

Department of the Treasury  
Internal Revenue Serviceor Section 4947(a)(1) Trust Treated as Private Foundation  
▶ Do not enter social security numbers on this form as it may be made public.  
▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.**2018**

Open to Public Inspection

**For calendar year 2018 or tax year beginning** , **2018**, and ending , **20**

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

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**P.O. BOX 1860**

City or town, state or province, country, and ZIP or foreign postal code  
**BENTONVILLE, AR 72712**

**A Employer identification number**  
**13-3441466**

**B Telephone number (see instructions)**  
**(479) 464-1570**

**C If exemption application is pending, check here** ☐

**D 1. Foreign organizations, check here** ☐  
**2. Foreign organizations meeting the 85% test, check here and attach computation** ☐

**E If private foundation status was terminated under section 507(b)(1)(A), check here** ☐

**F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here** ☐

**G Check all that apply:** ☐ Initial return ☐ Initial return of a former public charity  
☐ Final return ☐ Amended return  
☐ Address change ☐ Name change

**H Check type of organization:** ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

**I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 4,777,150,625.**

**J Accounting method:** ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule) . . . . .	606,905,690.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B. . . . .				
	3 Interest on savings and temporary cash investments. . . . .	307,753.	307,753.		
	4 Dividends and interest from securities . . . . .	120,961,215.	120,892,671.		
	5a Gross rents . . . . .	405,198.	405,198.		
	b Net rental income or (loss) . . . . .				
	6a Net gain or (loss) from sale of assets not on line 10 . . . . .	176,704,331.			
	b Gross sales price for all assets on line 6a 1,365,301,200. . . . .				
	7 Capital gain net income (from Part IV, line 2) . . . . .		178,617,205.		
	8 Net short-term capital gain. . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances . . . . .				
<b>Operating and Administrative Expenses</b>	b Less: Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) ATCH 1. . . . .	1,938,338.	-162,248.		
	12 Total. Add lines 1 through 11 . . . . .	907,222,525.	300,060,579.		
	13 Compensation of officers, directors, trustees, etc. . . . .	20,776,588.			20,776,588.
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) ATCH 2. . . . .	618,785.			618,715.
	b Accounting fees (attach schedule) ATCH 3. . . . .	224,380.	22,384.		201,996.
	c Other professional fees (attach schedule) [4] . . . . .	23,885,659.	6,347,580.		17,538,079.
	17 Interest. ATCH 5. . . . .	1,293,612.	1,231,657.		
	18 Taxes (attach schedule) (see instructions) [6] . . . . .	8,943,878.	4,554,703.		131,718.
	19 Depreciation (attach schedule) and depletion . . . . .	846,812.			
	20 Occupancy . . . . .	1,155,023.			1,155,023.
	21 Travel, conferences, and meetings . . . . .	1,993,230.			1,993,230.
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) ATCH 7. . . . .	26,239,974.	16,735,577.		2,066,796.
	24 Total operating and administrative expenses. Add lines 13 through 23. . . . .	85,977,941.	28,891,901.		44,482,145.
	25 Contributions, gifts, grants paid . . . . .	552,860,554.			492,441,707.
	26 Total expenses and disbursements. Add lines 24 and 25 . . . . .	638,838,495.	28,891,901.	0.	536,923,852.
	27 Subtract line 26 from line 12: . . . . .				
	a Excess of revenue over expenses and disbursements . . . . .	268,384,030.			
	b Net investment income (if negative, enter -0-) . . . . .		271,168,678.		
	c Adjusted net income (if negative, enter -0-) . . . . .				

**Application for Automatic Extension of Time To File an  
Exempt Organization Return**▶ **File a separate application for each return.**▶ **Go to [www.irs.gov/Form8868](http://www.irs.gov/Form8868) for the latest information.**

OMB No. 1545-1709

**Electronic filing (e-file).** You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits](http://www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits).

**Automatic 6-Month Extension of Time.** Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions. <b>WALTON FAMILY FOUNDATION, INC.</b>	Employer identification number (EIN) or <b>13-3441466</b>
File by the due date for filing your return. See instructions. Number, street, and room or suite no. If a P.O. box, see instructions. <b>P.O. BOX 1860</b>	Social security number (SSN)	
City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BENTONVILLE, AR 72712</b>		

Enter the Return Code for the return that this application is for (file a separate application for each return) . . . . . **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

ROBERT A. SMITH

- The books are in the care of ▶ **P.O. BOX 2030 BENTONVILLE AR 72712**

Telephone No. ▶ **479 464-1570**Fax No. ▶ **479 464-1580**

- If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . . If this is for the whole group, check this box . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 6-month extension of time until **11/15**, 20**19**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ ☒ calendar year 20**18** or  
▶ ☐ tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 3,882,588.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 5,062,905.
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

**Caution:** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2019)

**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
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .	1,486,834.	4,505,854.	4,505,854.
	2 Savings and temporary cash investments . . . . .	457,737.	78,129.	78,129.
	3 Accounts receivable ▶ 500.			
	Less: allowance for doubtful accounts ▶		500.	500.
	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) ▶ *		* 180,291,585.	ATCH 8
	Less: allowance for doubtful accounts ▶	149,239,282.	180,291,585.	180,291,585.
	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 9 . . . .	505,996.		
	c Investments - corporate bonds (attach schedule) . . . . .			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶ (attach schedule)				
12 Investments - mortgage loans. . . . .				
13 Investments - other (attach schedule) . . . . ATCH 10 . . . .	3,469,961,626.	3,697,018,095.	4,553,830,525.	
14 Land, buildings, and equipment: basis ▶ 25,975,824.				
Less: accumulated depreciation ▶ (attach schedule) 2,772,303.	12,574,161.	23,203,521.	23,203,521.	
15 Other assets (describe ▶ ATCH 11 )	17,728,549.	15,240,511.	15,240,511.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	3,651,954,185.	3,920,338,195.	4,777,150,625.	
<b>Liabilities</b>	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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	0.	0.	
<b>Net Assets or Fund Balances</b>	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds . . . . .			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund. . . . .			
29 Retained earnings, accumulated income, endowment, or other funds . .	3,651,954,185.	3,920,338,195.		
30 <b>Total net assets or fund balances</b> (see instructions) . . . . .	3,651,954,185.	3,920,338,195.		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	3,651,954,185.	3,920,338,195.		

**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	3,651,954,185.
2 Enter amount from Part I, line 27a. . . . .	2	268,384,030.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3 . . . . .	4	3,920,338,215.
5 Decreases not included in line 2 (itemize) ▶ ATCH 12	5	20.
6 <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . .	6	3,920,338,195.

Form 990-PF (2018)

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1 a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$			<b>2</b>	178,617,205.	
<b>3</b> 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 . . . . .			<b>3</b>	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 doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	562,381,888.	4,199,601,702.	0.133913
2016	483,668,800.	3,289,942,535.	0.147014
2015	410,097,588.	2,801,736,199.	0.146373
2014	394,300,471.	2,597,708,894.	0.151788
2013	341,018,210.	2,232,307,798.	0.152765
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.731853
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years . . . . .			<b>3</b> 0.146371
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 . . . . .			<b>4</b> 4,769,743,656.
<b>5</b> Multiply line 4 by line 3. . . . .			<b>5</b> 698,152,149.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b). . . . .			<b>6</b> 2,711,687.
<b>7</b> Add lines 5 and 6. . . . .			<b>7</b> 700,863,836.
<b>8</b> 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.			<b>8</b> 587,727,219.

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

1a <input checked="" type="checkbox"/> 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	5,423,374.
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	5,423,374.
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	5,423,374.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018. . . . .	6a	5,062,905.	
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	5,452.	
7 Total credits and payments. Add lines 6a through 6d. . . . .	7	5,068,357.	
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	355,017.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .	10		
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input type="checkbox"/> Refunded <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 the instructions for the definition. . . . .		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year? . . . . .		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? . . . . .		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes. . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	X	
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? . . . . .		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part 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 2018 or the tax year beginning in 2018? See the 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. . . . .		X

WALTON FAMILY FOUNDATION, INC.

FEIN: 13-3441466

DECEMBER 31, 2018

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FORM 990-PF, PART VI, LINE 6d - PASS THROUGH U.S. WITHHOLDING TAX:

<u>PARTNERSHIP NAME</u>	<u>FEIN</u>	<u>AMOUNT</u>
GAOLING FUND, LP	98-0500169	\$4,949
ENCAP ENERGY CAPITAL FUND IX, LP	80-0860738	<u>503</u>
	<b>Total Backup Withholding</b>	<b><u>\$5,452</u></b>



**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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions. 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 ATTCH 19 - 187. ☒ 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

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☒ No

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation. 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
ATTCH 14		20,776,588.	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. ▶



**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 15		8,942,774.
Total number of others receiving over \$50,000 for professional services . . . . .		83

**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 E-STEM PUBLIC CHARTER SCHOOLS - PROVIDE FINANCING FOR CHARTER SCHOOL FACILITIES IN LITTLE ROCK, AR	9,925,099.
2 GARLAND BUILDING, LLC - PROVIDE FINANCING FOR CHARTER SCHOOL FACILITIES IN LITTLE ROCK, AR	6,876,085.
All other program-related investments. See instructions.	
3 ALL OTHER CHARITABLE LOANS	26,643,008.
Total. Add lines 1 through 3 . . . . .	43,444,192.

Form 990-PF (2018)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	4,599,374,872.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	243,004,474.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	4,842,379,346.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . . <b>1e</b>		
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	4,842,379,346.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	72,635,690.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,769,743,656.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	238,487,183.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	238,487,183.
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5 . . . . . <b>2a</b>		5,423,374.
<b>b</b>	Income tax for 2018. (This does not include the tax from Part VI.) . . . . . <b>2b</b>		
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	5,423,374.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	233,063,809.
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	13,477,930.
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	246,541,739.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	246,541,739.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26. . . . .	<b>1a</b>	536,923,852.
<b>b</b>	Program-related investments - total from Part IX-B. . . . .	<b>1b</b>	43,444,192.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	7,359,175.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	<b>4</b>	587,727,219.
<b>5</b>	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. . . . .	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	587,727,219.

**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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7 . . . . .				246,541,739.
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only. . . . .				
b Total for prior years: 20 <u>16</u> , 20 <u>15</u> , 20 <u>14</u> . . . . .				
3 Excess distributions carryover, if any, to 2018:				
a From 2013 . . . . .	341,018,210.			
b From 2014 . . . . .	394,300,471.			
c From 2015 . . . . .	410,097,588.			
d From 2016 . . . . .	323,284,092.			
e From 2017 . . . . .	351,729,389.			
f Total of lines 3a through e . . . . .	1,820,429,750.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ <u>587,727,219.</u>				
a Applied to 2017, 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) . . . . .				
d Applied to 2018 distributable amount. . . . .				246,541,739.
e Remaining amount distributed out of corpus. . . . .	341,185,480.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).) . . . . .				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	2,161,615,230.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019. . . . .				
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 2013 not applied on line 5 or line 7 (see instructions) . . . . .	341,018,210.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a . . . . .	1,820,597,020.			
10 Analysis of line 9:				
a Excess from 2014 . . . . .	394,300,471.			
b Excess from 2015 . . . . .	410,097,588.			
c Excess from 2016 . . . . .	323,284,092.			
d Excess from 2017 . . . . .	351,729,389.			
e Excess from 2018 . . . . .	341,185,480.			

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

NOT APPLICABLE

**1 a** ☒ the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	
		</		

**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, JIM C. 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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

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

**c** Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
ATCH 16				
<b>Total</b> . . . . .			<b>3a</b>	552,860,554.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

**Pd. + XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments . . . . .						
3 Interest on savings and temporary cash investments .			14	307,752.		
4 Dividends and interest from securities . . . . .	523000	68,545.	14	120,892,671.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
6 Net rental income or (loss) from personal property			16	405,198.		
7 Other investment income . . . . .	523000	1,014,544.	14	-162,248.		
8 Gain or (loss) from sales of assets other than inventory	523000	101,868.	18	176,602,463.		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue: a _____						
b ATCH 17						1,086,042.
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e) . . . .		1,184,957.		298,045,836.		1,086,042.
13 Total. Add line 12, columns (b), (d), and (e) . . . . .					13	300,316,835.

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

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

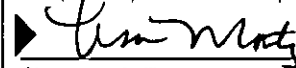
- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a Transfers from the reporting foundation to a noncharitable exempt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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1A(1)	10,000.	ALPHA PHI ALPHA FRATERNITY	SUPPORT GRANTEE'S 95TH GENERAL CONVENTION K-12 REFORM ISSUES
1A(1)	200,000.	AMERICAN SOYBEAN ASSOCIATION	DEVELOPMENT OF ENVIRONMENTAL SUSTAINABILITY PROGRAM
		CONGRESSIONAL BLACK CAUCUS POLITICAL ED. & LEADERSHIP INST.	EXPANDING THE POLITICAL DEVELOPMENT & LEADERSHIP PROGRAM
1A(1)	100,000.	COAHOMA COUNTY CHAMBER OF COMMERCE	FUND EXPANSION OF YOUTH LEADERSHIP PROGRAM
1A(1)	25,000.		

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

b If "Yes," complete the following schedule.

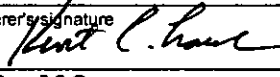
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here  11/11/19 Secretary

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below? See instructions. ☒ Yes ☐ No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name KENT C CROUCH	Preparer's signature 	Date 11/11/19	Check <input type="checkbox"/> if self-employed	PTIN P00810750
	Firm's name WALTON ENTERPRISES, LLC	Firm's EIN 62-1665434			
	Firm's address P.O. BOX 1860 BENTONVILLE, AR 72712	Phone no. 479-464-1500			

Form 990-PF (2018)





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

	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST	PROCEEDS	NET GAIN/(LOSS)
NORTHERN TRUST - ENDOWMENT	VARIOUS STOCKS	VARIOUS	VARIOUS	111,428,703	94,456,230	(16,972,473)
NORTHERN TRUST - ENDOWMENT	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	258	258
NORTHERN TRUST - R1000	VARIOUS STOCKS	VARIOUS	VARIOUS	96,434,744	135,882,321	39,447,577
NORTHERN TRUST - R1000	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	223,974	223,974
NORTHERN TRUST - AJO GLOBAL	VARIOUS STOCKS	VARIOUS	VARIOUS	214,332,764	215,635,378	1,302,614
NORTHERN TRUST - AJO GLOBAL	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	29,380	29,380
QM COMMON EAFE FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	196,114,842	214,182,949	18,068,107
QM COMMON EAFE FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	2,776,332	2,776,332
QM COMMON EMERGING MARKET EQUITY FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	49,260,045	60,368,198	11,108,153
QM COMMON EMERGING MARKET EQUITY FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	8,928,848	8,928,848
NTGI FRONTIER MARKET COMMON FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	294,109	259,345	(34,764)
NTGI FRONTIER MARKET COMMON FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	1,613,302	1,613,302
ARIEL FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	19,111,260	21,810,005	2,698,745
SETANTA FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	39,595,237	38,183,318	(1,411,919)
TIMES SQUARE	VARIOUS STOCKS	VARIOUS	VARIOUS	51,634,370	71,771,805	20,137,435
NORTHERN TRUST - CASH EQUITIZATION	VARIOUS STOCKS	VARIOUS	VARIOUS	4,666,745	4,666,745	-
NORTHERN TRUST - CASH EQUITIZATION	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	6,550,193	-	(6,550,193)
NORTHERN TRUST - GS	VARIOUS BONDS	VARIOUS	VARIOUS	219,336,591	216,224,181	(3,112,410)
GOLDMAN SACHS - PUT FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	14,471,758	16,550,036	2,078,278
GOLDMAN SACHS - CALL FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	68,738,934	70,701,261	1,962,327
PASS-THROUGH GAIN/LOSS	VARIOUS	VARIOUS	VARIOUS	101,868	50,665,614	50,563,746
WALMART STOCK	20,725 SHARES	VARIOUS	9/13/18	8,051	1,971,701	1,963,650
CONVEXITY CAPITAL - REDEMPTION	FULL REDEMPTION	VARIOUS	4/16/18	16,603,759	28,665,357	12,061,598
LAURION CAPITAL, LTD - REDEMPTION	FULL REDEMPTION	VARIOUS	4/16/18	3,000,022	3,533,717	533,695
US RESEARCH EQUITIES LTD REDEMPTION	FULL REDEMPTION	VARIOUS	4/1/18	75,000,000	106,200,945	31,200,945
<b>PART 1, LINE 6b &amp; COLUMN (b), LINE 7 - TAX BASIS GAIN</b>				<b>1,186,683,995</b>	<b>1,365,301,200</b>	<b>178,617,205</b>

**PART 1, LINE 6b & COLUMN (a), LINE 6a - BOOK BASIS GAIN**

	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST	PROCEEDS	NET GAIN/(LOSS)
NORTHERN TRUST - ENDOWMENT	VARIOUS STOCKS	VARIOUS	VARIOUS	111,428,703	94,456,230	(16,972,473)
NORTHERN TRUST - ENDOWMENT	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	258	258
NORTHERN TRUST - R1000	VARIOUS STOCKS	VARIOUS	VARIOUS	96,434,744	135,882,321	39,447,577
NORTHERN TRUST - R1000	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	223,974	223,974
NORTHERN TRUST - AJO GLOBAL	VARIOUS STOCKS	VARIOUS	VARIOUS	214,332,764	215,635,378	1,302,614
NORTHERN TRUST - AJO GLOBAL	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	29,380	29,380
QM COMMON EAFE FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	196,114,842	214,182,949	18,068,107
QM COMMON EAFE FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	2,776,332	2,776,332
QM COMMON EMERGING MARKET EQUITY FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	49,260,045	60,368,198	11,108,153
QM COMMON EMERGING MARKET EQUITY FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	8,928,848	8,928,848
NTGI FRONTIER MARKET COMMON FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	294,109	259,345	(34,764)
NTGI FRONTIER MARKET COMMON FUND	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	-	1,613,302	1,613,302
ARIEL FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	19,111,260	21,810,005	2,698,745
SETANTA FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	39,595,237	38,183,318	(1,411,919)
TIMES SQUARE	VARIOUS STOCKS	VARIOUS	VARIOUS	51,634,370	71,771,805	20,137,435
NORTHERN TRUST - CASH EQUITIZATION	VARIOUS STOCKS	VARIOUS	VARIOUS	4,666,745	4,666,745	-
NORTHERN TRUST - CASH EQUITIZATION	CAPITAL GAIN/(LOSS) DISTRIBUTION	VARIOUS	VARIOUS	6,550,193	-	(6,550,193)
NORTHERN TRUST - GS	VARIOUS BONDS	VARIOUS	VARIOUS	219,336,591	216,224,181	(3,112,410)
GOLDMAN SACHS - PUT FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	14,471,758	16,550,036	2,078,278
GOLDMAN SACHS - CALL FUND	VARIOUS STOCKS	VARIOUS	VARIOUS	68,738,934	70,701,261	1,962,327
PASS-THROUGH GAIN/LOSS	VARIOUS	VARIOUS	VARIOUS	-	50,665,614	50,665,614
WALMART STOCK	20,725 SHARES	VARIOUS	9/13/18	2,022,793	1,971,701	(51,092)
CONVEXITY CAPITAL - REDEMPTION	FULL REDEMPTION	VARIOUS	4/16/18	16,603,759	28,665,357	12,061,598
LAURION CAPITAL, LTD - REDEMPTION	FULL REDEMPTION	VARIOUS	4/16/18	3,000,022	3,533,717	533,695
US RESEARCH EQUITIES LTD REDEMPTION	FULL REDEMPTION	VARIOUS	4/1/18	75,000,000	106,200,945	31,200,945
<b>PART 1, LINE 6b &amp; COLUMN (a), LINE 6a - BOOK BASIS GAIN</b>				<b>1,188,596,869</b>	<b>1,365,301,200</b>	<b>176,704,331</b>

# Underpayment of Estimated Tax by Corporations

OMB No. 1545-0123

**2018**

▶ Attach to the corporation's tax return.

▶ Go to [www.irs.gov/Form2220](http://www.irs.gov/Form2220) for instructions and the latest information.

Name <b>WALTON FAMILY FOUNDATION, INC.</b>	Employer identification number <b>13-3441466</b>
---	---

**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	5,423,374.
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	5,423,374.
4 Enter the tax shown on the corporation's 2017 income tax return. See instructions. <b>Caution:</b> 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	11733045.
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	5,423,374.

## 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 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	05/15/2018	06/15/2018	09/17/2018	12/17/2018
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% (0.25) of line 5 above in each column . . . . .	10	1,355,844.	1,297,934.	1,334,634.	12,358.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions . . . . . <i>Complete lines 12 through 18 of one column before going to the next column.</i>	11	3,062,905.	1,000,000.	1,000,000.	
12 Enter amount, if any, from line 18 of the preceding column . . . . .	12		1,707,061.	1,409,127.	1,074,493.
13 Add lines 11 and 12 . . . . .	13		2,707,061.	2,409,127.	1,074,493.
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	3,062,905.	2,707,061.	2,409,127.	1,074,493.
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	1,707,061.	1,409,127.	1,074,493.	

