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$16,918) in grant funds received on October 9, 2014 and all of the grant funds received February 26, 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

NOS Noroeste Sustentable, A.C.
Transbordadores s/n entre Sinaloa e Inalámbrica, Col. El Manglito
La Paz, Baja California Sur 23060
- (2) Date and Amount of Grant – Various 2015 - \$600,000
- (3) Purpose - To continue grantee's work in two priority regions, the Bay of La Paz and the Upper Gulf of California, to restore fisheries resources and create well managed, sustainable fisheries.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Centro Mexicano de Derecho Ambiental, A.C. (CEMDA)
Atlixco 138, Colonia Condesa
Mexico City, Mexico 06140
- (2) Date and Amount of Grant – Various 2014 - \$125,000
– Various 2015 - \$125,111
- (3) Purpose - To secure, via legal means, lasting and meaningful protection for priority places, including: Cabo Pulmo National Park, Loreto Bay National Park, Parque Nacional Espiritu Santo and Magdalena Bay/Gulf of Ulloa. At the same time, they will work to develop a regulatory roadmap for the region to support sustainable fishing in northwest Mexico.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$34,936) received in 2014 and \$87,879 of the grant funds received in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 30, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 50

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Centro Mexicano Para La Defensa Del Medio Ambiente A.C. (DAN)
Calle Decima N 60-C
Ensenada, Baja California, 22800 Mexico
- (2) Date and Amount of Grant – October 31, 2014 - \$30,000
– March 12, 2015 - \$40,000
- (3) Purpose - To evaluate the degree to which the Mexican government complies with fisheries laws and implement initial actions to correct underachievement and promote accountability.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (20,645) received on October 31, 2014 and all of the \$40,000 grant funds received March 12, 2015 in accordance with the terms of the grant agreements.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 20, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 51

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee –

Charter Fund, Inc.
Dbc CSGF NOLA/Baton Rouge
350 Interlocken Blvd., Suite 390
Broomfield, CO 80021
- (2) Date and Amount of Grant – December 12, 2014 - \$888,000
– December 8, 2015 - \$1,630,000
- (3) Purpose – To continue support of a six-year initiative to grow high-performing charter schools in Louisiana.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$800,000 of the grant funds received December 12, 2014 and none of the grant funds received in 2015, in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 18, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Circle Fresh Institute
4255 Yarrow St
Wheat Ridge, CO 80033
- (2) Date and Amount of Grant – January 22, 2015 - \$110,000
- (3) Purpose - To Establish the Circle Fresh Institute.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 15, 2015.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 53

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Comunidade v Biodiversidad, A.C. (COBI)
Isla del Peruano #215, Colonia Lomas de Miramar, CP 85448
Guaymas, Sonora Mexico
- (2) Date and Amount of Grant – Various 2015 - \$85,650
- (3) Purpose - To close the conditions imposed on the Monterey sardine fishery by the Marine Stewardship Council in the 2011 certification, and to prepare the fishery for recertification in 2016. COBI will be working in collaboration with CANAINPES (the fishing industry association that is the client for the certification), INAPESCA (the fisheries science agency in Mexico), and a group of sardine experts.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 29, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 54