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** (2018)

**Part IV Figuring the Penalty**

	(a)	(b)	(c)	(d)
<b>19</b> Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. <i>(C Corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.)</i> See instructions . . . . .	<b>19</b>			
<b>20</b> Number of days from due date of installment on line 9 to the date shown on line 19. . . . .	<b>20</b>			
<b>21</b> Number of days on line 20 after 4/15/2018 and before 7/1/2018	<b>21</b>			
<b>22</b> Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365} \times 5\% (0.05)$	<b>22</b>	\$	\$	\$
<b>23</b> Number of days on line 20 after 6/30/2018 and before 10/1/2018	<b>23</b>			
<b>24</b> Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365} \times 5\% (0.05)$	<b>24</b>	\$	\$	\$
<b>25</b> Number of days on line 20 after 9/30/2018 and before 1/1/2019	<b>25</b>			
<b>26</b> Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365} \times 5\% (0.05)$	<b>26</b>	\$	\$	\$
<b>27</b> Number of days on line 20 after 12/31/2018 and before 4/1/2019	<b>27</b>			
<b>28</b> Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365} \times 6\% (0.06)$	<b>28</b>	\$	\$	\$
<b>29</b> Number of days on line 20 after 3/31/2019 and before 7/1/2019	<b>29</b>			
<b>30</b> Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365} \times \%$	<b>30</b>	\$	\$	\$
<b>31</b> Number of days on line 20 after 6/30/2019 and before 10/1/2019	<b>31</b>			
<b>32</b> Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365} \times \%$	<b>32</b>	\$	\$	\$
<b>33</b> Number of days on line 20 after 9/30/2019 and before 1/1/2020	<b>33</b>			
<b>34</b> Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365} \times \%$	<b>34</b>	\$	\$	\$
<b>35</b> Number of days on line 20 after 12/31/2019 and before 3/16/2020	<b>35</b>			
<b>36</b> Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{366} \times \%$	<b>36</b>	\$	\$	\$
<b>37</b> Add lines 22, 24, 26, 28, 30, 32, 34, and 36 . . . . .	<b>37</b>	\$	\$	\$
<b>38 Penalty.</b> Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns . . . . .	<b>38</b>			\$

\*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](http://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	58241115.	66344454.	132947083.	150029251.
22	Annualization amounts (see instructions) . . . . .	22	6.00000	4.00000	2.00000	1.33333
23a	Annualized taxable income. Multiply line 21 by line 22 . . . . .	23a	349446690.	265377816.	265894166.	200038501.
23b	Extraordinary items (see instructions) . . . . .	23b				
23c	Add lines 23a and 23b . . . . .	23c	349446690.	265377816.	265894166.	200038501.
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	6,988,934.	5,307,556.	5,317,883.	4,000,770.
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	6,988,934.	5,307,556.	5,317,883.	4,000,770.
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	6,988,934.	5,307,556.	5,317,883.	4,000,770.
30	Applicable percentage . . . . .	30	25%	50%	75%	100%
31	Multiply line 29 by line 30 . . . . .	31	1,747,234.	2,653,778.	3,988,412.	4,000,770.

**Part III Required Installments**

		1st installment	2nd installment	3rd installment	4th installment	
Note: Complete lines 32 through 38 of one column before completing the next column.						
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	1,747,234.	2,653,778.	3,988,412.	4,000,770.
33	Add the amounts in all preceding columns of line 38. See instructions . . . . .	33		1,355,844.	2,653,778.	3,988,412.
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0- . . . . .	34	1,747,234.	1,297,934.	1,334,634.	12,358.
35	Enter 25% (0.25) 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	1,355,844.	1,355,844.	1,355,844.	1,355,844.
36	Subtract line 38 of the preceding column from line 37 of the preceding column . . . . .	36			57,910.	79,120.
37	Add lines 35 and 36 . . . . .	37	1,355,844.	1,355,844.	1,413,754.	1,434,964.
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	1,355,844.	1,297,934.	1,334,634.	12,358.

**Depreciation and Amortization**  
(Including Information on Listed Property)

▶ Attach to your tax return.

▶ Go to [www.irs.gov/Form4562](http://www.irs.gov/Form4562) for instructions and the latest information.**2018**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 2017 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 don't enter more than line 11	12	
13	Carryover of disallowed deduction to 2019. Add lines 9 and 10, less line 12	13	

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

**Part II Special Depreciation Allowance and Other Depreciation (Don't 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	

**Part III MACRS Depreciation (Don't include listed property. See instructions.)****Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2018	17	631,181.
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 2018 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					
b 5-year property	DETAIL	244,444.	5.000	DDB		48,321.
c 7-year property		468,995.	7.000	DDB		64,203.
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	VAR	10,139,489.	39 yrs.	MM	S/L	97,495.
				MM	S/L	

**Section C - Assets Placed in Service During 2018 Tax Year Using the Alternative Depreciation System**

20a Class life						
b 12-year			12 yrs.		S/L	
c 30-year			30 yrs.	MM	S/L	
d 40-year			40 yrs.	MM	S/L	

**Part IV Summary (See instructions.)**

21	Listed property. Enter amount from line 28	21	5,612.
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	846,812.
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	

For Paperwork Reduction Act Notice, see separate instructions.

**Part V Listed Property** (Include automobiles, certain other vehicles, certain aircraft, 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? ☒ Yes ☐ No **24b** If "Yes," is the evidence written? ☒ 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
<b>25</b> 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 . . . . .							<b>25</b>	5,612.
<b>26</b> Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
<b>27</b> Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
<b>28</b> Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1. . . . .							<b>28</b>	5,612.
<b>29</b> Add amounts in column (i), line 26. Enter here and on line 7, page 1. . . . .							<b>29</b>	

**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	
<b>30</b> Total business/investment miles driven during the year (don't include commuting miles) . . . . .												
<b>31</b> Total commuting miles driven during the year . . . . .												
<b>32</b> Total other personal (noncommuting) miles driven . . . . .												
<b>33</b> Total miles driven during the year. Add lines 30 through 32 . . . . .												
<b>34</b> Was the vehicle available for personal use during off-duty hours? . . . . .	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
<b>35</b> Was the vehicle used primarily by a more than 5% owner or related person? . . . . .												
<b>36</b> 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 aren't more than 5% owners or related persons. See instructions.

	Yes	No
<b>37</b> Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? . . . . .	<input checked="" type="checkbox"/>	
<b>38</b> 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 . . . . .		
<b>39</b> Do you treat all use of vehicles by employees as personal use? . . . . .		<input checked="" type="checkbox"/>
<b>40</b> 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? . . . . .		<input checked="" type="checkbox"/>
<b>41</b> Do you meet the requirements concerning qualified automobile demonstration use? See instructions . . . . .		<input checked="" type="checkbox"/>

**Note:** If your answer to 37, 38, 39, 40, or 41 is "Yes," don't 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
<b>42</b> Amortization of costs that begins during your 2018 tax year (see instructions):					
<b>43</b> Amortization of costs that began before your 2018 tax year . . . . .					<b>43</b>
<b>44</b> Total. Add amounts in column (f). See the instructions for where to report . . . . .					<b>44</b>

Walton Family Foundation  
Depreciation Schedule  
as December 31, 2018

Asset Description	Asset Class	Service Date	Cost	Beginning Accum Depreciation	C/Y Depreciation Expense	Ending Accum Depreciation	Asset BAL	Depreciation Method	Life (yrs.)
Binding System	Computer Equipment	5/8/2008	687	687	-	687	-	200DB	7
Office Printer	Computer Equipment	9/4/2008	709	709	-	709	-	200DB	5
Computer Equipment	Computer Equipment	9/4/2008	4,611	4,611	-	4,611	-	200DB	5
Office Furniture	Furniture & Fixtures	9/18/2008	22,115	22,115	-	22,115	-	200DB	7
Computer Equipment	Computer Equipment	9/25/2008	4,771	4,771	-	4,771	-	200DB	5
Video Conference Equipment	Computer Equipment	12/11/2008	36,750	36,750	-	36,750	-	200DB	5
DC Office Furniture	Furniture & Fixtures	12/11/2008	1,432	1,432	-	1,432	-	200DB	7
DC Office Lighting	Furniture & Fixtures	12/23/2008	4,297	4,297	-	4,297	-	200DB	7
DC Office Furniture	Furniture & Fixtures	12/23/2008	1,920	1,920	-	1,920	-	200DB	7
Routers and Switches for Network Conversion	Computer Equipment	3/19/2009	8,389	8,389	-	8,389	-	200DB	5
CheckPoint Security	Computer Equipment	3/19/2009	13,017	13,017	-	13,017	-	200DB	5
New Phone System - Hardware	Office Equipment	5/21/2009	11,526	11,526	-	11,526	-	200DB	5
20 Port Phone System	Computer Equipment	6/18/2009	76,485	76,485	-	76,485	-	200DB	5
HD Camera/Microphone	Computer Equipment	7/23/2009	8,508	8,508	-	8,508	-	200DB	5
Workstations - DC	Furniture & Fixtures	8/26/2009	11,130	11,130	-	11,130	-	200DB	7
Power Connect Switch (4)	Computer Equipment	4/15/2010	2,017	2,017	-	2,017	-	200DB	5
2 Disk Arrays	Computer Equipment	5/6/2010	32,699	32,699	-	32,699	-	200DB	5
Office Cubicles	Furniture & Fixtures	5/20/2010	8,283	8,283	-	8,283	-	200DB	7
Chairs/HON Pannels	Furniture & Fixtures	6/18/2010	2,863	2,863	-	2,863	-	200DB	7
IPads	Computer Equipment	7/22/2010	3,455	3,455	-	3,455	-	200DB	5
8 Channel HD System /Microphones/Cables	Computer Equipment	12/16/2010	10,818	10,818	-	10,818	-	200DB	5
Mic System for BOD Meetings	Computer Equipment	8/4/2011	28,882	28,882	-	28,882	-	200DB	5
Copier/Scanner/Fax	Office Equipment	9/2/2011	7,299	7,299	-	7,299	-	200DB	5
HP DL360 GB Server	Computer Equipment	11/16/2011	4,687	4,687	-	4,687	-	200DB	5
Sharepoint	Computer Equipment	11/16/2011	13,892	13,231	661	13,892	-	200DB	7
Office Furniture - DC	Furniture & Fixtures	11/16/2011	13,892	13,231	661	13,892	-	200DB	7
Dell 10k SAS Drives	Computer Equipment	2/24/2012	27,658	27,658	-	27,658	-	200DB	5
Copier	Furniture & Fixtures	2/29/2012	3,088	2,675	276	2,950	138	200DB	7
Office Furniture - Denver	Furniture & Fixtures	10/4/2012	38,215	33,094	3,414	36,508	1,707	200DB	7
Video Conferencing Equipment	Furniture & Fixtures	10/4/2012	14,523	14,523	-	14,523	-	200DB	5
Phone Installation	Leasehold Improvements	11/30/2012	4,350	4,350	-	4,350	-	SL	5
Portable Microphones	Office Equipment	12/13/2012	2,499	2,499	-	2,499	-	200DB	5
2012 Ford Taurus	Autos & Trucks	1/7/2013	21,719	20,468	1,251	21,719	-	200DB	5
Denver Conferencing Equipment	Furniture & Fixtures	2/14/2013	18,137	17,092	1,045	18,137	-	200DB	5
Sharepoint 2013/SQL Server/Windows Server	Computer Software	3/14/2013	8,667	8,667	-	8,667	-	200DB	3
HP Server - Bentonville	Computer Equipment	3/14/2013	3,989	3,759	230	3,989	-	200DB	5
Office Furniture	Furniture & Fixtures	10/24/2013	15,157	11,775	1,353	13,128	2,029	200DB	7
Office Furniture - Denver	Furniture & Fixtures	11/14/2013	11,968	9,298	1,068	10,366	1,602	200DB	7
Office Video Conferencing Equipment - New Jersey	Office Equipment	12/19/2013	17,911	16,879	1,032	17,911	-	200DB	5
Office Wiring/Phone	Leasehold Improvements	11/14/2013	6,542	6,430	112	6,542	-	SL	5
Office Furniture - Denver	Furniture & Fixtures	1/9/2014	11,967	8,229	1,068	9,297	2,670	200DB	7
Office Furniture - DC	Furniture & Fixtures	1/9/2014	5,220	3,589	466	4,055	1,165	200DB	7

Walton Family Foundation  
Depreciation Schedule  
as December 31, 2018

Asset Description	Asset Class	Service Date	Cost	Beginning Accum Depreciation	C/Y Depreciation Expense	Ending Accum Depreciation	Asset BAL	Depreciation Method	Life (yrs.)
Video Conferencing System - Mic Units (5)	Computer Equipment	1/23/2014	4,324	3,577	498	4,075	249	200DB	5
Office Furniture - New Jersey	Furniture & Fixtures	2/6/2014	8,616	5,925	769	6,694	1,922	200DB	7
Server	Computer Equipment	4/3/2014	15,652	12,947	1,803	14,750	902	200DB	5
Data Center	Computer Equipment	4/3/2014	27,435	22,694	3,161	25,855	1,580	200DB	5
Conference Table and Chairs - DC	Furniture & Fixtures	10/9/2014	5,644	3,881	504	4,385	1,259	200DB	7
File Server	Computer Equipment	11/6/2014	5,916	4,894	682	5,575	341	200DB	5
Server for Video Conferencing	Computer Equipment	11/13/2014	7,626	6,308	879	7,187	439	200DB	5
Video Conferencing System	Computer Equipment	12/4/2014	31,372	25,951	3,614	29,565	1,807	200DB	5
Electrical Work - New Jersey	Leasehold Improvements	1/23/2014	3,408	2,726	682	3,408	-	SL	5
Conference Room Table - Bridge	Furniture & Fixtures	5/1/2015	46,464	26,145	5,806	31,950	14,514	200DB	7
Credenza	Furniture & Fixtures	5/1/2015	4,577	2,576	572	3,148	1,430	200DB	7
Conference Room Chairs (40)	Furniture & Fixtures	5/1/2015	45,653	25,688	5,704	31,392	14,261	200DB	7
Quiet Room Chair - Tablet Arm	Furniture & Fixtures	5/1/2015	1,279	720	160	880	400	200DB	7
Collaboration Room Chairs - Tablet Arms (6)	Furniture & Fixtures	5/1/2015	11,078	6,233	1,384	7,618	3,460	200DB	7
Conference Room Table - Corner	Furniture & Fixtures	5/1/2015	11,505	6,474	1,437	7,911	3,594	200DB	7
Breakroom Armless Chairs (16)	Furniture & Fixtures	5/1/2015	3,646	2,051	456	2,507	1,139	200DB	7
Breakroom Tables (7)	Furniture & Fixtures	5/1/2015	2,531	1,424	316	1,740	791	200DB	7
Tablet Arm Chair - Breakroom (4)	Furniture & Fixtures	5/1/2015	7,858	4,421	982	5,403	2,455	200DB	7
Coffee Table - Breakroom	Furniture & Fixtures	5/1/2015	1,538	865	192	1,058	480	200DB	7
Lounge Chair - Lobby (2)	Furniture & Fixtures	5/1/2015	5,925	3,334	740	4,074	1,851	200DB	7
Squircle End Table - Lobby	Furniture & Fixtures	5/1/2015	1,483	834	185	1,020	463	200DB	7
Wood Side Table - Breakroom (2)	Furniture & Fixtures	5/1/2015	1,494	841	187	1,027	467	200DB	7
Reception Station	Furniture & Fixtures	5/1/2015	4,954	2,787	619	3,406	1,547	200DB	7
Private Office - Task Chair (43)	Furniture & Fixtures	5/1/2015	31,253	17,586	3,905	21,491	9,763	200DB	7
Private Office - Armless Guest Chair (31)	Furniture & Fixtures	5/1/2015	19,942	11,221	2,492	13,713	6,229	200DB	7
Saddle Stool - File Cabinet (2)	Furniture & Fixtures	5/1/2015	666	375	83	458	208	200DB	7
Private Office Furniture (12)	Furniture & Fixtures	5/1/2015	54,204	30,500	6,773	37,272	16,932	200DB	7
Private Office ALT - Furniture (7)	Furniture & Fixtures	5/1/2015	31,710	17,843	3,962	21,805	9,905	200DB	7
Private Office ALT: 108 - Furniture (3)	Furniture & Fixtures	5/1/2015	13,670	7,692	1,708	9,400	4,270	200DB	7
Private Office : 108 - Furniture (4)	Furniture & Fixtures	5/1/2015	18,175	10,227	2,271	12,498	5,677	200DB	7
Private Office Bookcases (26)	Furniture & Fixtures	5/1/2015	11,376	6,401	1,421	7,823	3,554	200DB	7
Workstations (14)	Furniture & Fixtures	5/1/2015	61,062	34,358	7,630	41,988	19,074	200DB	7
File Room E242	Furniture & Fixtures	5/1/2015	3,393	1,909	424	2,333	1,060	200DB	7
File Room E243	Furniture & Fixtures	5/1/2015	1,250	703	156	860	390	200DB	7
Workstation E230	Furniture & Fixtures	5/1/2015	5,017	2,823	627	3,450	1,567	200DB	7
Files	Furniture & Fixtures	5/1/2015	2,817	1,585	352	1,937	880	200DB	7
Gooseneck Microphone	Computer Equipment	5/1/2015	2,861	2,037	330	2,366	494	200DB	5
DC SX 10 Video Unit	Computer Equipment	4/20/2015	3,715	2,645	428	3,073	642	200DB	5
Midtown Video Equipment	Computer Equipment	5/1/2015	35,433	25,228	4,082	29,310	6,123	200DB	5
Copier - Workroom	Office Equipment	5/14/2015	9,850	7,013	1,135	8,148	1,702	200DB	5
Expense Connect	Computer Software	6/15/2015	8,000	7,407	593	8,000	-	200DB	3



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Bridge Room Video Equipment	Computer Equipment	5/1/2015	76,627	54,558	8,827	63,386	13,241	200DB	5
Midtown Expansion	Furniture & Fixtures	10/1/2015	73,486	44,348	8,325	52,673	20,813	200DB	7
Video Unit - Denver	Computer Equipment	8/7/2015	3,715	2,645	428	3,073	642	200DB	5
Video Equipment - Yearly Maintenance	Computer Software	8/13/2015	7,850	7,269	581	7,850	-	200DB	3
Standing Desks (21)	Furniture & Fixtures	10/1/2015	7,665	4,313	958	5,271	2,394	200DB	7
Standing Desks	Furniture & Fixtures	10/1/2015	3,200	1,801	400	2,200	1,000	200DB	7
Standing Desks	Furniture & Fixtures	10/1/2015	3,969	2,233	496	2,729	1,240	200DB	7
Office Furniture - New Jersey	Furniture & Fixtures	11/1/2015	569	320	71	391	178	200DB	7
One Vision Solutions	Computer Software	11/1/2015	956	680	110	790	165	200DB	5
West Conference Room	Computer Equipment	10/1/2015	34,888	24,840	4,019	28,859	6,029	200DB	5
Furniture - Midtown Expansion - West	Furniture & Fixtures	10/1/2015	1,936	1,378	223	1,601	335	200DB	5
Video Equipment - New Jersey	Furniture & Fixtures	11/1/2015	5,377	3,829	619	4,448	929	200DB	5
Additional Office Furniture	Furniture & Fixtures	12/1/2015	3,569	2,008	446	2,454	1,115	200DB	7
Refrigerator - New Jersey	Office Equipment	11/1/2015	956	680	110	790	165	200DB	5
Office Furniture - West Expansion	Furniture & Fixtures	10/1/2015	74,486	41,912	9,307	51,219	23,267	200DB	7
Video Equipment - New Jersey	Computer Equipment	11/1/2015	6,507	4,633	750	5,382	1,124	200DB	5
Office Furniture	Furniture & Fixtures	8/1/2015	2,974	1,673	372	2,045	929	200DB	7
New Jersey	Leasehold Improvements	12/1/2015	169,405	47,057	22,587	69,644	99,761	SL	7.5
Standing Desk	Furniture & Fixtures	3/30/2016	395	153	69	222	173	200DB	7
Midtown Furniture - Remaining 5%	Furniture & Fixtures	4/15/2016	10,344	4,011	1,810	5,821	4,524	200DB	7
2 Additional West Expansion Stations	Furniture & Fixtures	4/15/2016	3,031	1,175	530	1,706	1,326	200DB	7
4 Standing Desks	Furniture & Fixtures	5/5/2016	1,580	613	276	889	691	200DB	7
Server for GP	Computer Equipment	1/21/2016	8,618	4,481	1,655	6,136	2,482	200DB	5
Disk Array	Computer Equipment	1/28/2016	25,161	13,084	4,831	17,915	7,246	200DB	5
Firewall	Computer Equipment	1/28/2016	4,738	2,464	910	3,374	1,365	200DB	5
2nd Floor Expansion	Computer Equipment	1/28/2016	9,685	5,036	1,860	6,896	2,789	200DB	5
Statistics Standards - Evaluation	Computer Software	4/14/2016	4,681	3,641	694	4,334	347	200DB	3
Microsoft GP 2015	Computer Software	3/4/2016	8,595	6,685	1,273	7,958	637	200DB	3
Small Video Unit	Computer Equipment	3/16/2016	4,033	2,097	774	2,872	1,162	200DB	5
Video Enhancement	Computer Equipment	4/14/2016	4,800	2,496	922	3,418	1,382	200DB	5
2012 Chevy Suburban	Autos & Trucks	2/18/2016	22,715	11,812	4,361	16,173	6,542	200DB	5
Wiring for New Office	Leasehold Improvements	4/28/2016	15,651	3,478	2,087	5,565	10,086	SL	7.5
Furniture - Midtown Expansion - West	Furniture & Fixtures	4/15/2016	1,936	751	339	1,089	847	200DB	7
Standing Desk w/ Large Platform (White)	Furniture & Fixtures	6/6/2016	794	308	139	447	347	200DB	7
Standing Desk w/ Large Platform (White)	Furniture & Fixtures	6/6/2016	794	308	139	447	347	200DB	7
48" Round Table w/ Base & Install	Furniture & Fixtures	5/31/2016	482	187	84	271	211	200DB	7
6 Mesh Back Executive Chairs	Furniture & Fixtures	5/31/2016	3,830	1,485	670	2,155	1,675	200DB	7
19 Mesh Back Executive Chairs	Furniture & Fixtures	5/31/2016	12,129	4,703	2,122	6,825	5,304	200DB	7
HON1 Supports & Worksurfaces	Furniture & Fixtures	5/31/2016	3,935	1,526	688	2,214	1,721	200DB	7
6 Lounge Chairs, 3 Tables	Furniture & Fixtures	5/31/2016	6,859	2,659	1,200	3,859	2,999	200DB	7
Conference Room Table & Chairs	Furniture & Fixtures	6/14/2016	22,913	8,885	4,008	12,893	10,020	200DB	7
Pantry Area	Furniture & Fixtures	6/14/2016	14,580	5,654	2,550	8,204	6,376	200DB	7