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Comunidad v Biodiversidad, A.C. (COBI)
Isla del Peruano #215, Colonia Lomas de Miramar, CP 85448
Guaymas, Sonora Mexico
- (2) Date and Amount of Grant – September 25, 2014 - \$200,000
– Various 2015 - \$550,000
- (3) Purpose - To strengthen the marine reserve network along the Pacific Coast of the Baja California peninsula, promote the sustainable management of the yellowtail fishery, improve public policy related to fisheries management, and build the capacities of community and fishery cooperative leaders. By the end of the grant period, COBI will have helped create a network of four community-based Territorial Use Rights for Fisheries (TURF)/reserves on the Pacific Coast of the Baja California Peninsula, formally recognized by the Mexican federal government, supported by a team of trained and certified community divers and with a plan for ongoing and future financial sustainability.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (52,857) of the grant funds issued in 2014 and \$522,839 of the funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 22, 2016
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Louisiana Delta Adventures, Inc.
P.O Box 368
Newellton, LA 71357
- (2) Date and Amount of Grant – October 09, 2014 - \$118,000
- (3) Purpose – To support efforts to develop Northeast Louisiana as a nature tourism destination. Funds will be used to build capacity in the region to promote nature-based, agro- and cultural tourism.
- (4) Amount Expended by Grantee -- Based on the annual report, the grantee has expended all of the remaining (\$50,347) of the grant funds issued in 2014 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 11, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received public charity status subsequent to the receipt of the listed grant.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Noroeste Sustentable
Col. El Manglito C.P. 23060
La Paz, Baja CA Sur, Mexico 23060
- (2) Date and Amount of Grant – December 4, 2014 - \$17,000
- (3) Purpose – To support a variety of projects, prototypes and community benefits (scholarships, sports team sponsorships, etc.) that are developed by Mangle partners, and are consistent with the Mangle Program Objectives of Ecological Restoration, Community Engagement, and Economic Development., and methods of incubation, collaboration, convening, systemic thinking, etc.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$17,000) of the grant funds issued in 2014 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 10, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Pronatura Noroeste A.C.
Calle Décima N 60, Zona Centro
Ensenada, BC, Mexico 22800
- (2) Date and Amount of Grant – August 14, 2014 - \$60,000
Various 2015 - \$120,000
- (3) Purpose – To continue a regional initiative aimed at improving marine protected areas, as well as recovering and conserving key fishing resources in the Gulf of California. The work will advance strategies which establish marine protected areas in key sites and complement that work by establishing management plans and guidelines for key fisheries resources in the same regions.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$151) of the grant funds issued in 2014 and all of the \$120,000 of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 22, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 58

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Pronatura Noroeste A.C.
Calle Décima N 60, Zona Centro
Ensenada, BC, 22800, Mexico
- (2) Date and Amount of Grant – December 4, 2014 - \$586,506
– Various 2015 - \$445,598
- (3) Purpose – To conserve and restore priority wetland and riparian areas of the Colorado River Delta in Baja California and Sonora, Mexico.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining funds issued in 2014 and all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Results in Education Foundation
D/B/A Education Post
1360 North Milwaukee Avenue, #3
Chicago, IL 60622
- (2) Date and Amount of Grant – Various 2015 - \$1,000,000
- (3) Purpose – To support the launch and start-up of a new 501(c) 3 organization created to build public support for needed changes in public education.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$909,249 in grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 6, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -
Self Development Academy - Phoenix
1709 N. Greenfield Road
Mesa, AZ 85205
- (2) Date and Amount of Grant – December 4, 2014 - \$30,000
- (3) Purpose – To support the full request for a public charter school located in Phoenix, AZ.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$20,000) of the grant funds issued in 2014 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 8, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received public charity status subsequent to the receipt of the listed grant.

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ATTACHMENT 61

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

(1) Grantee -

SmartFish Rescate de Valor, A.C.
Marquez de León 2395, esq con Altamirano
La Paz, BCS Mexico 23000 Col. Centro

(2) Date and Amount of Grant – October 23, 2014 - \$75,000
– Various 2015 - \$300,000

(3) Purpose – To support Mexican artisanal fishers to fish responsibly and create new markets to secure livelihoods and fisheries. SmartFish will work to refine their formula for improving small-scale, coastal fisheries and will design and formalize a commercial solution to incentivize more sustainable artisanal fisheries in Northwest Mexico.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$17,009) of the grant funds issued in 2014 and \$228,404 of the grant funds received in 2015 in accordance with the terms of the grant agreement.

(5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.

(6) Date of Report from Grantee/Borrower – Date of financial report was August 9, 2016.

(7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.

(8) Foundation Status – Not Classified.

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ATTACHMENT 62

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Achievement Network, LTD
225 Friend Street, Suite 704
Boston, MA 02114
- (2) Date and Amount of Grant -- November 5, 2015 - \$75,000
- (3) Purpose -- to fund their program's expansion to Denver, Colorado.
- (4) Amount Expended by Grantee -- Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion -- To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower -- Date of financial report was September 8, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status -- Private Operating Foundation.

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ATTACHMENT 63

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

The Atlantic Monthly Group, Inc.
600 New Hampshire Ave.
Washington, DC 20037
- (2) Date and Amount of Grant – April 23, 2015 - \$285,000
- (3) Purpose – The purpose of the grant is to serve as a presenting level underwriter of the 2015 New York Ideas program and the founding level underwriter of the 2015 Education Summit.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

The New York Times
620 8th Avenue
New York, NY 10018
- (2) Date and Amount of Grant – April 23, 2015 - \$350,000
- (3) Purpose – The purpose of the grant is to support The New York Times September 16-17, 2015, Schools for Tomorrow conference in New York City at the gold sponsorship level.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 7, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 65

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

United Nations Organization for Education, Science and Culture (UNESCO)
7, place de Fontenoy
F-75352 Paris 07 SP
- (2) Date and Amount of Grant – July 1, 2014 - \$200,000
- (3) Purpose – To support Grantee's work in improving skills of youth in Jordan impacted by the Syrian conflict. Grantee's efforts will help ensure that both Jordanian and Syrian youth, ages 13-21, benefit from educational opportunities that cultivate important foundational and transferrable skills, but also psychosocial support and life skills activities, to help improve their livelihoods.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$199,131 of the (\$200,000) issued in 2014 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 66

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

What is Missing Foundation
39 Bond Street, 4th Floor
New York, NY 10012
- (2) Date and Amount of Grant – August 6, 2014 - \$37,500
– July 16, 2015 - \$37,500
- (3) Purpose – To support the research and creation of digital ecological histories for 10 U.S. waterways. The research will focus on the Colorado River, Mississippi River, Missouri River, Chesapeake Bay, Columbia River, Everglades, Great Lakes, Hudson River, Rio Grande River and Ohio River.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$19,972) of the grant funds issued in 2014 and \$17,746 of the grant funds received in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 30, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

(1) Grantee -

Great Work Educational Holdings, Inc.
P.O. Box 140931
Edgewater, CO 80214

(2) Date and Amount of Grant – Various 2015 - \$1,227,142

(3) Purpose – To support general operations, in particular, to hold, administer and manage property, and disburse funds, to support charitable, educational and scientific organizations.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$807,606 of the grant funds issued in 2015 in accordance with the terms of the grant agreement.

(5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.

(6) Date of Report from Grantee/Borrower – Date of financial report was September 13, 2016.

(7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.

(8) Foundation Status – Private Operating Foundation.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

UNSELF, Inc.
42401 Switzerland Dr.
P.O. Box 0077
Big Bear Lake, CA 92315
- (2) Date and Amount of Grant – August 14, 2014 - \$73,530
– January 15, 2015 - \$23,113
- (3) Purpose – To support general operation costs.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$41,148) of the grant funds issued in 2014 and all of the grant funds received in 2015 in accordance with the terms of the grant agreement
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 15, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee –

Ag Technology and Environmental Stewardship Foundation, Inc.
1255 SW Prairie Trail Parkway
Ankeny, IA 50023
- (2) Date and Amount of Grant – June 25, 2015 - \$100,000
- (3) Purpose – To explore how watershed management for flood reduction and practices for water quality improvement can be aligned to advance both issues.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the all of the grant funds received June 25, 2015 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was August 23, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Non-Operating Foundation.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

 Access Montessori
 1416 NW 46th Street Suite 105-413
 Seattle, WA 98107

- (2) Date and Amount of Grant – August 27, 2015 - \$3,675

- (3) Purpose – The purpose of the grant is to support the costs of up to seven founding members of the John Wesley School attend the Grantee's Fundamentals of Montessori Education Course on July 20th-24th 2015 in Seattle, Washington.

- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.

- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.

- (6) Date of Report from Grantee/Borrower – Date of financial report was September 23, 2015.

- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.

- (8) Foundation Status – Not Classified.