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Desks and Chairs	Furniture & Fixtures	5/31/2016	18,684	7,245	3,268	10,513	8,171	200DB	7
1 Standing Desk	Furniture & Fixtures	6/10/2016	395	153	69	222	173	200DB	7
Cable Installation	Leasehold Improvements	6/15/2016	1,739	367	232	599	1,140	SL	7.5
Cabling Change Order	Leasehold Improvements	6/15/2016	1,606	339	214	553	1,053	SL	7.5
Security System	Office Equipment	5/31/2016	11,222	5,835	2,155	7,990	3,232	200DB	5
NJ Work Stations	Furniture & Fixtures	11/1/2015	10,529	5,925	1,316	7,240	3,289	200DB	7
NJ Guest Chairs	Furniture & Fixtures	11/1/2015	923	519	115	635	288	200DB	7
NJ Large Conference Room Tables	Furniture & Fixtures	11/1/2015	1,357	763	170	933	424	200DB	7
NJ Large Conference Room Chairs	Furniture & Fixtures	11/1/2015	5,843	3,288	730	4,018	1,825	200DB	7
NJ Meeting Room Round Coffee Table	Furniture & Fixtures	11/1/2015	496	279	62	341	155	200DB	7
NJ Meeting Room Lounge Chair	Furniture & Fixtures	11/1/2015	1,503	846	188	1,033	469	200DB	7
NJ Credenza	Furniture & Fixtures	11/1/2015	817	460	102	562	255	200DB	7
NJ Office Desks	Furniture & Fixtures	11/1/2015	587	330	73	403	183	200DB	7
NJ Small Conference Room Chairs	Furniture & Fixtures	11/1/2015	1,537	865	192	1,057	480	200DB	7
NJ Task Chairs	Furniture & Fixtures	11/1/2015	1,858	1,045	232	1,278	580	200DB	7
Corner Conference Room Video Equipment	Computer Equipment	5/1/2015	41,726	29,709	4,807	34,516	7,210	200DB	5
Collaboration Room Video Equipment	Computer Equipment	5/1/2015	38,410	27,348	4,425	31,773	6,637	200DB	5
Black Standing Desk	Furniture & Fixtures	7/5/2016	395	153	69	222	173	200DB	7
Black Standing Desk	Furniture & Fixtures	7/5/2016	395	153	69	222	173	200DB	7
Two Black Standing Desks	Furniture & Fixtures	6/20/2016	790	306	138	445	345	200DB	7
Standing Desk (1)	Furniture & Fixtures	7/19/2016	395	153	69	222	173	200DB	7
Standing Desk (1)	Furniture & Fixtures	7/26/2016	395	153	69	222	173	200DB	7
Standing Desk (1)	Furniture & Fixtures	8/3/2016	395	153	69	222	173	200DB	7
Standing Desk (1)	Furniture & Fixtures	9/20/2016	395	153	69	222	173	200DB	7
Standing Desk (1)	Furniture & Fixtures	9/27/2016	395	153	69	222	173	200DB	7
Standing Desk (1)	Furniture & Fixtures	9/1/2016	395	153	69	222	173	200DB	7
Conference Room Equipment	Computer Equipment	9/19/2016	28,712	14,930	5,513	20,443	8,269	200DB	5
Conference Room Equipment	Computer Equipment	11/3/2016	11,216	5,832	2,153	7,986	3,230	200DB	5
Conference Room Equipment	Computer Equipment	11/3/2016	5,036	2,619	967	3,586	1,450	200DB	5
Collaborative Area	Furniture & Fixtures	7/12/2016	3,239	1,256	567	1,823	1,417	200DB	7
Office Furniture	Furniture & Fixtures	7/29/2016	15,270	5,921	2,671	8,592	6,678	200DB	7
Dual Flush Valve	Leasehold Improvements	12/1/2016	2,062	298	275	573	1,489	SL	7.5
Standing Desk (1)	Furniture & Fixtures	9/1/2016	395	153	69	222	173	200DB	7
GP User License	Computer Software	1/6/2017	3,000	1,000	1,333	2,333	667	200DB	3
Canon Copier	Office Equipment	1/19/2017	5,824	1,165	1,864	3,029	2,796	200DB	5
Leasehold Improvements (Cabling)	Leasehold Improvements	1/26/2017	1,335	163	178	341	994	SL	7.5
Leasehold Improvements (Whiteboard)	Leasehold Improvements	2/1/2017	9,505	1,162	1,267	2,429	7,076	SL	7.5
Round Table Desk	Furniture & Fixtures	2/8/2017	1,579	226	387	612	967	200DB	7
West Conference Rm Video Equipment	Computer Equipment	3/8/2017	5,441	1,088	1,741	2,829	2,612	200DB	5
Leasehold Improvements (Glass Install)	Leasehold Improvements	4/20/2017	3,795	337	506	843	2,952	SL	7.5
Archival Software	Computer Software	3/13/2017	7,184	2,395	3,193	5,587	1,596	200DB	3
Dell Disk Array for Archival Project	Computer Equipment	3/17/2017	26,727	5,345	8,553	13,898	12,829	200DB	5

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Two servers and additional RAM	Computer Equipment	5/31/2017	15,875	3,175	5,080	8,255	7,620	200DB	5
Two L-Shaped Desk	Furniture & Fixtures	6/2/2017	1,430	204	350	554	876	200DB	7
Wiring for 2nd floor	Leasehold Improvements	7/28/2017	1,898	105	253	359	1,540	SL	7.5
Desk with mahogany top & charcoal chassis	Furniture & Fixtures	8/11/2017	4,057	580	994	1,573	2,484	200DB	7
Left return with box/file pedestal	Furniture & Fixtures	8/11/2017	2,674	382	655	1,037	1,637	200DB	7
Left pedestal desk	Furniture & Fixtures	8/11/2017	1,623	232	397	629	994	200DB	7
Right return with box/file pedestal	Furniture & Fixtures	8/11/2017	1,069	153	262	415	655	200DB	7
Relate mesh back executive chair	Furniture & Fixtures	8/11/2017	6,539	934	1,601	2,536	4,004	200DB	7
Freelance conference room chair	Furniture & Fixtures	9/7/2017	4,215	602	1,032	1,634	2,581	200DB	7
Overflow Suite Furniture	Furniture & Fixtures	9/7/2017	4,409	630	1,080	1,710	2,699	200DB	7
Knoll white bases & two drawer lateral file	Furniture & Fixtures	9/7/2017	5,655	808	1,385	2,193	3,462	200DB	7
White counter top with screen	Furniture & Fixtures	9/7/2017	339	48	83	132	208	200DB	7
Pair of Knoll side chair	Furniture & Fixtures	9/7/2017	1,866	267	457	724	1,143	200DB	7
Single Knoll side chair	Furniture & Fixtures	9/7/2017	156	22	38	60	95	200DB	7
Round white table w/ silver steel base	Furniture & Fixtures	9/7/2017	368	53	90	143	225	200DB	7
Grey conference table	Furniture & Fixtures	9/7/2017	1,583	226	388	614	969	200DB	7
White conference table	Furniture & Fixtures	9/7/2017	1,244	178	305	482	762	200DB	7
Knoll conference table Credenza	Furniture & Fixtures	9/7/2017	452	65	111	175	277	200DB	7
Custom white top for Knoll lateral file	Furniture & Fixtures	9/7/2017	113	16	28	44	69	200DB	7
20 Chairs	Furniture & Fixtures	12/20/2017	5,195	742	1,272	2,014	3,181	200DB	7
Video Conferencing Equipment	Computer Equipment	11/17/2017	10,435	2,087	3,339	5,426	5,009	200DB	5
Two Desks in Operations Area	Furniture & Fixtures	1/25/2018	11,585	-	1,655	1,655	9,930	200DB	7
DC Video Equipment	Computer Equipment	1/25/2018	2,250	-	450	450	1,800	200DB	5
Network switches, wireless access pts, power supp	Computer Equipment	3/1/2018	19,739	-	3,948	3,948	15,791	200DB	5
Install 5fl access control & electric locking	Leasehold Improvements	3/15/2018	8,800	-	978	978	7,822	SL	7.5
Architectural services - pre design & schematic de	Leasehold Improvements	3/29/2018	10,000	-	1,000	1,000	9,000	SL	7.5
Corner conference room, eleven 72x36x1 rectangular	Furniture & Fixtures	3/30/2018	14,520	-	2,074	2,074	12,446	200DB	7
Change orders 111-113 & 119	Leasehold Improvements	4/26/2018	8,306	-	738	738	7,568	SL	7.5
Project mgmt svcs for design	Leasehold Improvements	4/26/2018	5,482	-	487	487	4,995	SL	7.5
Project mgmt svcs 03.01 to 04.30.18	Leasehold Improvements	5/25/2018	4,638	-	361	361	4,277	SL	7.5
Change orders 114 & 118	Leasehold Improvements	6/5/2018	3,495	-	272	272	3,223	SL	7.5
Network switch & wireless AP's	Computer Equipment	6/28/2018	8,471	-	1,694	1,694	6,777	200DB	5
Network switchers for bldg 1900	Computer Equipment	6/28/2018	10,536	-	2,107	2,107	8,429	200DB	5
Network switch for midtown 2nd	Computer Equipment	6/28/2018	6,859	-	1,372	1,372	5,487	200DB	5
Printer for DC	Computer Equipment	6/28/2018	14,464	-	2,893	2,893	11,571	200DB	5
Firewall replacement	Computer Equipment	6/28/2018	8,392	-	1,678	1,678	6,714	200DB	5
Office Environmental 5th Floor	Furniture & Fixtures	7/20/2018	124,627	-	16,320	16,320	108,307	200DB	7
AV for DC office expansion	Computer Equipment	7/26/2018	106,377	-	19,502	19,502	86,874	200DB	5

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Network Wiring- Building 1900	Leasehold Improvements	9/13/2018	10,748	-	478	478	10,270	SL	7.5
Admin area by Kyles office	Furniture & Fixtures	10/4/2018	4,205	-	250	250	3,955	200DB	7
1900 Bldg Furniture	Furniture & Fixtures	10/19/2018	80,752	-	4,807	4,807	75,945	200DB	7
Two new printers for 1900 building	Computer Equipment	10/4/2018	8,281	-	690	690	7,591	200DB	5
Storage Array for WFF Server	Computer Equipment	10/19/2018	30,111	-	2,509	2,509	27,602	200DB	5
Riser Cover Installation	Leasehold Improvements	10/31/2018	2,412	-	54	54	2,358	SL	7.5
Architect SVC 05.30.18	Leasehold Improvements	10/12/2018	19,870	-	662	662	19,207	SL	7.5
Architect Svc 07.31.18	Leasehold Improvements	10/19/2018	6,380	-	142	142	6,238	SL	7.5
Pre Design & Schematic Design	Leasehold Improvements	11/2/2018	16,291	-	362	362	15,929	SL	7.5
Project 1828 WFF	Leasehold Improvements	11/8/2018	30,116	-	669	669	29,447	SL	7.5
1900 bldg Security Install	Leasehold Improvements	11/20/2018	6,041	-	67	67	5,974	SL	7.5
Tenant Improvement Overage	Leasehold Improvements	11/29/2018	22,887	-	254	254	22,633	SL	7.5
HVAC Install 1900 Bldg	Leasehold Improvements	12/28/2018	3,995	-	-	-	3,995	SL	7.5
Pro Svc Aug 2018	Leasehold Improvements	12/7/2018	4,854	-	54	54	4,800	SL	7.5
Pro Svc Sept 2018	Leasehold Improvements	12/7/2018	2,736	-	30	30	2,706	SL	7.5
Pro Svc Oct 2018	Leasehold Improvements	12/13/2018	3,669	-	41	41	3,628	SL	7.5
Toddler Low Book Display (2)	Furniture and Fixtures	1/1/2016	182.25	66.95	32.94	99.89	82.36	200DB	7
Open 30" Shelf (25)	Furniture and Fixtures	1/1/2016	4,514.45	1,658.37	816.02	2,474.39	2,040.06	200DB	7
30" x 48" Height Table (45)	Furniture and Fixtures	1/1/2016	7,750.97	2,847.30	1,401.05	4,248.35	3,502.62	200DB	7
Toddler Desk (10)	Furniture and Fixtures	1/1/2016	750.09	275.54	135.59	411.13	338.96	200DB	7
Media Tower (7)	Furniture and Fixtures	1/1/2016	3,283.64	1,206.24	593.54	1,799.78	1,483.86	200DB	7
Toddler Low Book Display (1)	Furniture and Fixtures	1/1/2016	96.70	35.52	17.48	53.00	43.70	200DB	7
Open 30" Shelf (5)	Furniture and Fixtures	1/1/2016	958.19	351.99	173.20	525.19	433.00	200DB	7
30" x 48" Height Table (14)	Furniture and Fixtures	1/1/2016	2,559.09	940.08	462.57	1,402.65	1,156.44	200DB	7
Toddler Desk (5)	Furniture and Fixtures	1/1/2016	398.02	146.21	71.95	218.16	179.86	200DB	7
Bookcases (79)	Furniture and Fixtures	1/1/2016	8,215.09	3,017.79	1,484.94	4,502.73	3,712.36	200DB	7
Rectangular Tables (9)	Furniture and Fixtures	1/1/2016	1,769.06	649.86	319.77	969.63	799.43	200DB	7
Square Tables (30)	Furniture and Fixtures	1/1/2016	5,007.89	1,839.63	905.22	2,744.85	2,263.04	200DB	7
Stacking Chairs (114)	Furniture and Fixtures	1/1/2016	6,399.37	2,350.79	1,156.74	3,507.53	2,891.84	200DB	7
Cls of Nature Carpet	Furniture and Fixtures	1/1/2016	2,464.44	905.31	445.47	1,350.78	1,113.66	200DB	7
Easy-Clean Comfy Chair (5)	Furniture and Fixtures	1/1/2016	735.87	270.32	133.01	403.33	332.54	200DB	7
Easy-Clean Comfy Couch (5)	Furniture and Fixtures	1/1/2016	982.81	361.03	177.65	538.68	444.13	200DB	7
Adj Mobile Computer Stand (9)	Furniture and Fixtures	1/1/2016	2,658.03	976.42	480.46	1,456.88	1,201.15	200DB	7
3-Shelf Space Saver Storage (83)	Furniture and Fixtures	1/1/2016	16,314.67	5,993.14	2,949.01	8,942.15	7,372.52	200DB	7
Giant Comfy Pillows (8)	Furniture and Fixtures	1/1/2016	1,062.82	390.42	192.11	582.53	480.29	200DB	7
Rectangular Tables (4)	Furniture and Fixtures	1/1/2016	786.25	288.83	142.12	430.95	355.30	200DB	7
9Ft Forest Green Round Carpet	Furniture and Fixtures	1/1/2016	334.85	123.00	60.53	183.53	151.32	200DB	7
Adj Mobile Computer Stand (1)	Furniture and Fixtures	1/1/2016	295.34	108.49	53.39	161.88	133.46	200DB	7
Stacking Chairs (60)	Furniture and Fixtures	1/1/2016	3,199.65	1,175.38	578.36	1,753.74	1,445.91	200DB	7
Giant Pillows (8)	Furniture and Fixtures	1/1/2016	531.41	195.21	96.06	291.27	240.14	200DB	7

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Medium Shelves (15)	Furniture and Fixtures	1/1/2016	4,430.06	1,627.37	800.77	2,428.14	2,001.92	200DB	7
65L x 48W x 40H Grey Stain (8)	Furniture and Fixtures	1/1/2016	10,828.64	3,977.87	1,957.36	5,935.23	4,893.41	200DB	7
91" Pine Octagon Table Grey (9)	Furniture and Fixtures	1/1/2016	7,062.41	2,594.35	1,276.59	3,870.94	3,191.47	200DB	7
Octagon Teacher's Table Grey	Furniture and Fixtures	1/1/2016	784.71	288.26	141.84	430.10	354.61	200DB	7
Oven	Kitchen Equipment	1/1/2016	1,687.54	877.52	324.01	1,201.53	486.01	200DB	5
Mixer	Kitchen Equipment	1/1/2016	8,917.45	4,637.07	1,712.15	6,349.22	2,568.23	200DB	5
Dish Cart	Kitchen Equipment	1/1/2016	282.20	146.74	54.18	200.92	81.28	200DB	5
Bulk Milk Dispenser	Kitchen Equipment	1/1/2016	564.40	293.49	108.36	401.85	162.55	200DB	5
Griddle - 4 Burner	Kitchen Equipment	1/1/2016	124.14	64.55	23.84	88.39	35.75	200DB	5
Steamer	Kitchen Equipment	1/1/2016	17,179.84	8,933.52	3,298.53	12,232.05	4,947.79	200DB	5
Hot Food Table	Kitchen Equipment	1/1/2016	1,949.46	1,013.72	374.30	1,388.02	561.44	200DB	5
Buffet Guard	Kitchen Equipment	1/1/2016	943.15	490.44	181.08	671.52	271.63	200DB	5
Side Plate Rest	Kitchen Equipment	1/1/2016	416.99	216.84	80.06	296.90	120.09	200DB	5
Silv-A-Tainers (2)	Kitchen Equipment	1/1/2016	76.19	39.62	14.63	54.25	21.94	200DB	5
Tray Rails (4)	Kitchen Equipment	1/1/2016	1,024.04	532.50	196.62	729.12	294.92	200DB	5
End Table	Kitchen Equipment	1/1/2016	274.30	142.64	52.66	195.30	79.00	200DB	5
Cam Chillers (8)	Kitchen Equipment	1/1/2016	902.13	469.11	173.21	642.32	259.81	200DB	5
Divider Bars (12)	Kitchen Equipment	1/1/2016	30.75	15.99	5.90	21.89	8.86	200DB	5
Well Covers (4)	Kitchen Equipment	1/1/2016	316.96	164.82	60.86	225.68	91.28	200DB	5
Connector Straight	Kitchen Equipment	1/1/2016	106.67	55.47	20.48	75.95	30.72	200DB	5
Connector Corner	Kitchen Equipment	1/1/2016	182.86	95.09	35.11	130.20	52.66	200DB	5
Cart & Wall Bracket (2)	Kitchen Equipment	1/1/2016	717.01	372.84	137.67	510.51	206.50	200DB	5
Add on Faucet	Kitchen Equipment	1/1/2016	95.04	49.42	18.25	67.67	27.37	200DB	5
Clr w/ Bowl & Cont. Feed & Plates	Kitchen Equipment	1/1/2016	1,127.66	586.38	216.51	802.89	324.77	200DB	5
Proofer Holding Cabinet w/ Slides	Kitchen Equipment	1/1/2016	2,139.06	1,112.31	410.70	1,523.01	616.05	200DB	5
CASI Register Cart	Kitchen Equipment	1/1/2016	1,484.25	771.81	284.98	1,056.79	427.46	200DB	5
Food Bar Cold (2)	Kitchen Equipment	1/1/2016	3,834.05	1,993.71	736.14	2,729.85	1,104.20	200DB	5
Clear Uds (22)	Kitchen Equipment	1/1/2016	112.78	58.65	21.65	80.30	32.48	200DB	5
Food Pan (22)	Kitchen Equipment	1/1/2016	156.78	81.53	30.10	111.63	45.15	200DB	5
Prep Table with Sink	Kitchen Equipment	1/1/2016	2,493.67	1,296.71	478.78	1,775.49	718.18	200DB	5
Dish Table	Kitchen Equipment	1/1/2016	3,323.16	1,728.04	638.05	2,366.09	957.07	200DB	5
Wall Bracket	Kitchen Equipment	1/1/2016	47.41	24.65	9.10	33.75	13.66	200DB	5
Flatware Cylinder (12)	Kitchen Equipment	1/1/2016	175.82	91.42	33.76	125.18	50.64	200DB	5
Work Table	Kitchen Equipment	1/1/2016	283.10	147.21	54.36	201.57	81.53	200DB	5
Overshelf	Kitchen Equipment	1/1/2016	266.85	138.76	51.24	190.00	76.85	200DB	5
Sink	Kitchen Equipment	1/1/2016	1,105.31	574.76	212.22	786.98	318.33	200DB	5
Gas Connectors (2)	Kitchen Equipment	1/1/2016	513.04	266.78	98.50	365.28	147.76	200DB	5
Refrigerators (2)	Kitchen Equipment	1/1/2016	6,535.70	3,398.56	1,254.86	4,653.42	1,882.28	200DB	5
Blinds	Furniture and Fixtures	3/31/2016	10,485.00	4,065.61	1,834.11	5,899.72	4,585.28	200DB	7
Buildings - Ozark Montessori	Buildings	1/1/2016	6,247,303.00	313,699.99	160,187.26	473,887.25	5,773,415.75	NRP	39

**Walton Family Foundation**  
**Depreciation Schedule**  
**as December 31, 2018**

Asset Description	Asset Class	Service Date	Cost	Beginning Accum Depreciation	C/Y Depreciation Expense	Ending Accum Depreciation	Asset BAL	Depreciation Method	Life (yrs.)
Buildings - Exalt Little Rock	Buildings	7/1/2016	5,174,612.23	193,331.18	132,846.44	326,177.62	4,848,434.61	NRP	39
Building Improvements - Ozark Montessori	Buildings	9/29/2017	42,675.20	319.15	1,094.24	1,413.39	41,261.81	NRP	39
Classroom, sign, playground	Furniture and Fixtures	5/22/2018	422,016.36	-	60,288.05	60,288.05	361,728.31	200DB	7
Cabling, coputers, ipads	Computer Equipment	5/25/2018	237,634.65	-	47,526.93	47,526.93	190,107.72	200DB	5
Classroom Furniture	Furniture and Fixtures	9/26/2018	46,979.14	-	3,914.93	3,914.93	43,064.21	200DB	7
Chromebook Carts TV Monitors	Computer Equipment	9/26/2018	6,809.32	-	794.42	794.42	6,014.90	200DB	5
Mitchell School	Buildings	8/1/2018	10,139,488.77	-	97,495.08	97,495.08	10,041,993.69	NRP	39
Totals			25,225,971	1,925,491	846,812	2,772,302	22,453,668		
Land - SRW			54,853	-	-	-	54,853		
Land - Tulsa			695,000				695,000		
CIP			82,487				82,487		
Grand Total			26,058,311	1,925,491	846,812	2,772,302	23,286,008		

**Sales of Business Property**  
(Also Involuntary Conversions and Recapture Amounts  
Under Sections 179 and 280F(b)(2))

▶ Attach to your tax return.