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ATTACHMENT 71

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Apex Collegiate Academy Charter School
9700 Scenic Highway
Baton Rouge, LA 70807
- (2) Date and Amount of Grant – May 21, 2015 - \$30,000
- (3) Purpose – The purpose of the grant is to support the full request as described in the Pre-Authorization Startup application dated January 6, 2015 for a public charter school located in Baton Rouge, LA.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 29, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 72

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

(1) Grantee -

Aquaculture Stewardship Council
P.O. 19107
Utrecht, The Netherlands 3501DC

(2) Date and Amount of Grant – October 1, 2015 - \$282,442

(3) Purpose – The purpose of the grant is to drive agreement within the Standards and Ratings Initiative (also called the Family of Standards), complete the Feed Standard, and ensure the long-term viability of the ASC as it transitions to supporting itself solely from earned revenues.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$68,788 of the funds received on October 1, 2015, in accordance with the terms of the grant agreement.

(5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.

(6) Date of Report from Grantee/Borrower – Date of financial report was August 23, 2016.

(7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.

(8) Foundation Status – Not Classified.

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ATTACHMENT 73

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Association Montessori Internationale
Koninginneweg 161
Amsterdam, The Netherlands 1075CN
- (2) Date and Amount of Grant – November 19, 2015 - \$170,665
- (3) Purpose – The purpose of the grant is to support AMI develop a strategic plan and engage in early implementation projects that will produce within five years, triple the number of AMI-prepared and supported adults working with families and children to achieve significant social impact in the United States.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$21,534 of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was March 8, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 74

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -
Building Hope
910 17th Street NW #1100
Washington, DC 20006
- (2) Date and Amount of Grant – November 19, 2015 - \$300,000
- (3) Purpose – The purpose of the grant is to provide technical assistance on facilities to charter schools in Washington, DC and to help develop more systemic solutions for getting charter schools access to buildings.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has not expended any of the grant funds issued on November 19, 2015.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 8, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Non-Operating Foundation.

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ATTACHMENT 75

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Carnegie Foundation for Advancement Teaching
51 Vista Lane
Stanford, CA 94305
- (2) Date and Amount of Grant – February 26, 2015 - \$15,000
- (3) Purpose – The purpose of the grant is to support the 2015 Summit on Improvement in Education. This support allows the Summit to convene a projected 1,000 pre-K-12 thru postsecondary educators, innovators and leaders over three days to promote and discuss the transformative change in education through improvement science. The Summit will be held March 2-4, 2015 at the Hyatt Regency, San Francisco Airport.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 25, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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ATTACHMENT 76

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Carnegie Foundation for Advancement Teaching
51 Vista Lane
Stanford, CA 94305
- (2) Date and Amount of Grant – November 5, 2015 - \$15,000
- (3) Purpose – The purpose of the grant is to support the 2015 Summit on Improvement in Education.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 25, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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ATTACHMENT 77

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Causa Natura, A.C.
Ave. Nuevo Leon 213, 104
Colonia Hipodromo, Condesa
Delegación Cuauhtemoc, Mexico C.P. 06100
- (2) Date and Amount of Grant – April 7, 2015 - \$59,000
- (3) Purpose – The purpose of the grant is to support efforts to increase public participation in and strengthen the institutional infrastructure for fisheries management.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$50,886 of the funds received on April 7, 2015, in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 24, 2016
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Donnell-Kay Foundation, Inc.
730 17th St. Suite 950
Denver, CO 80202
- (2) Date and Amount of Grant – April 23, 2015 - \$80,000
- (3) Purpose – The purpose of the grant is to support strategic planning endeavors that are critical to innovation and progress in Denver and across Colorado, including: ReSchool Colorado Strategy and Collective Funder Strategy.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 7, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Non-Operating Foundation.