▶ Go to [www.irs.gov/Form4797](http://www.irs.gov/Form4797) for instructions and the latest information.

OMB No. 1545-0184

**2018**

Attachment  
Sequence No. **27**

Name(s) shown on return <b>WALTON FAMILY FOUNDATION, INC.</b>	Identifying number <b>13-3441466</b>
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1 Enter the gross proceeds from sales or exchanges reported to you for 2018 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20. See instructions . . . . .

**1**

**Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft - Most Property Held More Than 1 Year (see instructions)**

2	(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)

- 3 Gain, if any, from Form 4684, line 39 . . . . . **3**
- 4 Section 1231 gain from installment sales from Form 6252, line 26 or 37 . . . . . **4**
- 5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824 . . . . . **5**
- 6 Gain, if any, from line 32, from other than casualty or theft . . . . . **6**
- 7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows . . . . . **7**

**Partnerships and S corporations.** Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120S, Schedule K, line 9. Skip lines 8, 9, 11, and 12 below.

**Individuals, partners, S corporation shareholders, and all others.** If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you didn't have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below.

- 8 Nonrecaptured net section 1231 losses from prior years. See instructions . . . . . **8**
- 9 Subtract line 8 from line 7. If zero or less, enter -0-. If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return. See instructions . . . . . **9**

**Part II Ordinary Gains and Losses (see instructions)**

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less):

<b>ATTACHMENT 1</b>	

- 11 Loss, if any, from line 7 . . . . . **11** (                      )
- 12 Gain, if any, from line 7 or amount from line 8, if applicable. . . . . **12**
- 13 Gain, if any, from line 31 . . . . . **13**
- 14 Net gain or (loss) from Form 4684, lines 31 and 38a . . . . . **14**
- 15 Ordinary gain from installment sales from Form 6252, line 25 or 36 . . . . . **15**
- 16 Ordinary gain or (loss) from like-kind exchanges from Form 8824 . . . . . **16**
- 17 Combine lines 10 through 16. . . . . **17**

18 For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below. For individual returns, complete lines a and b below.

- a If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the loss from income-producing property on Schedule A (Form 1040), line 16. (Do not include any loss on property used as an employee.) Identify as from "Form 4797, line 18a." See instructions . . . . . **18a**
- b Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a. Enter here and on Schedule 1 (Form 1040), line 14 **18b**

For Paperwork Reduction Act Notice, see separate instructions.

Form **4797** (2018)

**Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255**  
(see instructions)

19 (a) Description of section 1245, 1250, 1252, 1254, or 1255 property:	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
A		
B		
C		
D		

These columns relate to the properties on lines 19A through 19D. ▶	Property A	Property B	Property C	Property D
20 Gross sales price (Note: See line 1 before completing.)	20			
21 Cost or other basis plus expense of sale . . . . .	21			
22 Depreciation (or depletion) allowed or allowable . . . . .	22			
23 Adjusted basis. Subtract line 22 from line 21 . . . . .	23			
24 Total gain. Subtract line 23 from line 20. . . . .	24			
<b>25 If section 1245 property:</b>				
a Depreciation allowed or allowable from line 22 . . . . .	25a			
b Enter the smaller of line 24 or 25a. . . . .	25b			
<b>26 If section 1250 property:</b> If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.				
a Additional depreciation after 1975. See instructions . . . . .	26a			
b Applicable percentage multiplied by the smaller of line 24 or line 26a. See instructions . . . . .	26b			
c Subtract line 26a from line 24. If residential rental property or line 24 isn't more than line 26a, skip lines 26d and 26e . . . . .	26c			
d Additional depreciation after 1969 and before 1976 . . . . .	26d			
e Enter the smaller of line 26c or 26d . . . . .	26e			
f Section 291 amount (corporations only) . . . . .	26f			
g Add lines 26b, 26e, and 26f . . . . .	26g			
<b>27 If section 1252 property:</b> Skip this section if you didn't dispose of farmland or if this form is being completed for a partnership.				
a Soil, water, and land clearing expenses . . . . .	27a			
b Line 27a multiplied by applicable percentage. See instructions . . . . .	27b			
c Enter the smaller of line 24 or 27b . . . . .	27c			
<b>28 If section 1254 property:</b>				
a Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion. See instructions . . . . .	28a			
b Enter the smaller of line 24 or 28a . . . . .	28b			
<b>29 If section 1255 property:</b>				
a Applicable percentage of payments excluded from income under section 126. See instructions . . . . .	29a			
b Enter the smaller of line 24 or 29a. See instructions . . . . .	29b			

**Summary of Part III Gains.** Complete property columns A through D through line 29b before going to line 30.

30 Total gains for all properties. Add property columns A through D, line 24 . . . . .	30	
31 Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13 . . . . .	31	
32 Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6 . . . . .	32	

**Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less**  
(see instructions)

	(a) Section 179	(b) Section 280F(b)(2)
33 Section 179 expense deduction or depreciation allowable in prior years . . . . .	33	
34 Recomputed depreciation. See instructions . . . . .	34	
35 Recapture amount. Subtract line 34 from line 33. See the instructions for where to report . . . . .	35	



## WALTON FAMILY FOUNDATION, INC.

Supplement to Form 4797 Part II Detail

ATTACHMENT 1

Description	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed or Allowable	Cost or Other Basis	Gain or (Loss) for entire year
GARLAND BUILDING	08/31/2017	08/28/2018	9,590,741.		9,590,741.	
Totals						

## Schedule of Contributors

OMB No. 1545-0047

**2018**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

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 foundation

Check 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 (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year . . . . . ▶ \$

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

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 01/17/03 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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 01/17/03 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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 01/17/03 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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 01/17/03 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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 09/19/02 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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 09/19/02 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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 09/19/02 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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 09/19/02 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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 09/19/02 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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. 1 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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. 2 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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. 3 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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. 4 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 25,116,102.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
14	HRW TESTAMENTARY TRUST NO. 5 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 18,429,675.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
15	HRW TESTAMENTARY TRUST NO. 6 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 18,429,675.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
16	HRW TESTAMENTARY TRUST NO. 7 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 18,429,675.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
17	HRW TESTAMENTARY TRUST NO. 8 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 18,429,675.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
18	HRW TESTAMENTARY TRUST NO. 9 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 16,806,336.	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
19	HRW TESTAMENTARY TRUST NO. 10 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 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. 11 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 16,806,335.	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. 12 209 WEST 2ND STREET #370 FORT WORTH, TX 76102	\$ 16,806,335.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
22	CHRISTY R. WALTON PO BOX 1860 BENTONVILLE, AR 72712	\$ 1,516,797.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="checked" type="checkbox"/> (Complete Part II for noncash contributions.)
23	ROE FOUNDATION 18 EAST 50TH STREET, 10TH FLOOR NEW YORK, NY 10022	\$ 10,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
24	BEACON VENTURES, INC. P.O. BOX 1860 BENTONVILLE, AR 72712	\$ 113,702,835.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

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

[illegible]

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 - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
RECOVERIES OF PRIOR YEAR GRANTS	1,086,042.	
OTHER INCOME - PASS THROUGH	745,702.	-259,630.
PASS THROUGH SECTION 988 GAIN/LOSS	-213,623.	-213,623.
NORTHERN TRUST SECTION 988 GAIN/LOSS	-43,038.	-43,038.
ROYALTY INCOME - PASS THROUGH	758,247.	749,035.
NORTHERN TRUST - OTHER INCOME	-394,992.	-394,992.
TOTALS	<u>1,938,338.</u>	<u>-162,248.</u>

ATTACHMENT 2FORM 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	618,785.			618,715.
TOTALS	<u>618,785.</u>			<u>618,715.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING 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>
ACCOUNTING FEES	201,996.			201,996.
NORTHERN TRUST ACCOUNTING FEES	22,384.	22,384.		
TOTALS	<u>224,380.</u>	<u>22,384.</u>		<u>201,996.</u>

FORM 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	6,347,580.	6,347,580.	
EDUCATION PROGRAM CONSULTING	2,928,933.		2,928,933.
EVALUATION PROGRAM CONSULTING	3,704,293.		3,704,293.
COMMUNICATION CONSULTING	1,740,669.		1,740,669.
ENVIRONMENT PROGRAM CONSULTING	1,992,270.		1,992,270.
HOME REGION PROGRAM CONSULTING	148,432.		148,432.
PPG PROGRAM CONSULTING	5,620,813.		5,620,813.
IT CONSULTING FEES	289,105.		289,105.
OTHER CHARITABLE CONSULTING	1,113,564.		1,113,564.
TOTALS	<u>23,885,659.</u>	<u>6,347,580.</u>	<u>17,538,079.</u>

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
NORTHERN TRUST - INTEREST EXP.	22,197.	22,197.
PASS THROUGH - INTEREST EXP.	1,271,415.	1,209,460.
TOTALS	<u>1,293,612.</u>	<u>1,231,657.</u>

ATTACHMENT 6FORM 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	4,250,000.		
PROPERTY TAXES	130,865.		130,865.
SALES AND USE TAX	853.		853.
NORTHERN TRUST - FOREIGN TAXES	3,307,779.	3,307,779.	
PASS THROUGH - FOREIGN TAXES	1,254,381.	1,246,924.	
TOTALS	<u>8,943,878.</u>	<u>4,554,703.</u>	<u>131,718.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
SUPPLIES	397,442.		397,442.
TELEPHONE AND COMMUNICATIONS	198,540.		198,540.
POSTAGE AND EXPRESS MAIL	15,050.		15,050.
DUES AND SUBSCRIPTIONS	318,127.		318,127.
INSURANCE	23,781.		23,781.
REPAIRS AND MAINTENANCE	71,033.		71,033.
TRAINING EXPENSES	222,668.		222,668.
RELOCATION EXPENSE	9,380.		9,380.
MISC. EXPENSES	10,929.		10,929.
OTHER RECRUITING COSTS	45,445.		45,445.
GRANTEE CONVENINGS	152,485.		152,485.
SITE VISITS	94,707.		94,707.
STAFF RETREATS	333,737.		333,737.
GRANTEE SPONSORSHIPS	69,163.		69,163.
SERVICE AGREEMENT EXPENSE	48,536.		48,536.
EMPLOYEE RELATIONS	55,773.		55,773.
NORTHERN TRUST - INVEST. EXP.	41,602.	41,602.	
PASS THRU - PORTFOLIO EXPENSE	24,131,576.	16,693,975.	
TOTALS	<u>26,239,974.</u>	<u>16,735,577.</u>	<u>2,066,796.</u>

ATTACHMENT 8FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: BRIGHTER CHOICE FOUNDATION  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 05/04/2004  
MATURITY DATE: 04/30/2019  
REPAYMENT TERMS: FULL PRINCIPAL DUE - EXTENDED TO 4/30/19  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: SUPPORT CONSTRUCTION FINANCING FOR CHARTER SCHOOLS  
DESCRIPTION AND FMV OF CONSIDERATION: CASH 10,000,000.

BEGINNING BALANCE DUE ..... 10,000,000.

ENDING BALANCE DUE ..... 10,000,000.

ENDING FAIR MARKET VALUE ..... 10,000,000.

BORROWER: EXALT EDUCATION  
ORIGINAL AMOUNT: 900,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 07/31/2011  
MATURITY DATE: 07/31/2019  
REPAYMENT TERMS: \$150,000 ANNUALLY BEGINNING 7/31/2018  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: WORKING CAPITAL LOAN  
DESCRIPTION AND FMV OF CONSIDERATION: CASH 900,000.

BEGINNING BALANCE DUE ..... 900,000.

ENDING BALANCE DUE ..... 825,000.

ENDING FAIR MARKET VALUE ..... 825,000.



ATTACHMENT 8 (CONT'D)

BORROWER: CHARTER FUND, INC.  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 3.0000 %  
DATE OF NOTE: 07/30/2007  
MATURITY DATE: 12/31/2022  
REPAYMENT TERMS: EXTENDED TO 12/31/2022 FROM ORIGINAL 10 YR PERIOD  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: REVOLVING CHARTER SCHOOL FACILITIES FINANCING FUND  
DESCRIPTION AND FMV OF CONSIDERATION: CASH  
10,000,000.

BEGINNING BALANCE DUE ..... 4,125,000.

ENDING BALANCE DUE ..... 2,099,651.

ENDING FAIR MARKET VALUE ..... 2,099,651.

BORROWER: IFF  
ORIGINAL AMOUNT: 5,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 11/28/2007  
MATURITY DATE: 12/31/2025  
REPAYMENT TERMS: EXTENDED ORIGINAL DUE DATE FOR SEVEN YEARS  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: LOAN FUNDS TO 3 CHARTER SCHOOLS IN WI, MO, IN  
DESCRIPTION AND FMV OF CONSIDERATION: CASH  
5,000,000.

BEGINNING BALANCE DUE ..... 5,000,000.

ENDING BALANCE DUE ..... 4,000,000.

ENDING FAIR MARKET VALUE ..... 4,000,000.

ATTACHMENT 8 (CONT'D)

BORROWER: PRESBYTERIAN CHURCH (U.S.A.)  
ORIGINAL AMOUNT: 2,396,698.  
INTEREST RATE: 1.0000 %  
DATE OF NOTE: 01/25/2007  
MATURITY DATE: 07/25/2019  
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 OF CONSIDERATION: CASH  
2,986,093.

BEGINNING BALANCE DUE ..... 2,922,696.

ENDING BALANCE DUE ..... 2,950,594.

ENDING FAIR MARKET VALUE ..... 2,950,594.

BORROWER: PRESBYTERIAN CHURCH (U.S.A.)  
ORIGINAL AMOUNT: 2,396,698.  
INTEREST RATE: 1.3400 %  
DATE OF NOTE: 01/25/2007  
MATURITY DATE: 07/25/2019  
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 OF CONSIDERATION: CASH  
3,096,227.

BEGINNING BALANCE DUE ..... 3,096,227.

ENDING BALANCE DUE ..... 3,131,726.

ENDING FAIR MARKET VALUE ..... 3,131,726.

ATTACHMENT 8 (CONT'D)

BORROWER: PACIFIC CHARTER SCHOOL DEVEL.  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 1.0000 %  
DATE OF NOTE: 07/13/2017  
MATURITY DATE: 06/30/2027  
REPAYMENT TERMS: ORIGINAL LOAN AMENDED - DUE DATE EXTENDED 10 YEARS  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: CONSTRUCTION OF CHARTER SCHOOL FACILITIES  
DESCRIPTION AND FMV OF CONSIDERATION: CASH  
10,000,000.

BEGINNING BALANCE DUE ..... 10,000,000.

ENDING BALANCE DUE ..... 4,000,000.

ENDING FAIR MARKET VALUE ..... 4,000,000.

BORROWER: E-STEM PUBLIC CHARTER SCHOOLS  
ORIGINAL AMOUNT: 3,200,000.  
INTEREST RATE: 0.0000%  
DATE OF NOTE: 04/07/2008  
MATURITY DATE: 12/22/2025  
REPAYMENT TERMS: DUE DATE EXTENDED SEVEN YEARS  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: TO RENOVATE CHARTER SCHOOL BUILDING.  
DESCRIPTION AND FMV OF CONSIDERATION: CASH  
3,200,000.

BEGINNING BALANCE DUE ..... 2,643,608.

ENDING BALANCE DUE ..... 2,576,292.

ENDING FAIR MARKET VALUE ..... 2,576,292.

ATTACHMENT 8 (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 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 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 8 (CONT'D)

BORROWER: SOUTHERN BANCORP CAPITAL PARTNERS  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 03/05/2009  
MATURITY DATE: 12/31/2025  
REPAYMENT TERMS: REPAYMENT TERMS EXTENDED SEVEN YEARS  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: ESTABLISH ARKANSAS EDUCATION FACILITIES LOAN FUND  
DESCRIPTION AND FMV OF CONSIDERATION: CASH 10,000,000.

BEGINNING BALANCE DUE ..... 5,976,901.

ENDING BALANCE DUE ..... 5,332,514.

ENDING FAIR MARKET VALUE ..... 5,332,514.

BORROWER: SOUTHERN BANCORP CDC  
ORIGINAL AMOUNT: 8,500,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 08/13/2009  
MATURITY DATE: 12/22/2025  
REPAYMENT TERMS: REPAYMENT TERMS EXTENDED SEVEN YEARS  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: PURCHASE REAL ESTATE FOR A CHARTER SCHOOL IN AR  
DESCRIPTION AND FMV OF CONSIDERATION: CASH 8,500,000.

BEGINNING BALANCE DUE ..... 5,344,337.

ENDING BALANCE DUE ..... 5,078,504.

ENDING FAIR MARKET VALUE ..... 5,078,504.

ATTACHMENT 8 (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: 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: 12/31/2025  
REPAYMENT TERMS: REPAYMENT TERMS EXTENDED SEVEN YEARS  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: PARENTAL CHOICE PROGRAM IN MILWAUKEE, WI  
DESCRIPTION AND FMV  
OF CONSIDERATION: CASH 3,000,000.

BEGINNING BALANCE DUE ..... 2,000,000.

ENDING BALANCE DUE ..... 3,000,000.

ENDING FAIR MARKET VALUE ..... 3,000,000.

ATTACHMENT 8 (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: CASH 5,000,000.

BEGINNING BALANCE DUE ..... 2,026,024.

ENDING BALANCE DUE ..... 1,651,116.

ENDING FAIR MARKET VALUE ..... 1,651,116.

BORROWER: BUILDING HOPE  
ORIGINAL AMOUNT: 3,300,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 12/01/2011  
MATURITY DATE: 11/01/2021  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: DC CHARTER SCHOOL FACILITIES  
DESCRIPTION AND FMV OF CONSIDERATION: CASH 3,300,000.

BEGINNING BALANCE DUE ..... 3,300,000.

ENDING BALANCE DUE ..... 3,300,000.

ENDING FAIR MARKET VALUE ..... 3,300,000.

ATTACHMENT 8 (CONT'D)

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 OF CONSIDERATION: CASH 4,000,000.

BEGINNING BALANCE DUE ..... 4,000,000.

ENDING BALANCE DUE ..... 4,000,000.

ENDING FAIR MARKET VALUE ..... 4,000,000.

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 OF CONSIDERATION: CASH 3,418,850.