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ATTACHMENT 79

PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

El Instituto El Mangle AC
Nayarit 49 Col. El Manglito
La Paz, BCS, Mexico C.P. 23060
- (2) Date and Amount of Grant – October 29, 2015 - \$101,667
- (3) Purpose – The purpose of the grant is to support efforts to increase public participation in and strengthen the institutional infrastructure for fisheries management.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$92,765 of the funds received on October 29, 2015 and returned the remaining \$8,902 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 30, 2016
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Fundacion Viento Sur
Malaga 529 depto 203
Las Condes
Santiago, Chile
- (2) Date and Amount of Grant – August 20, 2015 - \$24,000
- (3) Purpose – The purpose of the grant is to support general operating cost in their efforts to further child development and education.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 29, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 81

PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Fundacion Viento Sur
Malaga 529 depto 203
Las Condes
Santiago, Chile
- (2) Date and Amount of Grant – October 7, 2015 - \$27,000
- (3) Purpose – The purpose of the grant is to support general operating costs, in particular, to pay port, document, transportation, and storage fees for medical supply containers.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 29, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Fundacion Viento Sur
Malaga 529 depto 203
Las Condes
Santiago, Chile
- (2) Date and Amount of Grant – January 30, 2015 - \$10,000
- (3) Purpose – The purpose of the grant is to support general operating costs, in particular, to pay port, document, transportation, and storage fees for medical supply containers.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 30, 2015.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 83

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Fundacion Viento Sur
Malaga 529 depto 203
Las Condes
Santiago, Chile
- (2) Date and Amount of Grant – February 5, 2015 - \$7,000
- (3) Purpose – The purpose of the grant is to support Project CURE in particular, to pay port and storage fees for medical supply containers.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 29, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 84

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Fundacion Viento Sur
Malaga 529 depto 203
Las Condes
Santiago, Chile
- (2) Date and Amount of Grant – June 30, 2015 - \$320,417
- (3) Purpose – The purpose of the grant is to support Chilean education projects through organizations such as Enseña Chile.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 29, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 85

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -
GSV Event Media LLC
875 North Michigan Avenue, Suite 3520
Chicago, IL 60611
- (2) Date and Amount of Grant – March 19, 2015 - \$150,000
- (3) Purpose – The purpose of the grant is to provide support for the Grantee's sixth annual ASU+GSV Education Innovation Summit to be held April 6-8, 2015 in Scottsdale, Arizona.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 25, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 86

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

GSV Summit, LLC
875 North Michigan Avenue, Suite 3520
Chicago, IL 60611
- (2) Date and Amount of Grant – November 12, 2015 \$100,000
- (3) Purpose – The purpose of the grant is to provide support for the Grantee's sixth annual ASU+GSV Education Innovation Summit to be held April 6-8, 2015 in Scottsdale, Arizona.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee did not expend any of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 25, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 87

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -
ISEAL Alliance
50-52 Wharf Road, The Wenlock Center
London, United Kingdom N17EU
- (2) Date and Amount of Grant – October 8, 2015 - \$46,690
- (3) Purpose – The purpose of the grant is to coordinate work streams related to certifications and ratings through the end of 2015.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 88

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -
ISEAL Alliance
50-52 Wharf Road, The Wenlock Center
London, United Kingdom N17EU
- (2) Date and Amount of Grant – December 17, 2015 - \$500,000
- (3) Purpose – The purpose of the grant is to identify and pilot ways to improve the efficacy, reduce costs and increase impacts of certification systems across commodities and industry sectors.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has not expended any of the grant funds issued in 2015.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -
Laurel Oaks Charter School
P.O. Box 3782
Baton Rouge, LA 70821
- (2) Date and Amount of Grant – July 9, 2015 - \$30,000
- (3) Purpose – The purpose of the grant is to support the full request as described in the Pre-Authorization Startup application for the Laurel Oaks Charter School.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 30, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 90

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -
Manta Consulting
316 Mid Valley Center, Suite 190
Carmel, CA 93923
- (2) Date and Amount of Grant – Various, 2015 - \$150,000
- (3) Purpose – The purpose of the grant is to support Fish 2.0, the only business competition focused on developing the pipeline of businesses that support sustainable seafood.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 21, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Orange County Center for Living Peace Foundation
4139 Campus Drive
Irvine, CA 92612
- (2) Date and Amount of Grant – April 9, 2015 - \$500,000
- (3) Purpose – The purpose of the grant is to support the costs of the Global Compassion Summit in Honor of His Holiness the 14th Dalai Lama's 80th Birthday.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 21, 2015.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

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ATTACHMENT 92

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

(1) Grantee -

Osmosis Films, LLC
15 E. 62nd Street
New York, NY 10065

(2) Date and Amount of Grant – Various, 2015 - \$150,000

(3) Purpose – The purpose of the grant is to produce eight videos on the work of the Foundation and its K-12 Education grantees in three select cities. The goal is to showcase our grantee's accomplishments and challenges in the select cities and to inform the public about steps the Foundation is taking through the support of its grantees to make a difference in the K-12 education space.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.

(5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.

(6) Date of Report from Grantee/Borrower – Date of financial report was February 24, 2016.

(7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.

(8) Foundation Status – Not Classified.

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ATTACHMENT 93

PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Pedal It Forward
15504 See Street
Rogers, AR 72756
- (2) Date and Amount of Grant – October 22, 2015 - \$10,890
- (3) Purpose – The purpose of the grant is to support first year expenses to create the Pedal It Forward program designed to give away refurbished bikes to children and adults in need.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was December 31, 2015.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 94

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

 Great Work Montessori Learning Community
 PO Box 40931
 Edgewater, CO 80214
- (2) Date and Amount of Grant – August 27, 2015 - \$118,000
- (3) Purpose – The purpose of the grant is to support costs associated with planning and applying for a Montessori charter school and opening a Montessori birth to pre-K learning center in the Jefferson County School District, Colorado.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$43,216 of the funds received on August 27, 2015, in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was March 31, 2016
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received public charity status subsequent to the receipt of the listed grant.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Springboard Partners LLC
2755 Ordway St. NW #108
Washington, DC 20008
- (2) Date and Amount of Grant – October 8, 2015 - \$103,000
- (3) Purpose – The purpose of the grant is to support the two work streams of the Certification and Ratings Initiative toward completing the composite framework for wild and farmed fish.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 22, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 96

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

SuMar, Voces por la Naturaleza, A.C.
Privada Universidad 13-B Colonia San Benito
Hermosillo, Sonora Mexico 83190
- (2) Date and Amount of Grant – Various, 2015 - \$75,000
- (3) Purpose – The purpose of the grant is to strengthen local capacities for best fishing practices, including protecting critical habitat and ceasing destructive fishing practices, in Marismas Nacionales.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$38,388 of the funds received on June 26, 2015 and none of the \$30,000 funds received on November 19, 2015, in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 26, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 97

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

The National Center for Montessori in the Public Sector
125 Whiting Lane
West Hartford, CT 06119
- (2) Date and Amount of Grant – Various 2015 - \$609,102
- (3) Purpose – The purpose of the grant is to support the grantee's operational costs over the period July 1st, 2015 to June 30th, 2016 as it advances three major initiatives focused on increasing both the quantity and quality of Montessori schools operating in the public sector primarily in the Boston and Washington D.C. metro areas: 1) Coaching and Workshops; 2) Cohort Start-up; and 3) Montessori Teacher Residency as further described in the attached proposal.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the \$203,034 of the grant funds received on August 27, 2015 and \$64,001 of the grant funds received December 3, 2015 and none of the funds received on December 17, 2015, in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 23, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 98

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

United States Hispanic Chamber of Commerce
1424 K St. NW
Washington, DC 20005
- (2) Date and Amount of Grant – August 20, 2015 - \$50,000
- (3) Purpose – The purpose of the grant is to support their annual national convention held on September 20-22, 2015 in Houston, TX.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 12, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 99

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Warbird Heritage Foundation
3000 Corporate Drive
Waukegan, IL 60087
- (2) Date and Amount of Grant – June 11, 2015 - \$10,000
- (3) Purpose – The purpose of the grant is to support general operations of the Warbird Heritage Foundation, Inc.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$6,995 of the \$10,000 of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 15, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Zea Mays Foundation
14129 Carole Drive
Bloomington, IL 61705
- (2) Date and Amount of Grant – October 15, 2015 - \$100,000
- (3) Purpose – The purpose of the grant is to support Precision Conservation Management, an innovative program created to empower farmers to address the water quality problems related to commercial row crop and animal production in the Mississippi River Valley.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has not expended any of the \$100,000 in grant funds issued on October 15, 2015.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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ATTACHMENT 101

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

(1) Grantee -

Summit Series, LLC
3923 North Wolf Creek Dr.
Eden, UT 84310

(2) Date and Amount of Grant – October 29, 2015 - \$48,000

(3) Purpose – The purpose of the grant is to support the 2015 Summit at Sea to be held November 13-16, 2015.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.