BEGINNING BALANCE DUE ..... 788,965.

ENDING BALANCE DUE ..... 262,988.

ENDING FAIR MARKET VALUE ..... 262,988.



ATTACHMENT 8 (CONT'D)

BORROWER: EXCELLENT EDUCATION DEVELOPMENT, INC.  
ORIGINAL AMOUNT: 5,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 11/22/2013  
MATURITY DATE: 12/31/2021  
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 ..... 3,000,000.

ENDING FAIR MARKET VALUE ..... 3,000,000.

BORROWER: CHARTER SCHOOLS DEVELOPMENT CORPORATION  
ORIGINAL AMOUNT: 5,000,000.  
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: CASH  
5,000,000.

BEGINNING BALANCE DUE ..... 5,000,000.

ENDING BALANCE DUE ..... 5,000,000.

ENDING FAIR MARKET VALUE ..... 5,000,000.

ATTACHMENT 8 (CONT'D)

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 CASH  
OF CONSIDERATION: 1,000,000.

BEGINNING BALANCE DUE ..... 1,000,000.

ENDING BALANCE DUE ..... 1,000,000.

ENDING FAIR MARKET VALUE ..... 1,000,000.

BORROWER: PACIFIC CHARTER SCHOOL DEVELOPMENT  
ORIGINAL AMOUNT: 4,000,000.  
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 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 8 (CONT'D)

BORROWER: LOCAL INITIATIVES SUPPORT CORP  
ORIGINAL AMOUNT: 5,000,000.  
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: CASH 5,000,000.

BEGINNING BALANCE DUE ..... 5,000,000.

ENDING BALANCE DUE ..... 5,000,000.

ENDING FAIR MARKET VALUE ..... 5,000,000.

BORROWER: SOUTHERN BANCORP COMMUNITY PARTNERS  
ORIGINAL AMOUNT: 750,000.  
INTEREST RATE: 1.0000 %  
DATE OF NOTE: 12/05/2016  
MATURITY DATE: 12/15/2026  
REPAYMENT TERMS: \$250,000 PER YEAR BEGINNING DECEMBER 15, 2024  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: SUPPORT ECONOMIC DEVELOPMENT IN THE DELTA REGION  
DESCRIPTION AND FMV OF CONSIDERATION: CASH 750,000.

BEGINNING BALANCE DUE ..... 750,000.

ENDING BALANCE DUE ..... 750,000.

ENDING FAIR MARKET VALUE ..... 750,000.

ATTACHMENT 8 (CONT'D)

BORROWER: HAAS HALL ACADEMY  
ORIGINAL AMOUNT: 950,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 06/10/2016  
MATURITY DATE: 05/01/2019  
REPAYMENT TERMS: SEMI-ANNUAL PAYMENTS BEGINNING FEBRUARY 1, 2017  
PURPOSE OF LOAN: ACQUIRE AND RENOVATE BLDG FOR A CHARTER SCHOOL  
DESCRIPTION AND FMV OF CONSIDERATION: CASH 950,000.

BEGINNING BALANCE DUE ..... 950,000.

ENDING BALANCE DUE ..... 950,000.

ENDING FAIR MARKET VALUE ..... 950,000.

BORROWER: EXCELLENT EDUCATION DEVELOPMENT CORP.  
ORIGINAL AMOUNT: 2,500,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 06/06/2016  
MATURITY DATE: 06/01/2023  
REPAYMENT TERMS: PAYABLE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: FUND DEVELOPMENT OF CHARTER SCHOOLS IN LOS ANGELES  
DESCRIPTION AND FMV OF CONSIDERATION: CASH 2,500,000.

BEGINNING BALANCE DUE ..... 2,500,000.

ENDING BALANCE DUE ..... 2,500,000.

ENDING FAIR MARKET VALUE ..... 2,500,000.

ATTACHMENT 8 (CONT'D)

BORROWER: E-STEM PUBLIC CHARTER SCHOOLS  
ORIGINAL AMOUNT: 12,472,376.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 08/31/2016  
MATURITY DATE: 09/01/2022  
REPAYMENT TERMS: PAYABLE IN FULL UPON MATURITY  
SECURITY PROVIDED: LEASEHOLD INTEREST OF BORROWER  
PURPOSE OF LOAN: RENOVATE BUILDING FOR USE AS A CHARTER SCHOOL  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 12,472,376.

BEGINNING BALANCE DUE ..... 12,472,376.

ENDING BALANCE DUE ..... 12,128,955.

ENDING FAIR MARKET VALUE ..... 12,128,955.

BORROWER: DENVER PFS, LLC  
ORIGINAL AMOUNT: 1,000,000.  
INTEREST RATE: 2.1100 %  
DATE OF NOTE: 02/12/2016  
MATURITY DATE: 06/30/2021  
REPAYMENT TERMS: BASED ON SUCCESS RATE OF PROGRAM  
SECURITY PROVIDED: ASSIGNMENT OF BORROWERS RIGHTS UNDER AGREEMENTS  
PURPOSE OF LOAN: PROVIDE SUPPORTIVE HOUSING TO HOMELESS INDIVIDUALS  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 665,668.

BEGINNING BALANCE DUE ..... 465,131.

ENDING BALANCE DUE ..... 665,668.

ENDING FAIR MARKET VALUE ..... 665,668.

ATTACHMENT 8 (CONT'D)

BORROWER: CSGF FACILITY FUND III, LLC  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 10/17/2016  
MATURITY DATE: 12/31/2025  
REPAYMENT TERMS: PAYABLE IN FULL UPON MATURITY  
SECURITY PROVIDED: CASH LOAN RESERVE AND BORROWER'S ASSETS  
PURPOSE OF LOAN: LOW MARKET FINANCING FOR CHARTER SCHOOL FACILITIES  
DESCRIPTION AND FMV OF CONSIDERATION: CASH  
7,166,667.

BEGINNING BALANCE DUE ..... 4,666,667.

ENDING BALANCE DUE ..... 7,166,667.

ENDING FAIR MARKET VALUE ..... 7,166,667.

BORROWER: ARKANSAS ARTS ACADEMY  
ORIGINAL AMOUNT: 5,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 07/13/2017  
MATURITY DATE: 06/15/2047  
REPAYMENT TERMS: ANNUAL INSTALLMENTS THOURGH 6/15/2047  
SECURITY PROVIDED: MORTGAGE  
PURPOSE OF LOAN: CONSTRUCT AND RENOVATE EXISTING SCHOOL FACILITIES  
DESCRIPTION AND FMV OF CONSIDERATION: CASH  
2,955,390.

BEGINNING BALANCE DUE ..... 150,000.

ENDING BALANCE DUE ..... 2,955,390.

ENDING FAIR MARKET VALUE ..... 2,955,390.

ATTACHMENT 8 (CONT'D)

BORROWER: CHARTER SCHOOL GROWTH FUND - CAMDEN  
ORIGINAL AMOUNT: 5,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 11/28/2017  
MATURITY DATE: 12/22/2022  
REPAYMENT TERMS: PRINCIPAL BALANCE DUE ON 12/22/2022  
PURPOSE OF LOAN: PROVIDE BELOW MARKET FINANCING FOR CHARTER SCHOOLS  
DESCRIPTION AND FMV 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: CHARTER SCHOOL GROWTH FUND - MEMPHIS  
ORIGINAL AMOUNT: 5,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 12/18/2017  
MATURITY DATE: 12/22/2022  
REPAYMENT TERMS: PRINCIPAL BALANCE DUE ON 12/22/2022  
PURPOSE OF LOAN: PROVIDE BELOW MARKET FINANCING FOR CHARTER SCHOOLS  
DESCRIPTION AND FMV 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.

ATTACHMENT 8 (CONT'D)

BORROWER: HAAS HALL  
ORIGINAL AMOUNT: 697,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 08/22/2017  
MATURITY DATE: 07/31/2027  
REPAYMENT TERMS: ANNUAL INSTALLMENTS THROUGH 7/31/2027  
PURPOSE OF LOAN: RENOVATION OF HAAS HALL SPRINGDALE CAMPUS  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 697,000.

BEGINNING BALANCE DUE ..... 697,000.

ENDING BALANCE DUE ..... 627,300.

ENDING FAIR MARKET VALUE ..... 627,300.

BORROWER: MONTESSORI TRAINING CENTER  
ORIGINAL AMOUNT: 500,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 07/26/2017  
MATURITY DATE: 07/31/2022  
REPAYMENT TERMS: PRINCIPAL BALANCE DUE ON 7/31/2022  
PURPOSE OF LOAN: ACQUISITION AND IMPROVMENTS OF SCHOOL PROPERTY  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 500,000.

BEGINNING BALANCE DUE ..... 500,000.

ENDING BALANCE DUE ..... 500,000.

ENDING FAIR MARKET VALUE ..... 500,000.



ATTACHMENT 8 (CONT'D)

BORROWER: PACIFIC CHARTER SCHOOL DEVELOPMENT  
ORIGINAL AMOUNT: 5,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 03/17/2017  
MATURITY DATE: 12/23/2023  
REPAYMENT TERMS: PRINCIPAL BALANCE DUE IN FULL ON 12/31/2023  
PURPOSE OF LOAN: FINANCE THREE CHARTER SCHOOLS IN OAKLAND, CA  
DESCRIPTION AND FMV OF CONSIDERATION: CASH  
3,000,000.

BEGINNING BALANCE DUE ..... 3,000,000.

ENDING BALANCE DUE ..... 3,000,000.

ENDING FAIR MARKET VALUE ..... 3,000,000.

BORROWER: BUILDING EQUITY INITIATIVE, INC.  
ORIGINAL AMOUNT: 5,832,811.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 11/30/2017  
MATURITY DATE: 11/30/2024  
REPAYMENT TERMS: PRINCIPAL AMOUNT DUE AND PAYABLE ON 11/30/2024  
PURPOSE OF LOAN: SUPPORT CHARTER SCHOOLS SUPPORTED BY UNITRANCHE

BEGINNING BALANCE DUE ..... 759,000.

ENDING BALANCE DUE ..... 5,196,000.

ENDING FAIR MARKET VALUE ..... 5,196,000.

ATTACHMENT 8 (CONT'D)

BORROWER: E-STEM CHARTER INVESTMENT (CHASE NMTC)  
ORIGINAL AMOUNT: 12,525,100.  
INTEREST RATE: 1.2500 %  
DATE OF NOTE: 06/29/2017  
MATURITY DATE: 06/29/2024  
REPAYMENT TERMS: PRINCIPAL DUE IN FULL 6/29/2024  
PURPOSE OF LOAN: CONSTRUCTION OF E-STEM CHARTER SCHOOL IN LR, AR  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 12,625,100.

BEGINNING BALANCE DUE ..... 12,525,100.

ENDING BALANCE DUE ..... 12,525,100.

ENDING FAIR MARKET VALUE ..... 12,525,100.

BORROWER: TWAIN INVESTMENT FUND 227, LLC  
ORIGINAL AMOUNT: 4,480,250.  
INTEREST RATE: 1.3000 %  
DATE OF NOTE: 06/08/2017  
MATURITY DATE: 06/08/2024  
REPAYMENT TERMS: PRINCIPAL BALANCE DUE IN FULL 6/08/2024  
PURPOSE OF LOAN: RENOVATION OF BUILDING INTO CHARTER SCHOOL  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 4,480,250.

BEGINNING BALANCE DUE ..... 4,480,250.

ENDING BALANCE DUE ..... 4,480,250.

ENDING FAIR MARKET VALUE ..... 4,480,250.

ATTACHMENT 8 (CONT'D)

BORROWER: HATCHERY MASTER TENANT, LLC  
ORIGINAL AMOUNT: 4,200,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 01/17/2018  
MATURITY DATE: 12/15/2024  
REPAYMENT TERMS: ANNUAL REPAYMENT OF \$100,000 BALANCE AT MATURITY  
PURPOSE OF LOAN: SUPPORT DEVELOPMENT OF A FOOD PROCESSING INCUBATOR  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 4,200,000.

ENDING BALANCE DUE ..... 4,200,000.

ENDING FAIR MARKET VALUE ..... 4,200,000.

BORROWER: GARLAND BUILDING, LLC  
ORIGINAL AMOUNT: 6,876,085.  
INTEREST RATE: 2.9100 %  
DATE OF NOTE: 08/28/2018  
MATURITY DATE: 08/28/2048  
REPAYMENT TERMS: PRINCIPAL DUE AT MATURITY  
PURPOSE OF LOAN: PROVIDE FINANCING FOR CHARTER SCHOOL IN LR, AR  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 6,876,085.

ENDING BALANCE DUE ..... 6,876,085.

ENDING FAIR MARKET VALUE ..... 6,876,085.

ATTACHMENT 8 (CONT'D)

BORROWER: FRIENDSHIP EDUCATION FOUNDATION  
ORIGINAL AMOUNT: 9,300,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 03/17/2018  
MATURITY DATE: 04/10/2023  
REPAYMENT TERMS: PRINCIPAL DUE AT MATURITY  
PURPOSE OF LOAN: FINANCING FOR CHARTER SCHOOLS IN PINE BLUFF, AR  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 3,654,754.

ENDING BALANCE DUE ..... 3,654,754.

ENDING FAIR MARKET VALUE ..... 3,654,754.

BORROWER: CITY OF FAYETTEVILLE  
ORIGINAL AMOUNT: 1,651,125.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 03/08/2018  
MATURITY DATE: 02/19/2023  
REPAYMENT TERMS: ANNUAL PRINCIPAL PAYMENTS OF \$275,188  
PURPOSE OF LOAN: ACQUIRE 228 ACRES OF GREENSPACE FOR PRESERVATION  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 1,651,125.

ENDING BALANCE DUE ..... 1,375,938.

ENDING FAIR MARKET VALUE ..... 1,375,938.

ATTACHMENT 8 (CONT'D)

BORROWER: CIVIC NYC FUND, INC.  
ORIGINAL AMOUNT: 6,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 12/31/2017  
MATURITY DATE: 12/31/2026  
REPAYMENT TERMS: PRINCIPAL DUE AT MATURITY  
PURPOSE OF LOAN: PROVIDE FINANCING FOR CHARTER SCHOOLS IN NEW YORK  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 4,970,360.

ENDING BALANCE DUE ..... 4,970,360.

ENDING FAIR MARKET VALUE ..... 4,970,360.

BORROWER: CHARTER FACILITIES SOLUTIONS  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 1.2500 %  
DATE OF NOTE: 11/28/2017  
MATURITY DATE: 02/28/2027  
REPAYMENT TERMS: PRINCIPAL AND PLUS UNPAID INTEREST AT MATURITY  
PURPOSE OF LOAN: PROVIDE CHARTER SCHOOL FINANCING IN DENVER, CO  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 1,000,000.

ENDING BALANCE DUE ..... 1,000,000.

ENDING FAIR MARKET VALUE ..... 1,000,000.

ATTACHMENT 8 (CONT'D)

BORROWER: E-STEM PUBLIC CHARTER SCHOOLS  
ORIGINAL AMOUNT: 10,469,961.  
INTEREST RATE: 1.2500 %  
DATE OF NOTE: 06/29/2017  
MATURITY DATE: 06/28/2024  
REPAYMENT TERMS: UNPAID PRINCIPAL DUE AT MATURITY  
PURPOSE OF LOAN: PROVIDE FINANCING FOR CHARTER SCHOOL IN LR, AR  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 9,925,099.

ENDING BALANCE DUE ..... 9,925,099.

ENDING FAIR MARKET VALUE ..... 9,925,099.

BORROWER: IFF  
ORIGINAL AMOUNT: 1,000,000.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 12/20/2018  
MATURITY DATE: 12/31/2025  
REPAYMENT TERMS: PRINCIPAL DUE IN SEVEN YEARS  
PURPOSE OF LOAN: SUPPORT FACILITY LOANS TO PUBLIC CHARTER SCHOOLS  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 1,000,000.

ENDING BALANCE DUE ..... 1,000,000.

ENDING FAIR MARKET VALUE ..... 1,000,000.

ATTACHMENT 8 (CONT'D)

BORROWER: FRIENDSHIP EDUCATION FOUNDATION  
ORIGINAL AMOUNT: 625,153.  
INTEREST RATE: 0.000%  
DATE OF NOTE: 06/16/2018  
MATURITY DATE: 07/01/2024  
REPAYMENT TERMS: PRINCIPAL BALANCE DUE AT MATURITY  
PURPOSE OF LOAN: CAPITAL FOR PURCHASE OF FF&E FOR CHARTER SCHOOL  
DESCRIPTION AND FMV CASH  
OF CONSIDERATION: 435,634.

ENDING BALANCE DUE ..... 435,634.

ENDING FAIR MARKET VALUE ..... 435,634.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 149,239,282.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 180,291,585.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 180,291,585.

ATTACHMENT 9FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>
WALMART STOCK	505,996.
TOTALS	<u>505,996.</u>



ATTACHMENT 10FORM 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	90,299,591.	90,299,569.	597,708,419.
ROB-WAL, TULSA 28, LLC	210,918.	210,931.	402,000.
NORTHERN TRUST MANAGED INCOME			
ACCOUNTS	2,121,353,951.	2,395,232,398.	2,705,744,359.
RUSSELL 1000	153,162,454.	73,273,529.	142,050,338.
QM COMMON DAILY EAFE FUND	373,079,823.	191,622,139.	209,012,072.
QM COMMON DAILY EMERGING MKTS	202,301,816.	167,793,937.	178,352,311.
DIVERSIFIED FRONTIER MKTS FUND	64,551,448.	66,773,294.	66,447,921.
ARIEL FUND	107,559,495.	154,059,579.	152,908,144.
GOLDMAN SACHS PUT FUND	122,681,212.	173,994,389.	169,869,657.
GOLDMAN SACHS CALL FUND	103,190,804.	59,427,806.	51,755,903.
GOLDMAN SACHS BROKERAGE ACCT.	20,893.		
TIMESQUARE	52,558,702.		
AJO GLOBAL	78,990,519.	81,793,479.	73,221,495.
SETANTA INTERNATIONAL		242,537,045.	206,357,906.
TOTALS	<u>3,469,961,626.</u>	<u>3,697,018,095.</u>	<u>4,553,830,525.</u>

ATTACHMENT 11FORM 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.	3,300,030.
PROGRAM RELATED INVESTMENT- (NEIGHBORHOOD BANCORP.)	100,000.	100,000.	100,000.
CONSTRUCTION IN PROGRESS	5,317,366.	82,486.	82,486.
DEPOSITS	70,096.	160,264.	160,264.
PROGRAM RELATED INVESTMENT (MELOY FUND)	450,000.	422,910.	422,910.
INVESTMENT IN KLS MM	8,491,057.	7,248,425.	7,248,425.
INVESTMENT GARLAND BLDG. MM		3,926,396.	3,926,396.
TOTALS	<u>17,728,549.</u>	<u>15,240,511.</u>	<u>15,240,511.</u>

ATTACHMENT 12FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

PRIOR PERIOD ADJUSTMENT

20.

TOTAL

20.

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

CANADA  
UNITED KINGDOM  
JAPAN  
DENMARK  
ISRAEL  
KOREA, REPUBLIC OF (SOUTH)  
CHINA

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 14 

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
S. ROBSON WALTON P.O. BOX 1860 BENTONVILLE, AR 72712	DIRECTOR 5.00	0.	0.	0.
ALICE L. WALTON P.O. BOX 1860 BENTONVILLE, AR 72712	DIRECTOR 5.00	0.	0.	0.
CARRIE W. PENNER P.O. BOX 1860 BENTONVILLE, AR 72712	DIRECTOR; CHAIRPERSON 6.00	0.	0.	0.
JAMES M. WALTON P.O. BOX 1860 BENTONVILLE, AR 72712	DIRECTOR 5.00	0.	0.	0.
LUKAS T. WALTON P.O. BOX 1860 BENTONVILLE, AR 72712	DIRECTOR 5.00	0.	0.	0.
WALTON ENTERPRISES, LLC P.O. BOX 1860 BENTONVILLE, AR 72712 REPORTED AS AUTHORIZED UNDER IRS ANNOUNCEMENT 2001-33. NO INDIVIDUAL LISTED RECEIVED COMPENSATION FROM WALTON ENTERPRISES, LLC OR ANY OTHER SOURCE FOR SERVICES TO THE FOUNDATION.		20,776,588.		
GRAND TOTALS		<u>20,776,588.</u>	<u>0.</u>	<u>0.</u>

990-PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 15

<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	1,486,684.
NORTHERN TRUST 50 SOUTH LA SALLE STREET CHICAGO, IL 60603	INVESTMENT ADVISORY	1,726,509.
GENERAL ATLANTIC SERVICE COMPAMY 55 EAST 52ND STRRET NEW YORK, NY 10055	INVESTMENT FEES	1,649,754.
PUBLIC OPINION STRATEGIES, LLC 214 NORTH FAYETTE STREET ALEXANDRIA, VA 22314	CONSULTING	614,488.
MARKHAM GROUP, LLC 1000 W. 3RD STREET LITTLE ROCK, AR 72201	CONSULTING	3,465,339.
TOTAL COMPENSATION		<u>8,942,774.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16

<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 16			492,441,707.
THE BUILDERS INITIATIVE, INC. P. O. BOX 1860 BENTONVILLE, AR 72712	PF	GRANT TO PRIVATE NON OPERATING FOUNDATION FOR GENERAL CHARITABLE SUPPORT NOT TREATED AS A QUALIFYING DISTRIBUTION UNDER IRC SECTION 4942 (G) (3) BY THE GRANTOR.	1,418,847.
ZOMA FOUNDATION 100 JACKSON STREET, SUITE 202 DENVER, CO 80206	PF	GRANT TO PRIVATE NON OPERATING FOUNDATION FOR ENDOWMENT CHARITABLE SUPPORT NOT TREATED AS A QUALIFYING DISTRIBUTION UNDER IRC SECTION 4942 (G) (3) BY THE GRANTOR.	46,000,000.
CATENA FOUNDATION P.O. BOX 994 CARBONDALE, CO 81623	PF	GRANT TO PRIVATE NON OPERATING FOUNDATION NOT TREATED AS A QUALIFYING DISTRIBUTION UNDER IRC SECTION 4942 (G) (3) BY THE GRANTOR.	13,000,000.
		TOTAL CONTRIBUTIONS PAID	<u>552,860,554.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 17

<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					1,086,042.
TOTALS					<u>1,086,042.</u>



Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
100 Black Men of Metro New Orleans, Inc.	6600 Plaza Drive STE 203 New Orleans, LA 70127		PC	Education Improvement	\$200,000
21st Century Partnership for STEM Education	100 West Elms Street Suite 105 Conshohocken, PA 19428		PC	Education Improvement	98,241
4.0 Schools	643 Magazine, Suite 206 New Orleans, LA 70130		PC	Education Improvement	1,000,000
50CAN, Inc.	1625 K Street NW, Suite 400 Washington, DC 20006		PC	Education Improvement	4,590,310
AB Christian Learning Center	5005 Brentwood Stair Rd. Fort Worth, TX 76112		PC	Education Improvement	10,000
Academy for Global Citizenship Charter School	4647 W. 47th Street Chicago, IL 60632		PC	Education Improvement	40,000
Academy of Seminole, Inc. f/b/o Academy of Seminole	P.O. Box 31 Seminole, OK 74818		PC	Education Improvement	325,000
Access Montessori	1416 NW 46th Street Suite 105-413, Seattle, WA 98107		PC	Education Improvement	30,000
Achieve Charter School of Paradise, Inc.	5852 Clark Rd PARADISE, CA 95969		PC	Education Improvement	325,000
Achievement First, Inc.	495 Blake Street New Haven, CT 06515		PC	Education Improvement	550,000
Activation Energy, Inc.	5 3rd Street Suite 900 San Francisco, CA 94103		PC	Environment Conservation	150,000
Adams County Education Consortium	12200 Pecos Street #100 Westminster, CO 80234		PC	Environment Conservation	56,000
Advance Illinois NFP	303 East Wacker Drive Suite 1925 Chicago, IL 60601		PC	Education Improvement	400,000
Advanced Conservation Strategies	204 William Barksdale Williamsburg, VA 23185		PC	Ocean Conservation	200,000
African Parks Foundation of America	21 West 46th Street New York, NY 10036		PC	Environment Conservation	1,000,000
Ag Technology and Environmental Stewardship Foundation, Inc.	1255 SW Prairie Trail Pkwy Ankeny, IA 50023		PF	River Conservation	496,033
Agenda for Children, Inc.	PO Box 51837 New Orleans, LA 70151-1837		PC	Education Improvement	100,000
Alliance for College-Ready Public Schools	601 South Figueroa St., 4th Fl Los Angeles, CA 90017		PC	Education Improvement	450,000
Alliance for School Choice, Inc. d/b/a American Federation for Children Growth Fund	1020 19th Street, NW, Suite 675 Washington, DC 20036		PC	Education Improvement	2,500,000
Alpha Phi Alpha Fraternity, Inc.	2313 Saint Paul Street Baltimore, MD 21218		NC	Education Improvement	10,000
Alpha Phi Alpha GEH Scholarship Endowment	PO Box 370778 Denver, CO 80237		PC	Education Improvement	129,000
Ambitious Initiatives, Inc.	1404 Park Avenue, SE Atlanta, GA 30315		PC	Education Improvement	75,000
America Achieves, Inc.	100 West 33rd Street, Suite 917, Mailbox 900 New York, NY 10001		PC	Education Improvement	300,000
America Succeeds	1390 Lawrence St. Denver, CO 80204		PC	Education Improvement	350,000
American Academy in Rome	7 East 60 Street New York, NY 10022		PC	Education Improvement	50,000
American Airpower Heritage Museum Inc.	P.O. Box 764769 Dallas, TX 75376		PC	Community Improvement	100,000
American Antiquarian Society	185 Salisbury Street Worcester, MA 01609		PC	Community Improvement	1,000
American Enterprise Institute for Public Policy Research	1789 Massachusetts Ave, NW Washington, DC 20036		PC	Education Improvement	100,000
American Farmland Trust	1150 Connecticut Ave NW, Suite 600 Washington, DC 20036		PC	River Conservation	450,000
American Federation of Arts, Inc.	305 East 47th Street, 10th Floor New York, NY 10017		PC	Art & Culture	15,000
American Institutes for Research in Behavioral Sciences	1000 Thomas Jefferson St. NW Washington, DC 20007		PC	Education Improvement	269,360
American Montessori Society, Inc.	116 E. 16th Street FL 6 New York, NY 10003		PC	Education Improvement	359,500
American Rivers, Inc.	1101 14th Street N.W., Suite 1400 Washington, DC 20005-5637		PC	River Conservation	450,000
American Soybean Association	12125 Woodcrest Executive Drive Suite 100 St. Louis, MO 63141		NC	River Conservation	200,000
American Whitewater	P.O. Box 1540 Cullowhee, NC 28723		PC	River Conservation	440,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Americans for the Arts, Inc.	1000 Vermont Ave NW 6th Floor Washington, DC 20005		PC	Art & Culture	20,000
America's Promise - The Alliance for Youth	1110 Vermont Ave. NW Suite 900 Washington, DC 20005		PC	Education Improvement	25,000
Amon Carter Museum of Western Art	3501 Camp Bowie Blvd. Fort Worth, TX 76107-2695		PC	Art & Culture	4,050,000
Ampersand Education, LLC	100 Grant Ave, Suite 2202 Oakland, CA 94612		NC	Education Improvement	190,000
Andrew J Young Foundation, Inc.	260 14th Street, NW Atlanta, GA 30318		PC	Education Improvement	10,000
Animal Protective Association	2914 N. Elston Avenue Chicago, IL 60618		PC	Community Outreach & Improvement	2,000
AOPA Foundation	421 Aviation Way Frederick, MD 21701		PC	Community Outreach & Improvement	40,000
Aquaculture Stewardship Council	P.O. 19107 3501 DC Utrecht The Netherlands,		NC	Environment Conservation	300,000
ARD, Inc. dba TetraTech ARD	159 Bank Street, Suite 300 Burlington, VT 05401		NC	Ocean Conservation	100,000
Arizona Chamber Foundation	2828 N. Central Avenue Suite 1125 Phoenix, AZ 85004		PC	Education Improvement	1,400,000
Arkansas Arts Academy	1110 W. Poplar Street, Suite A Rogers, AR 72756		PC	Education Improvement	129,070
Arkansas Arts Center Foundation	PO Box 2137 9th & Commerce Street MacArthur Park Little Rock, AR 72203		PC	Art & Culture	100,000
Arkansas Black Hall of Fame Foundation	P.O. Box 1042 Little Rock, AR 72203		PC	Community Outreach & Improvement	2,000
Arkansas Children's Hospital Foundation, Inc.	1 Children's Way, Slot 661 P.O. Box 2222 Little Rock, AR 72202		PC	Health & Wellness	40,000
Arkansas Coalition of Marshallese Inc	614 East Emma Ave Suite 113 Springdale, AR 72764		PC	Community Outreach & Improvement	16,668
Arkansas Committee of the National Museum of Women in the Arts	P. O. Box 8962 Pine Bluff, AR 71611		PC	Art & Culture	7,000
Arkansas Community Foundation, Inc.	5 Allied Drive, Suite 51110 Building 5, 11th floor Little Rock, AR 72202		PC	Community Outreach	302,500
Arkansas Department of Education	4 State Capitol Mall Little Rock, AR 72201		GOV	Education Improvement	30,000
Arkansas Economic Acceleration Foundation	200 River Market Ave. Suite 400 Little Rock, AR 72201		PC	Education Improvement	30,000
Arkansas Fashion Council	P.O. Box 2394 Conway, AR 72033		PC	Community Outreach & Improvement	5,000
Arkansas Fashion Week	3024 N Oak Bailey Dr. 72703 Fayetteville, AR 72703		PC	Education Improvement	60,000
Arkansas Governor's Mansion Association	1800 Center Street Little Rock, AR 72201		PC	Community Outreach & Improvement	1,000
Arkansas Natural Heritage Commission	1100 North Street Little Rock, AR 72201		GOV	Environment Conservation	536,264
Arkansas Policy Foundation	111 Center Street, Suite 1200 12th Floor Little Rock, AR 72201		PC	Community Outreach & Improvement	10,000
Arkansas Public School Resource Center, Inc.	1401 W. Capitol, Suite 315 Little Rock, AR 72201		PC	Education Improvement	2,056,986
Arkansas Special Olympics, Inc.	2115 Main Street North Little Rock, AR 72114		PC	Community Outreach & Improvement	1,000
Arkansas State Council on Economic Education	PO Box 3447 Little Rock, AR 72203-3447		PC	Community Outreach & Improvement	20,000
Arkansas United Community Coalition	PO Box 9296 Fayetteville, AR 72703		PC	Community Outreach & Improvement	26,000
Art in Motion Charter School	910 West Van Buren, Suite 315, Chicago, Illinois 60607 Chicago, IL 60607		GOV	Education Improvement	325,000
Artists Laboratory Theatre	1030 S. College Ave. Fayetteville, AR 72701		PC	Art & Culture	104,222
Arts Center of the Ozarks	214 S. Main Street Springdale, AR 72764-4446		PC	Art & Culture	6,000
Artspace Projects, Inc.	250 Third Avenue North Suite 400 Minneapolis, MN 55401		PC	Art & Culture	383,261
Aspen Center for Environmental Studies	100 Puppy Smith Street Aspen, CO 81611-1451		PC	Environment Conservation	250,000
Aspen Country Day School, Inc.	85 Country Day Way Aspen, CO 81611		PC	Education Improvement	2,244,000
Aspen Journalism	1280 S Ute Ave Ste 4 Aspen, CO 81611		PC	Environment Conservation	100,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Asociación Mundo Azul	Francisco del Castillo 506, 15047 Lima, Miraflores, Peru,		NC	Ocean Conservation	20,000
Association Montessori Internationale	Koninginneweg 161 Amsterdam The Netherlands, 1075CN		NC	Education Improvement	488,882
Association of American Educators Foundation	25909 Pala Place, Suite 330 Mission Viejo, CA 92691-7963		PC	Education Improvement	250,700
Association of Black Foundation Executives, Inc.	333 Seventh Ave, Floor 14 New York, NY 10001		PC	Education Improvement	10,000
Association of Climate Change Officers	1900 K St NW Washington, DC 20006		PC	River Conservation	5,000
Association of Missouri Charter Schools	1300 Papin St. St. Louis, MO 63103		PC	Education Improvement	250,000
ASU Foundation for A New American University	P. O. Box 2260 Tempe, AZ 85280-2260		PC	River Conservation	109,964
Atlanta Partnership of Business and Education, Inc.	191 Peachtree Street, NE, Suite 3400 30303 Atlanta, GA 30303		PC	Education Improvement	20,000
Atlanta Public Schools	130 Trinity Avenue Atlanta, GA 30303		GOV	Education Improvement	410,000
Atlanta Volunteer Lawyers Foundation, Inc.	235 Peachtree Street, North Tower Atlanta, GA 30303		PC	Education Improvement	10,000
Aurora Community School	3375 Willow Street Denver, CO 80238		GOV	Education Improvement	325,000
Austin Achieve Public Schools, Inc.	5908 Manor Rd Austin, TX 78723		PC	Education Improvement	325,000
Austin Presbyterian Theological Seminary	100 East 27th Street Austin, TX 78705-5797		PC	Religion	100,000
Axios Media, Inc.	3100 Clarendon Blvd 2nd Floor Arlington, VA 22201		NC	Education Improvement	75,000
Barry Goldwater Institute for Public Policy Research	500 East Coronado Road Phoenix, AZ 85004		PC	Education Improvement	125,000
Bay Area Hybrid College Initiative	80 East Sir Francis Drake Blvd, 4th Floor Suite C 94939 Larkspur, CA 94939		PC	Education Improvement	250,000
Bay Area Video Coalition Inc	2727 Mariposa St., 2nd Fl. San Francisco, CA 94110		PC	Education Improvement	982
BCFA, Inc.	PO Box 251 Bentonville, AR 72712		PC	Community Outreach & Improvement	91,950
BE NOLA, Inc.	9511 Chef Menteur Hwy. Suite 109, No. 208 New Orleans, LA 70127		NC	Education Improvement	224,341
Beacon Center of Tennessee	PO Box 198646 Nashville, TN 37219		PC	Education Improvement	112,500
Beacon College Prep Middle School	13400 NW 28th Ave Opa-Locka, FL 33054		GOV	Education Improvement	325,000
Beaver Watershed Alliance	614 E. Emma Avenue, Suite M438 Springdale, AR 72764		PC	Environment Conservation	69,700
Bella Vista Foundation	P O Box 5261 Bella Vista, AR 72714		PC	Community Outreach & Improvement	98,992
Bella Vista Historical Society	1885 Bella Vista Way Bella Vista, AR 72714		PC	Community Outreach & Improvement	2,000
Bellwether Education Partners, Inc.	517 Boston Post Road, #171 Sudbury, MA 01776		PC	Education Improvement	1,037,450
Benton County Historical Society	PO Box 1034 Bentonville, AR 72712		PC	Community Outreach & Improvement	3,000
Bentonville Advertising and Promotion Commission d/b/a Visit Bentonville	104 East Central Bentonville, AR 72712		GOV	Community Outreach & Improvement	143,300
Bentonville Child Care and Development Center, Inc. d/b/a Helen R. Walton Children's Center	1701 NE Wildcat Way Bentonville, AR 72712		PC	Education Improvement	1,058,299
Bentonville High School Choir Boosters	1901 SE J Street Bentonville, AR 72712		PC	Education Improvement	10,000
Bentonville Historical Museum, Inc.	104 E. Central Avenue Bentonville, AR 72712		PC	Community Outreach & Improvement	64,415
Bentonville Information	960 N. Main Street Bentonville, AR 72712		PC	Community Outreach & Improvement	25,000
Bentonville Islamic Center	PO Box 2256 Bentonville, AR 72712		PC	Community Outreach & Improvement	30,000
Bentonville Library Foundation	405 S. Main Bentonville, AR 72712		PC	Community Outreach & Improvement	5,000
Bentonville Parks Conservancy, Inc.	305 SW A Street Bentonville, AR 72712		PC	Community Outreach & Improvement	1,065,483
Bentonville Public Schools	500 Tiger Boulevard Bentonville, AR 72712		GOV	Community Improvement	106,500

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Bentonville Public Schools Foundation	500 Tiger Boulevard Bentonville, AR 72712		PC	Education Improvement	10,000
Bentonville-Bella Vista Chamber of Commerce Foundation, Inc.	200 East Central Bentonville, AR 72712		PC	Community Outreach & Improvement	490,000
Beta Foundation	9701 Alameda Genoa Road Houston, TX 77075		PC	Education Improvement	325,000
Better Outcomes for Our Kids, Inc.	83 Glenn Street, SE Atlanta, GA 30312		PC	Education Improvement	75,000
Beyond Conflict	30 Winter Street Boston, MA 02108		PC	Community Outreach & Improvement	2,500,000
Bicycle Coalition of the Ozarks dba BikeNWA	411 W. Holly St. Fayetteville, AR 72703		PC	Community Improvement	1,846,369
Big Picture Company, Inc.	325 Public Street Providence, RI 02905		PC	Education Improvement	1,829,419
Bill, Hillary and Chelsea Clinton Foundation	1271 Avenue of the Americas 41st Floor New York, NY 10020		PC	Community Outreach	1,020,000
Blue Engine, Inc.	75 Broad Street Suite 2900 New York, NY 10004		PC	Education Improvement	125,000
Blue Ridge School Incorporated	273 Mayo Drive St. George, VA 22935		PC	Community Outreach & Improvement	10,000
Blue School Partners	1390 Lawrence St Suite 200 Denver, CO 80204		PC	Education Improvement	325,000
Blue Ventures Conservation	Omnibus Business Centre, 39 to 41 North Road London, United Kingdom, N7 9DP		PC	Ocean Conservation	733,307
Bluestem Communications, Inc.	14 N Peoria Street Suite 4F Chicago, IL 60607		PC	River Conservation	50,000
Bonneville Environmental Foundation	1500 SW First Avenue, Suite 885 Portland, OR 97201		PC	River Conservation	600,000
Boston Collegiate Charter School Foundation, Inc.	11 Mayhew Street Dorchester, MA 02125		PC	Education Improvement	100,000
Boston Schools Fund, Inc.	31 Heath St. Suite 9 Boston, MA 02130		PC	Education Improvement	300,000
Boy Scouts of America/Westark Area Council	1401 Old Greenwood Road Fort Smith, AR 72901-4251		PC	Community Outreach & Improvement	247,500
Boys & Girls Club of Phillips County	PO Box 511 Helena, AR 72342		PC	Community Outreach & Improvement	7,014
Boys & Girls Club of the Mississippi Delta	516 E Canal St Yazoo City, MS 39194		PC	Community Improvement	209,000
Boys and Girls Club of Benton County	P.O. Box 448 Bentonville, AR 72712		PC	Community Outreach & Improvement	25,000
Boys and Girls Clubs of America	1275 Peachtree Street, NE Atlanta, GA 30309-3506		PC	Community Outreach & Improvement	25,000
Break Away Cycling	1177 E. Township Street Fayetteville, AR 72703		PC	Community Outreach & Improvement	11,400
Bricolage Academy, Inc.	3368 Esplanade Ave New Orleans, LA 70119		PC	Education Improvement	50,000
Bridges for Music	508 Bernard Street Los Angeles, CA 90012		PC	Art & Culture	30,000
Brighter Outlook, Inc.	P.O. Box 50634 Fort Worth, TX 76105		PC	Education Improvement	10,000
Bronx Charter School for the Arts	950 Longfellow Avenue Bronx, NY 10474		PC	Education Improvement	325,000
Brookings Institution	1775 Massachusetts Avenue, N.W. Washington, DC 20036-2188		PC	Improvement, Community	461,201
Brothers Empowered to Teach Initiative	2039 Toledano St New Orleans, LA 70119		PC	Education Improvement	100,000
BUILD UP	1240 18th Ave S Birmingham, AL 35205		PC	Education Improvement	237,500
Building Charters Fund, Inc.	304 Hudson St., Suite 301 New York, NY 10013		SO I	Education Improvement	928,474
Building Excellent Schools, Inc.	31 Milk St., 6th Floor Boston, MA 02109		PC	Education Improvement	7,400,000
Business Forward Foundation	1155 Connecticut Ave NW Suite 1000 Washington, DC 20036		PC	Education Improvement	248,423
California Academy of Sciences	55 Music Concourse Drive Golden Gate Park San Francisco, CA 94118-4599		PC	Education Improvement	30,000
California Charter School Association	250 East First Street, Suite 1000 Los Angeles, CA 90012-3811		PC	Education Improvement	4,650,000
California Community Foundation	221 S. Figueroa St., Suite 400 Los Angeles, CA 90012		PC	Education Improvement	50,000