(5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.

(6) Date of Report from Grantee/Borrower – Date of financial report was September 7, 2016.

(7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.

(8) Foundation Status – Not Classified.

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ATTACHMENT 102

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Northwest Arkansas Independent
P.O. Box 1680
Bentonville, AR 72712
- (2) Date and Amount of Grant – November 5, 2015 - \$934,850
- (3) Purpose – The purpose of the grant is to provide operating support for phase one in the establishment of an independent school located in Northwest Arkansas region.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$46,137 of the grant funds issued on November 5, 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 16, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 103

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

The Delfina Foundation
29 Catherine Place
London, UK
- (2) Date and Amount of Grant – July 16, 2015 - \$44,000
- (3) Purpose – The purpose of the grant is to implement phase one in the establishment of an independent school located in the Northwest Arkansas region.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 31, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

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ATTACHMENT 104

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Arkansans for Education Reform Foundation
400 West Capitol Avenue, Suite 1700
Little Rock, AR 72201-3438
- (2) Date and Amount of Grant – Various 2014 - \$276,865
– Various 2015 - \$283,719
- (3) Purpose – To provide operational and programmatic support to the Arkansans for Education Reform Foundation.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$94,194) funds received in 2014 and \$149,479 of the grant funds received in 2015 in accordance with the terms of the grant agreements.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was September 16, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary. In addition, the grantee has provided the Foundation with a copy of its financial statements for the calendar year-ended December 31, 2015.
- (8) Foundation Status – Private Operating Foundation.

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ATTACHMENT 105

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -
The Peel Compton Foundation
312 N. Main Street
Bentonville, AR 72712
- (2) Date and Amount of Grant - Various 2015 – \$294,018
- (3) Purpose - To provide The Peel Compton Foundation ("Peel") with funds to support construction expenses of the capital improvement project.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all grant funds received in 2015 in accordance with the terms of the grant agreements.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee - Date of annual report was August 25, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required report. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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ATTACHMENT 106

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -
The Peel Compton Foundation
312 N. Main Street
Bentonville, AR 72712
- (2) Date and Amount of Grant - February 12, 2015 – \$159,977
- (3) Purpose - To provide The Peel Compton Foundation ("Peel") with matching support for the capital campaign.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all grant funds received on February 12, 2015 in accordance with the terms of the grant agreements.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for anything other than its intended purpose.
- (6) Date of Report from Grantee - Date of annual report was August 30, 2016.
- (7) Grantor Verification - The grantee has provided the Foundation with the required report. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation.

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ATTACHMENT 107

PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

Charter Fund, Inc.
350 Interlocken Blvd., Suite 390
Broomfield, CO 80021
- (2) Date and Amount of Grant – December 8, 2015 - \$3,290,000
- (3) Purpose – To support a new Emerging Charter Management Organization Leaders Program. The program is intended to identify and invest in school leaders with proven educational track records who want to start their own charter management organization.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$2,236,421 of the grant funds received on December 8, 2015 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the Grantee, no part of the grant will be used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of latest financial report was May 18, 2016.
- (7) Grantor Verification - The Grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2015. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2015. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Operating Foundation

WALTON FAMILY FOUNDATION

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December 31, 2015

Attachment 108

Section 4942(h)(2) Election as to the Treatment of Qualifying Distributions

Name: Walton Family Foundation, Inc.

Address: P.O. Box 2030
Bentonville, AR 72712

Federal ID No.: 13-3441466

Year Ending: December 31, 2015

Pursuant to IRC Section 4942(h)(2) and Regulation 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to treat current-year qualifying distributions (in excess of the immediately preceding tax year's undistributed income (which is zero)) in the amount of \$410,097,588 as being made out of corpus.

Signature

Kyle J. Peterson
Executive Director

Date