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Camara Chilena Norteamericana De Comercio A.G.	Av. Pdte. Kennedy 5735, Of. 201 Torre Poniente Las Condes - Santiago - Chile,		NC	Ocean Conservation	3,000
Cambiar Education	4653 Carmel Mountain Road #308-97 San Diego, CA 92130		PC	Education Improvement	1,257,000
Camden Enrollment	1865 Harrison Ave 08105 Camden, NJ 08105		PC	Education Improvement	254,085
Camelback Ventures, Inc.	643 Magazine Street, Ste 206 New Orleans, LA 70130		PC	Education Improvement	750,000
Camp Summit, Inc.	17210 Campbell Rd., Suite 180-W Dallas, TX 75252		PC	Community Improvement	100,000
Camp War Eagle, Inc.	P.O. Box 506 14323 Camp War Eagle Road Rogers, AR 72756		POF	Community Improvement	9,576,162
Campaign For School Equity	100 Peabody Place Suite 1165 Memphis, TN 38103		PC	Education Improvement	60,000
Cape Cod Commercial Fishermen's Alliance, Inc.	1566 Main Street Chatham, MA 02633		PC	Ocean Conservation	249,000
Cardinal McCloskey Community Charter School	629 Courtlandt Avenue Bronx, NY 10451		GOV	Education Improvement	325,000
CareerWise Colorado	12850 East 40th Avenue Denver, CO 80239		PC	Education Improvement	100,000
Carnegie Foundation for the Advancement of Teaching	51 Vista Lane Stanford, CA 94305		POF	Education Improvement	25,000
Carroll and Madison Public Library Foundation	106 Spring Street Berryville, AR 72616		PC	Community Outreach & Improvement	5,000
CASA of Northwest Arkansas, Inc.	3825 Cawood Lane Springdale, AR 72762		PC	Community Outreach & Improvement	2,000
Cato Institute	1000 Massachusetts Avenue N.W. Washington, DC 20001		PC	Community Outreach & Improvement	75,000
Causa Natura, A.C.	Ave. Insurgentes 601, Oficina 14-115 Colonia Nápoles Delegación Benito Juárez, C.P. 03810		NC	Ocean Conservation	225,000
Center for American Progress	1333 H Street NW, 10th Floor Washington, DC 20005		PC	Education Improvement	275,000
Center for Curatorial Leadership	174 East 80th Street New York, NY 70075		PC	Community Outreach & Improvement	20,000
Center for Educational Excellence in Alternative Settings	1361 Locust Rd. NW Washington, DC 20012		PC	Education Improvement	207,162
Center for Effective Philanthropy, Inc.	675 Massachusetts Avenue, 7th Floor Cambridge, MA 02139		PC	Expanding Philanthropy	100,000
Center for Planning Excellence, Inc.	100 Lafayette Street Baton Rouge, LA 70801		PC	Coastal Restoration	75,000
Center for Resilience, Inc.	2603 Baronne St. New Orleans, LA 70113		PC	Education Improvement	280,250
Center for Rural Affairs	145 Main Street PO Box 136 Lyons, NE 68038		PC	River Conservation	735,000
Central Valley Community Foundation	5260 N Palm Ave #122 Fresno, CA 93704		PC	Education Improvement	250,000
Ceres, Inc.	99 Chauncy Street, 6th Floor Boston, MA 02111		PC	River Conservation	500,000
Chalkbeat, Inc.	1239 Broadway, Suite 703B New York, NY 10001		PC	Community Outreach & Improvement	535,000
Challenged Athletes Foundation	9591 Waples Street San Diego, CA 92121		PC	Community Outreach & Improvement	5,000
Charter Board Partners	PO Box 73215 Washington Washington, DC 20056		PC	Education Improvement	341,431
Charter Facility Solutions	1390 Lawrence Street, Suite 200 Denver, CO 80204		NC	Education Improvement	200,000
Charter Fund, Inc.	d/b/a Charter School Growth Fund 350 Interlocken Blvd., Suite 390 Broomfield, CO 80021		POF	Education Improvement	13,482,000
Charter School Enhanced Facilities Fund	105 West Adams St. 19th Fl. Chicago, IL 60603		NC	Education Improvement	3,932,690
Charter School Incubator Initiative	910 17th St NW Suite 1030 Washington, DC 20006		PF	Education Improvement	500,000
Chattanooga Preparatory School	PO Box 3809 Chattanooga, TN 37404		GOV	Education Improvement	325,000
Chicago Charter School Foundation dba Chicago International Charter School	11 E Adams St Ste 600 Chicago, IL 60603		PC	Education Improvement	706,100
Chiefs for Change	1455 Pennsylvania Ave. NW, Suite 400-311 Washington, DC 20004		PC	Education Improvement	250,000
Child Advocates of Silicon Valley, Inc.	509 Valley Way, Bldg. 2 Milpitas, CA 95035		PC	Community Outreach & Improvement	5,000

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Children Now	1404 Franklin Street, Suite 700 Oakland, CA 94612		PC	Education Improvement	210,000
Children's Health Council, Inc.	650 Clark Way Palo Alto, CA 94304		PC	Health & Wellness	1,000
Children's Hospital Colorado Foundation	13123 E 16th Avenue, B045 Aurora, CO 80045		PC	Health & Wellness	100,000
Children's Museum of Northwest Arkansas	1009 Museum Way Bentonville, AR 72712		PC	Community Improvement	1,627,448
CHIME Institute	19722 Collier St Woodland Hills, CA 91364		PC	Education Improvement	95,576
Choate Rosemary Hall Foundation, Inc.	333 Christian Street Wallingford, CT 06492-3800		PC	Education Improvement	380,000
Chopra Foundation	2013 Costa Del Mar Road Carlsbad, CA 92009		PC	Health & Wellness	50,000
Christel House Academy, Inc.	2717 S. East St. Indianapolis, IN 46225		PC	Education Improvement	250,000
Church of the Pioneers Foundation	1155 University Drive Bldg. 3 Menlo Park, CA 94025		PC	Religion	5,000
Circle of Life	901 Jones Road Springdale, AR 72762		PC	Community Outreach & Improvement	10,000
Citizens of the World Charter Schools	5371 Wilshire Boulevard Suite 210 Los Angeles, CA 90036		PC	Education Improvement	600,000
Citizens of the World Charter Schools- Los Angeles	5371 Wilshire Blvd Suite 200 Los Angeles, CA 90036		PC	Education Improvement	325,000
City Fund	133 Noe St. San Francisco, CA 94114		PC	Education Improvement	1,925,000
City of Bella Vista	P O Box 5655 616 W Lancashire Blvd Bella Vista, AR 72715		GOV	Community Outreach & Improvement	2,415,100
City of Bentonville	117 West Central Avenue Bentonville, AR 72712		GOV	Community Outreach & Improvement	308,852
City of Centerton	P. O. Box 208 Centerton, AR 72719		GOV	Community Improvement	348,000
City of Clarksdale	P.O. Box 940 Clarksdale, MS 38614		GOV	Community Improvement	300,000
City of Fayetteville	113 W. Mountain Street Fayetteville, AR 72701		GOV	Environment Conservation	1,680,758
City of Fort Worth - Animal Adoption Center	Code Compliance Department 818 Missouri Avenue Fort Worth, TX 76104		GOV	Community Improvement	20,000
City of Gentry	101 W. Main Street N/A Gentry, AR 72734		GOV	Community Improvement	75,000
City of Gravette	604 First Avenue SE Gravette, AR 72736		GOV	Community Improvement	3,000
City of Helena-West Helena	226 Perry Street PO Box 248 Helena, AR 72342		GOV	Community Improvement	53,000
City of Lowell	216 N. Lincoln Street PO Box 979 Lowell, AR 72745		GOV	Community Improvement	427,606
City of Pea Ridge	227 E. Pickens Rd., Suite A P. O. Box 10 Pea Ridge, AR 72751		GOV	Community Improvement	29,024
City of Rogers	301 W Chestnut Rogers, AR 72756		GOV	Community Improvement	1,423,537
City of Siloam Springs	400 N. Broadway P. O. Box 80 Siloam Springs, AR 72761		GOV	Community Improvement	269,964
City of Springdale	201 North Spring Street Springdale, AR 72764		GOV	Community Improvement	4,158,500
CityBridge Education	600 New Hampshire Avenue NW, 9th Floor Washington, DC 20037		PC	Education Improvement	300,000
Civic Canopy	3532 Franklin St., Suite H Denver, CO 80211		PC	Community Outreach & Improvement	75,000
Civic Nation	727 15th Street NW Washington, DC 20005		PC	Education Improvement	20,000
Civic Symphony of Benton County Guild, Inc. d/b/a Arkansas Philharmonic Orchestra	P. O. Box 1723 1901 SE J Street Bentonville, AR 72712		PC	Art & Culture	25,000
Claremore Public Schools Foundation, Inc.	310 N. Weenonah Claremore, OK 74017		PC	Education Improvement	5,000
Clark Atlanta University, Inc.	223 James P. Brawley Dr., SW Atlanta, GA 30314		PC	Education Improvement	15,000
Clark County, Arkansas	401 Clay Street Courthouse Square Arkadelphia, AR 71923		GOV	Community Outreach & Improvement	167,520
Clarksdale Collegiate	643 W 2nd Street Clarksdale, MS 38614		PC	Education Improvement	325,000

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Clarksdale Municipal School District	135 Washington Avenue P O Box 1088 Clarksdale, MS 38614		GOV	Education Improvement	305,078
Classical Edge Theatre Company	23 Pembroke Lane Bella Vista, AR 72712		PC	Art & Culture	25,500
ClientEarth	The Hothouse 274 Richmond Road London, England, E8 3QW		PC	Ocean Conservation	350,000
Climate Leadership Council, Inc.	1250 Connecticut Ave., N.W., Suite 625 Washington, DC 20036		PC	Environment Conservation	375,000
Climb Higher Colorado	711 Park Ave. West, Suite 320 80205 Denver, CO 80205		PC	Education Improvement	80,467
Coaching Corps	310 Eighth Street, Suite 300 Oakland, CA 94607		PC	Community Improvement	10,000
Coahoma Collective	P.O. Box 2065 Clarksdale, MS 38601		NC	Community Improvement	43,000
Coahoma County Chamber of Commerce	P. O. Box 160 1540 DeSoto Ave. Clarksdale, MS 38614		NC	Community Improvement	25,000
Coahoma County School District	1555 Lee Drive Clarksdale, MS 38614		GOV	Education Improvement	100,500
Coastal Communities Consulting, Inc.	925 Behrman Highway, Suite 15 Gretna, LA 70056		PC	Coastal Restoration	175,000
Cold Spring School, Inc.	3650 Cold Spring Rd. Indianapolis, IN 46222		PC	Education Improvement	325,000
Collaborative Healing Initiative Within Communities	5405 E 33rd Ave Denver, CO 80207		PC	Community Outreach & Improvement	138,000
College of the Ozarks	P. O. Box 17 Point Lookout, MO 65726		PC	Education Improvement	50,000
Collegiate Academies	7301 Dwyer Road New Orleans, LA 70126		PC	Education Improvement	550,000
Collegiate Hall, Inc.	1142 E. 56th St. Tulsa, OK 74105		PC	Education Improvement	218,000
Colorado AeroLab, Inc.	3181 South Utica Street Denver, CO 80236		PC	Education Improvement	72,000
Colorado Association of Conservation Districts	P.O. Box 1175 Lamar, CO 81052-1175		PC	Environment Conservation	5,000
Colorado Children's Campaign, Inc.	1580 Lincoln Street Suite 420 Denver, CO 80203		PC	Education Improvement	100,000
Colorado Early Colleges Aurora	350 N. Blackhawk Street Aurora, CO 80011		PC	Education Improvement	260,000
Colorado Latino Leadership and Research Organization, Inc.	4755 Paris Street, Suite 300 Denver, CO 80239		PC	Education Improvement	50,000
Colorado League of Charter Schools	2696 S. Colorado Blvd. Suite 250 Denver, CO 80222		PC	Education Improvement	675,460
Colorado Mesa University	1100 North Ave. Grand Junction, CO 81501		GOV	River Conservation	53,362
Colorado Montessori Association	PO Box 473541 Aurora, CO 80047		PC	Education Improvement	5,000
Colorado Nonprofit Development Center	789 Sherman St Suite 250 Denver, CO 80203		PC	Education Improvement	1,710,345
Colorado Open Lands	1546 Cole Blvd, Suite 200 Lakewood, CO 80401		PC	River Conservation	265,000
Colorado Outward Bound School	5161 Sheridan Blvd Dnever, CO 80212		PC	Education Improvement	87,000
Colorado River Water Users Association	1001 S. Valley View Blvd. Las Vegas, NV 89153		PC	River Conservation	10,000
Colorado Seminary d/b/a University of Denver	2199 South University Blvd Denver, CO 80208		PC	Education Improvement	10,000
Colorado State University Foundation	410 University Services Center Fort Collins, CO 80523		PC	River Conservation	100,000
Colorado Succeeds	1390 Lawrence St., Suite 200 Denver, CO 80204		PC	Education Improvement	350,000
Colorado Water Trust, Inc.	1420 Ogden Street, Suite A2 Denver, CO 80218		PC	River Conservation	350,000
Colorado Watershed Assembly	P.O. Box 211729 Denver, CO 80221		PC	River Conservation	5,000
Commentary, Inc.	561 Seventh Avenue, Fl 16 New York, NY 10018		PC	Education Improvement	12,500
Committee To Protect Journalists, Inc	330 Seventh Ave 11th Fl New York, NY 10001		PC	Communications	25,000
Commonwealth Scientific and Industrial Research Organisation	PO Box 1538 Hobart, Australia, 7001		PC	Ocean Conservation	82,092

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Communities Foundation of Texas, Inc.	5500 Canuth Haven Lane Dallas, TX 75225		PC	Education Improvement	74,120
Community Development Corporation of Bentonville Bella Vista	808 N. Main Street #1 Bentonville, AR 72712		PC	Community Outreach & Improvement	356,754
Community Foundation of North Texas d/b/a North Texas Community Foundation	306 West 7th, Suite 1045 Fort Worth, TX 76102		PC	Education Improvement	200,000
Community Foundation of Northwest Mississippi	315 Lusher Street Suite 100 Henando, MS 38632		PC	Education Improvement	60,500
Community Radio for Northern Colorado dba KUNC	1901 56th Ave, Ste 200 Greeley, CO 80634		PC	River Conservation	78,000
Community Venture Foundation	1 East Center Street Suite 270 Fayetteville, AR 72701		PC	Community Improvement	613,105
Compass Academy	2285 South Federal Blvd Denver, CO 80219		PC	Education Improvement	12,000
Compass Montessori Secondary School	4441 Salvia Street Golden, CO 80403		PC	Education Improvement	24,500
Comunidad y Biodiversidad, A.C.	Calle Isla del Peruano #215 Colonia Lomas de Miramar, C.P. 85448 Guaymas, Sonora,		PC	Ocean Conservation	900,000
Congress for the New Urbanism	1720 N. St NW Washington, DC 20036		PC	Expanding Philanthropy	5,000
Congressional Black Caucus Foundation, Inc.	1720 Mass Ave. N.W. Washington, DC 20036-1903		PC	Expanding Philanthropy	75,000
Congressional Black Caucus Political Education and Leadership Institute	413 New Jersey Ave, SE Washington, DC 20003		NC	Education Improvement	100,000
Congressional Hispanic Caucus Institute, Inc.	1128 16th Street, NW Washington, DC 20036		PC	Expanding Philanthropy	150,000
Conscious Alliance	2525 Arapahoe Avenue Unit E4 #182 Boulder, CO 80302		PC	General Operating	5,000
Consejo Mexicano de Promocion de los Productos Pesqueros y Acuicolas A.C.	Valle Centro, Delegacion Benito Juarez Ciudad de Mexico, Mexico, CP 03100		NC	Ocean Conservation	243,000
Conservation Alabama Foundation	P.O. Box 2665 Mobile, AL 36652		PC	Coastal Restoration	40,000
Conservation Colorado Education Fund	1536 Wynkoop Street, #510 Denver, CO 80202		PC	River Conservation	150,000
Conservation International Foundation	2011 Crystal Drive, Suite 500 Arlington, VA 22202		PC	Ocean Conservation	4,847,258
Conservation Legacy	701 Camino del Rio, Suite 101 Durango, CO 81301		PC	River Conservation	57,000
Conservation Strategy Fund	1636 R Street, NW, Suite 3 Washington, DC 20009		PC	Ocean Conservation	70,000
Conservative Leaders for Education	8643 Mt. Vernon Hwy Alexandria, VA 22309		PC	Education Improvement	200,000
Contemporary Austin Museum, Inc.	3809 W. 35th St., No. 100 Austin, TX 78703		PC	Art & Culture	25,000
Convergence Center for Policy Resolution	1133 19th Street NW Suite 410 Washington, DC 20036		PC	Education Improvement	750,000
Cookson Hills Christian School, Inc.	60416 Highway 10 Kansas, OK 74347-9533		PC	Education Improvement	40,000
Coral Triangle Center	Ji Danau Tamblingan No. 78, Sanur, Denpasar Selatan, Bali, Indonesia,		NC	Ocean Conservation	100,000
Cornestone Montessori Elementary	1611 Ames Avenue St. Paul, MN 55106		PC	Education Improvement	20,000
Costa Humboldt	Canonigo Madarlagas 570, Nunoa Santiago, Chile, 7501467		NC	Ocean Conservation	169,898
Council for Economic Education	122 East 42nd Street, Suite 2600 New York, NY 10168		PC	Education Improvement	20,000
Council for Exceptional Children	2900 Crystal Dr. Suite 100 Arlington, VA 22202		PC	Education Improvement	10,000
Council of Chief State School Officers	One Massachusetts Avenue, NW Suite 700 Washington, DC 20001		PC	Education Improvement	250,000
Council on Foundations, Inc.	2121 Crystal Drive, Suite 700 Arlington, VA 22202		PC	Expanding Philanthropy	150,000
CREDO - Stanford University	434 Galvez Mall Stanford University Stanford, CA 94305-6010		PC	Education Improvement	670,624
Crescent City Schools	3811 North Galvez Street New Orleans, LA 70117		PC	Education Improvement	325,000
Cristo Rey Fort Worth Catholic High School, Inc.	1007 E Terrell Avenue Fort Worth, TX 76104		PC	Education Improvement	250,000
Cross Timbers Senior Citizen	102 NW 6th Ave. Mineral Wells, TX 76067		PC	Community Outreach & Improvement	5,000



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Crosstown High School, Inc.	1365 Tower Avenue Memphis, TN 38104		PC	Education Improvement	325,000
Crystal Bridges Museum of American Art, Inc.	600 Museum Way Bentonville, AR 72712		PC	Art & Culture	7,191,927
CSUSB Philanthropic Foundation	5500 University Parkway Room CE - 305 San Bernardino, CA 92407		PC	Education Improvement	5,000
Curators of the University of Missouri	70W, Mizzou North, Rm 501 Columbia, MO 65211-0001		GOV	Community Improvement	359,359
Cure International, Inc.	PO Box 207 New Cumberland, PA 17070		PC	Health & Wellness	15,000
Cycle Kids, Inc.	5 JFK Street Cambridge, MA 02138		PC	Education Improvement	37,500
Dallas Museum of Art	1717 N Harwood St. Dallas, TX 75201		PC	Art & Culture	10,000
DC Preparatory Academy	707 Edgewood St, NE Washington, DC 20017		PC	Education Improvement	140,000
DC Public Education Fund	3407 14th Street, NW Washington, DC 20010		PC	Education Improvement	687,000
DeLaSalle Education Center	3737 Troost Avenue Kansas City, MO 65109		PC	Education Improvement	250,000
Delta Eta Boule Foundation	1741 High Street Denver, CO 80218		PC	Education Improvement	10,000
Delta Institute	35 E. Wacker Drive Suite 1200 Chicago, IL 60601		PC	River Conservation	58,327
Denver Foundation	55 Madison Street, 8th Floor Denver, CO 80206		PC	Education Improvement	190,000
Denver Public Schools	1860 Lincoln Street Denver, CO 80203		GOV	Education Improvement	53,281
Denver Public Schools Foundation	1860 Lincoln Street, 9th Floor Denver, CO 80203		PC	Education Improvement	170,000
Denver Tennis Park, Inc.	44 Cook Street, Suite 255 Denver, CO 80206		PC	Community Outreach & Improvement	390,371
Diocese of Little Rock	P. O. Box 7565 2500 N. Tyler Street Little Rock, AR 72217-7565		PC	Education Improvement	25,000
Diverse Charter Schools Coalition, Inc.	1400 Fifth Avenue STE TH-C1 New York, NY 10026		PC	Education Improvement	1,004,000
Diversified Communications	121 Free Street Portland, ME 04103		NC	Ocean Conservation	100,000
Doctors Without Borders USA, Inc.	40 Rector St 16th Floor New York, NY 10006		PC	Health & Wellness	150,000
DonorsChoose.org	134 W. 37th Street Floor 11 New York, NY 10018		PC	Community Outreach & Improvement	100,000
Dove Charter Public School Foundation f/b/o Oove Science Academy-OKC South	4230 N Santa Fe Ave Oklahoma City, OK 73118		PC	Education Improvement	500,000
Downtown Bentonville, Inc.	102 East Central Avenue Bentonville, AR 72712		PC	Community Improvement	177,500
Downtown Springdale Alliance	110 W. Emma Ave. Springdale, AR 72764		PC	Community Outreach & Improvement	480,524
DREAM Charter School	1991 Second Avenue New York, NY 10029		PC	Education Improvement	325,000
Drexel Funds	606 E Juneau Avenue #510635 Milwaukee, WI 53203		PC	Education Improvement	1,707,500
DSU Heritage Foundation	P.O. Box 19 Dickinson, ND 58602		PC	Education Improvement	1,000
Ducks Unlimited, Inc.	193 Business Park Drive, Suite E Ridgeland, MS 39157		PC	River Conservation	500,761
Duke University	2200 West Main St. Suite 710, Erwin Square Durham, NC 27705		PC	Environment Conservation	599,996
E Foundation for Oklahoma	2 E. California Ave. 2nd Floor Oklahoma City, OK 73104		PC	Community Outreach & Improvement	100,000
e.Republic, Inc.	100 Blue Ravine Road Folsom, CA 95630		NC	Education Improvement	43,500
EAA Aviation Foundation, Inc.	P.O. Box 3086 Oshkosh, WI 54903-3086		PC	Community Outreach & Improvement	50,000
Echelon Insights	814 King Street Suite 410 Alexandria, VA 22314		NC	Education Improvement	199,500
Echoing Green Foundation	462 Seventh Avenue, Thirteenth Floor New York, NY 10018		PC	Education Improvement	15,000
Ecological Society of America	1990 M Street, NW, Suite 700 Washington, DC 20036		PC	Environment Conservation	2,500

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Ecology Project International	315 South 4th Street East Missoula, MT 59801		PC	General Operations - Mexico	200,000
EdBuild, Inc.	140 Bay Street, Suite 2 Jersey City, NJ 07302		PC	Education Improvement	503,064
EdChoice, Inc.	Tower, 111 Monument Circle, Suite 2650 Indianapolis, IN 46204		PC	Education Improvement	364,000
EdFit Indiana	7007 Royal Oakland Dr. Indianapolis, IN 46236		PC	Education Improvement	90,000
Edgewood Center for Children and Families	1801 Vicente Street San Francisco, CA 94116		PC	Community Outreach & Improvement	1,000
Edison School of the Arts, Inc.	777 S White River Pkway W. Drive Indianapolis, IN 46221		PC	Education Improvement	325,000
Editorial Projects in Education, Inc.	6935 Arlington Road, Suite 100 Bethesda, MD 20814		PC	Education Improvement	280,000
Educate78	2323 Broadway Oakland, CA 94612		PC	Education Improvement	1,290,000
Education First Consulting, LLC	P.O. Box 22871 Seattle, WA 98122-0871		NC	Education Improvement	30,000
Education for Change	303 Hegenberger, Suite 301 Oakland, CA 94621		PC	Education Improvement	200,000
Education Forward DC	1805 7th Street NW 6th Floor Washington, DC 20001		PC	Education Improvement	2,775,533
Education Pioneers, Inc.	76 Canal Street Suite 200 Boston, MA 02114		PC	Education Improvement	849,592
Education Reform Now, Inc.	222 Broadway, 19th Floor New York, NY 10038		PC	Education Improvement	1,750,000
Education Resource Strategies, Inc.	480 Pleasant Street Suite C-200 Watertown, MA 02472		PC	Education Improvement	62,500
Education Service Center Region 13	5701 Springdale Road Austin, TX 78723		PC	Education Improvement	75,000
Education Writers Association	3516 Connecticut Avenue, NW Washington, DC 20008		PC	Education Improvement	464,300
Educational Commission of the States	700 Broadway, Suite 810 Denver, CO 80203		PC	Education Improvement	89,858
Educators for Excellence	80 Pine Street, 28th Floor New York, NY 10005		PC	Education Improvement	1,495,000
EdVoice Institute for Research and Education	1107 9th Street, #680 Sacramento, CA 95814		PC	Education Improvement	470,000
Einstein Charter School	4801 Maid Marion Drive New Orleans, LA 70128		GOV	Education Improvement	42,209
EL Education, Inc.	247 West 35th Street, 8th Floor New York, NY 10001		PC	Education Improvement	718,000
Elementary Institute of Science	608 51st Street San Diego, CA 92114		PC	Education Improvement	55,000
Elementary School for Education Innovation	PO Box 2468 Lubbock, TX 79408		GOV	Education Improvement	325,000
Elgin Charter School Initiative	17 Douglas Ave Elgin, IL 60120		PC	Education Improvement	325,000
Empower Community High School	2015 East 26th Avenue Denver, CO 80205		GOV	Education Improvement	325,000
Empower Illinois	200 North LaSalle Street Suite 2310 Chicago, IL 60601		PC	Education Improvement	510,000
Empower Schools, Inc.	24 School Street, 3rd Floor Boston, MA 02108		PC	Education Improvement	500,000
Enactus	1959 East Kerr Street Springfield, MO 65803-4775		PC	Expanding Philanthropy	150,000
Endeavor Foundation	800 Founders Park Drive Springdale, AR 72762		PC	Community Outreach & Improvement	61,681
Endeavor Global, Inc.	900 Broadway Suite 301 New York, NY 10003		PC	Community Improvement	800,000
Enroll Indy, Inc.	120 E. Walnut Street Indianapolis, IN 46204		PC	Education Improvement	200,000
Enterprise Community Partners, Inc.	70 Corporate Center 11000 Broken Land Parkway, Suite 700 Columbia, MD 21044		PC	Community Outreach & Improvement	300,000
Environment Colorado Research and Policy Center, Inc.	1543 Wazee St., Ste. 400 Denver, CO 80202		PC	Environment Conservation	10,000
Environmental Defense Fund, Inc.	257 Park Avenue South New York, NY 10010		PC	River Conservation	11,777,257
Environmental Justice Foundation	1 Amwell Street London, United Kingdom, EC1R 1UL		NC	Ocean Conservation	275,000

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Environmental Law and Policy Center of the Midwest	35 East Wacker Drive, Suite 1600 Chicago, IL 60601-2110		PC	Environment Conservation	325,000
Environmental Law Institute, Inc.	1730 M St., NW, Suite 700 Washington, DC 20036		PC	Coastal Restoration	225,000
Environmental Working Group	1436 U Street NW, Suite 100 Washington, DC 20009		PC	River Conservation	125,730
Envision Education, Inc.	111 Myrtle Street Suite 203 Oakland, CA 94607		PC	Education Improvement	325,000
Ernst & Young LLP	50 Rowes Wharf, 6th Fl Boston, MA 02110		NC	Education Improvement	390,000
Eureka Springs Parks and Recreation Commission	532 Spring Street Eureka Springs, AR 72632		GOV	Community Outreach & Improvement	80,879
Excellent Education Development	11858 LaGrange Avenue, 2nd Floor Los Angeles, CA 90025		PC	Education Improvement	75,000
EXODUS LIFE	3700A West 65th Street Little Rock, AR 72209		PC	Community Outreach & Improvement	20,000
Families Empowered	7447 Harwin Dr Suite 246 Houston, TX 77036		PC	Education Improvement	1,539,500
Families Helping Families of Southeast Louisiana, Inc.	7240 Crowder Blvd Suite 202 New Orleans, LA 70127		PC	Education Improvement	50,000
Families in Schools	1545 Wilshire Blvd #700 Los Angeles, CA 90017		PC	Education Improvement	5,000
Family Star, Inc.	2246 Federal Blvd. Denver, CO 80211		PC	Community Outreach & Improvement	340,000
FamilyFarmed	171 N. Humphrey Oak Park, IL 60302		PC	Community Outreach & Improvement	250,000
Farm Journal Agricultural Foundation	401 9th Street, NW Washington, DC 20004		PC	River Conservation	75,000
Farm Journal Inc	1600 Market Street Suite 1530 Philadelphia, PA 19103		NC	River Conservation	100,000
Fathers Incorporated	2394 Mt. Vernon Road STE 210 Dunwoody, GA 30338		PC	Education Improvement	25,000
Federal City Council	Committee on Public Education 1155 15th Street, N.W., Suite #300 Washington, DC 20005		PC	Education Improvement	122,050
Fellowship BMEC, Inc.	d/b/a The Fellowship: BME's for Social Justice 515 N. 39th St. Philadelphia, PA 19104		PC	Education Improvement	25,000
Fellowship of Christian Athletes	P.O. Box 434 Lowell, AR 72745		PC	Community Outreach & Improvement	5,000
Femcliff Camp and Conference Center	1720 Femcliff Road Little Rock, AR 72223-9977		PC	Community Outreach & Improvement	10,000
Field to Market	777 N. Capitol Street NE, Suite 802 Washington, DC 20002		PC	River Conservation	278,500
First Descents	3001 Brighton Blvd Suite 623 Denver, CO 80216		PC	Community Outreach & Improvement	125,000
First Nations Development Institute	2432 Main St Flr 2 Longmont, CO 80501		PC	Community Outreach & Improvement	90,472
FishChoice, Inc.	P.O. Box 531 Fort Collins, CO 80522		PC	Ocean Conservation	330,000
Fishery Networks Limited	Blk 712 Pasir Ris St. 72 #15-47 Singapore, 510712		NC	Ocean Conservation	124,815
Fistula Foundation	1922 The Alameda Suite 302 San Jose, CA 95126		PC	Community Outreach & Improvement	50,000
Folk School of Fayetteville, Inc.	865 N Lewis Fayetteville, AR 72701		PC	Art & Culture	512,240
Fondo Mexicano para la Conservacion de la Naturaleza, A.C.	Calle Damas No. 49 Col. San Jose Insurgentes 03900 Mexico, D.F.,		PC	Ocean Conservation	100,000
Forecast Public Artworks	2300 Myrtle Avenue Suite 160 Saint Paul, MN 55114		PC	Art & Culture	101,161
Forever Our Rivers Foundation	601 Rambling Road Grand Junction, CO 81507		PF	River Conservation	74,915
Fort Worth Art Association dba Modern Art Museum of Fort Worth	3200 Darnell Street Fort Worth, TX 76107		PC	Art & Culture	35,000
Fort Worth Symphony Orchestra Association, Inc.	330 E. 4th St Ste 200 Fort Worth, TX 76102		PC	Art & Culture	50,000
Fort Worth Zoological Association, Inc.	1989 Colonial Parkway Fort Worth, TX 76110		PC	Community Outreach & Improvement	500,000
Forward Arkansas	116 Ottenheimer Plaza, Suite 3 Little Rock, AR 72201		PC	Education Improvement	675,000
Foundation for Excellence in Education, Inc.	215 S. Monroe Street, Suite 420 Tallahassee, FL 32301		PC	Education Improvement	2,872,673

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Foundation for Louisiana	4354 S. Sherwood Forest Blvd., Suite 100 Baton Rouge, LA 70816		PC	Coastal Restoration	32,500
Frank and Barbara Broyles Legacy Foundation	3810 N. Front St., Suite #3 Fayetteville, AR 72703		PC	Health & Wellness	1,200
Friends of Arkansas Singletrack	350 Pea Ridge Rd. Pineville, MO 64856		PC	Community Outreach & Improvement	26,905
Friends of Choice In Urban Schools	1436 U Street N.W. Suite 204 Washington, DC 20009		PC	Education Improvement	12,000
Friends of the Chicago River	411 S. Wells St., Suite 800 Chicago, IL 60607		PC	Community Outreach & Improvement	20,000
Friends of the Palo Alto Junior Museum and Zoo	1451 Middlefield Road Palo Alto, CA 94301		PC	Community Outreach & Improvement	1,000
Friends of the Verde River Greenway	PO Box 2535 Cottonwood, AZ 86326		PC	River Conservation	700,480
Friendship Community Care, Inc.	920 University Drive P. O. Box 2109 Russellville, AR 72811		PC	Community Outreach & Improvement	24,856
Friendship Education Foundation	1351 Nicholson St NW Washington, DC 20011		PC	Education Improvement	1,554,000
Fuller Theological Seminary	Office of Development 135 N. Oakland Avenue Pasadena, CA 91182		PC	Religion	10,000
Fulton Atlanta Community Action Authority Inc	1690 Chantilly Drive NE Atlanta, GA 30324		PC	Education Improvement	30,000
Fundación Geute Conservación Sur	Independencia 050, Office 4 Puerto Varas, 5550000		NC	Ocean Conservation	200,000
Fundación Terram	Av. Bustamante 24 dpto I Santiago, Chile,		NC	Ocean Conservation	100,000
Fuse Box Austin	2023 E. Cesar Chavez St Austin, TX 78702		PC	Community Improvement	122,000
Gals the Girls Athletic Leadership Schools	750 Galapago Street Denver, CO 80204		PC	Education Improvement	300,000
Generation Schools Network	455 Sherman Street, Suite 120 Denver, CO 80203		PC	Education Improvement	205,500
Genesys Works	8230 Leesburg Pike Ste 720 Vienna, DC 22182		PC	Education Improvement	60,000
George Washington University	Office of Sponsored Programs 2121 I ST NW, Suite 601 Washington, DC 20052		PC	Education Improvement	278,154
Georgetown University	37th & O Streets, NW Washington, DC 20057-1253		PC	Education Improvement	493,069
Georgia Center for Opportunity, Inc.	333 Research Court Suite 210 Norcross, GA 30092		PC	Education Improvement	75,000
Georgia Charter Schools Association, Inc.	211 Perimeter Center Parkway, Suite 1000 Atlanta, GA 30346		PC	Education Improvement	823,109
Georgia Public Policy Foundation, Inc.	3200 Cobb Galleria Parkway Suite 214 Atlanta, GA 30339		PC	Education Improvement	75,000
Gideons International	P.O. Box 1211 Bentonville, AR 72712		PC	Religion	1,000
Gila Watershed Partnership of Arizona	P.O. Box 1614 Thatcher, AZ 85552		PC	River Conservation	450,000
Girl Scouts - Diamonds of Arkansas Oklahoma and Texas	Fayetteville Regional Office 2080 East Joyce Boulevard Fayetteville, AR 72703		PC	Community Outreach & Improvement	30,000
GiveDirectly, Inc.	Church Street Station P.O. Box 3221 New York, NY 10008		PC	Community Outreach & Improvement	10,000
GivePower Foundation	8781 Sierra College Boulevard Roseville, CA 95661		PC	Disaster Relief	11,600
Global Fishing Watch, Inc.	1025 Connecticut Avenue, NW, Suite 200 Washington, DC 20036		PC	Ocean Conservation	692,070
Global Greengrants Fund, Inc.	2840 Wildemess Place, Suite A Boulder, CO 80301		PC	Ocean Conservation	200,000
GlobalGiving	1110 Vermont Ave., NW Suite 550 Washington, DC 20005		PC	Community Outreach & Improvement	10,000
Go Public Schools	134 Linden Street Oakland, CA 94607		PC	Education Improvement	250,000
Good Reason Houston, Inc.	3131 Eastside St. Suite 100 Houston, TX 77098		PC	Education Improvement	275,000
GOODProjects	1440 G Street NW Washington, DC 20005		PC	Community Outreach & Improvement	118,500
Grand River Dam Authority	9933 E 16th Street Tulsa, OK 74128		GOV	Environment Conservation	250,000
Grand Staircase-Escalante Partners, Inc.	310 S. 100 East, #7 PO Box 53 Kanab, UT 84741		PC	River Conservation	650,757

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Grand View Group Consulting	600 Cameron Street Suite 309 Alexandria, VA 22314		NC	River Conservation	87,500
Grantmakers for Education	851 SW 6th Avenue, Suite 350 Portland, OR 97204		PC	Education Improvement	50,000
Grantmakers for Effective Organizations	1310 L Street NW, Suite 650 Washington, DC 20005		PC	Expanding Philanthropy	58,000
Grantmakers in the Arts	522 Courtlandt Avenue, 1st Floor Bronx, NY 10451		PC	Art & Culture	10,000
Great Hearts America-Texas	824 Broadway St STE 101 San Antonio, TX 78215		PC	Education Improvement	295,000
Great Public Schools Now	1150 S. Olive Street Suite 1325 Los Angeles, CA 90015		PC	Education Improvement	2,140,000
Great School Choices, Inc.	342 E. 119th St., Ste. 3A New York, NY 10035		PC	Education Improvement	75,000
Great Work Montessori School	5429 W. Center Ave. Lakewood, CO 80226		GOV	Education Improvement	100,000
Greater Kansas City Community Foundation	1055 Broadway, Ste 130 Kansas City, MO 64105		PC	Education Improvement	4,000,000
Greater New Orleans Development Foundation	1100 Poydras Street, Suite 3475 New Orleans, LA 70163		PC	Environment Conservation	350,000
GreatSchools	1999 Harrison Street, Suite 1100 Oakland, CA 94612		PC	Education Improvement	2,000,000
GreenLatinos	801 Pennsylvania Ave. NW, Suite 1010 Washington, DC 20004		PC	Environment Conservation	10,000
Griot Arts, Inc.	278 Sunflower Ave Clarksdale, MS 38614		PC	Art & Culture	115,000
GSV Summit, LLC	875 N. Michigan Avenue, Suite 3520 Chicago, IL 60611		NC	Education Improvement	250,000
Gulf Restoration Network	330 Carondelet Street 3rd Floor New Orleans, LA 70130		PC	Coastal Restoration	75,000
Habitat for Humanity Greater San Francisco	500 Washington Street Ste. 250 San Francisco, CA 94111		PC	Housing, Shelter & Food	10,000
Hampden Charter School of Science-West	20 Johnson Rd Chicopee, MA 01022		GOV	Education Improvement	325,000
Happy Hill Farm Children's Home, Inc.	3846 N. Hwy. 144 Granbury, TX 76048		PC	Community Outreach & Improvement	20,000
Harriet Tubman School of Science and Tech	5616 Jamerson Drive Atlanta, GA 30349		NC	Education Improvement	325,000
HATCH Accelerator Holding, Ltd.	7/8 Liberty Street, Centre, Cork, T12 T85H Ireland,		NC	Environment Conservation	125,310
Head and Heart Philanthropy	5111 Telegraph 146 Oakland, CA 94609		NC	Education Improvement	135,000
Heifer Project International, Inc.	1 World Avenue Little Rock, AR 72202		PC	Health & Wellness	140,930
Hendrix College	1600 Washington Ave. Conway, AR 72032		PC	Education Improvement	500,000
Heritage Foundation	214 Massachusetts Ave., NE Washington, DC 20002		PC	Education Improvement	205,000
Herring Gut Learning Center	PO Box 286 59 Factory Road Port Clyde, ME 04855		PC	Community Outreach & Improvement	10,000
High Country Conservation Advocates	P.O. Box 1066 Crested Butte, CO 81224		PC	River Conservation	75,302
High Hopes Colorado	1801 California St. Suite 2400 Denver, CO 80202		PC	Education Improvement	325,000
High Tech High Graduate School of Education	2150 Cushing Road San Diego, CA 92106		PC	Education Improvement	1,553,331
Hindu Association of Northwest Arkansas	PO Box #262 Bentonville, AR 72712		PC	Community Outreach & Improvement	15,000
Hispanic Womens Organization of Arkansas	PO Box 6132 Springdale, AR 72766		PC	Community Outreach & Improvement	34,000
Hispanics in Philanthropy	414 13th Street, Suite 200 Oakland, CA 94612		PC	Expanding Philanthropy	15,000
Historic Preservation Alliance of Arkansas, Inc.	P.O. Box 305 Little Rock, AR 72203		PC	Community Outreach & Improvement	2,000
Hoffman Institute Foundation	1299 Fourth Street, 6th Floor San Rafael, CA 94901		PC	Community Outreach & Improvement	12,000
Hoover Institution, Stanford University	434 Galvez Mall Stanford, CA 94305-6010		PC	Education Improvement	173,000
Hope Women's Shelter, Inc.	P.O. Box 1650 Mineral Wells, TX 76068		PC	Community Outreach & Improvement	20,000

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Horses for Healing, Inc.	14673 Daniels Road Bentonville, AR 72712		PC	Community Outreach & Improvement	22,000
Hot Springs Advertising and Tourist Promotion Commission	134 Convention Boulevard Hot Springs, AR 71901		GOV	Community Outreach & Improvement	324,211
House of Songs Alliance	702 Rio Grande St. Attn: James Kelly Austin, TX 78701		PC	Art & Culture	500,000
IDEA Public Schools	2115 W. Pike Blvd. Westlaco, TX 78596		PC	Education Improvement	571,800
IEG Inc.	5405 E 33rd Avenue Denver, CO 80207		PC	Community Outreach & Improvement	60,000
IFF	333 South Wabash Ave., Suite 2800 Chicago, IL 60604		PC	Education Improvement	363,557
Illinois Network of Charter Schools	150 N Michigan Ave, Suite 430 Chicago, IL 60601		PC	Education Improvement	1,250,000
Illinois River Watershed Partnership	PO Box 205 Cave Springs, AR 72718		PC	River Conservation	1,425,384
Illinois Stewardship Alliance	230 Broadway St., Suite 200 Springfield, IL 62701		PC	River Conservation	163,500
ImpactAssets, Inc.	7315 Wisconsin Ave., Suite 1000W Bethesda, MD 20814		PC	Ocean Conservation	1,120,000
Indaba Education Fund, Inc.	275 Madison Avenue Suite 1711 New York, NY 10016		PC	Education Improvement	475,000
Independence Institute	727 East 16th Ave. Denver, CO 80203		PC	Education Improvement	125,000
Independent Sector	1602 L Street NW Washington, DC 20036		PC	Expanding Philanthropy	15,000
Independent Womens Forum	1300 I Street NW Suite 400E Washington, DC 20005		PC	Education Improvement	75,000
Indianapolis Public Schools	120 E. Walnut St. Indianapolis, IN 46204		GOV	Education Improvement	1,250,000
Innovate Public Schools	1400 Parkmoor Avenue, Suite 240 San Jose, CA 95126		PC	Education Improvement	1,125,000
Innovation Network, Inc.	1625 K Street NW, Suite 1050 Washington, DC 20006		PC	Expanding Philanthropy	50,000
Inquilinos Boricuas en Accion, Inc.	405 Shawmut Ave Boston, MA 02118		PC	Education Improvement	25,000
Inspiration Point Fine Arts Colony, Inc. d/b/a Opera in the Ozarks	P.O. Box 127 Eureka Springs, AR 72632		PC	Art & Culture	89,200
InspireNOLA Charter Schools	3520 General De Gaulle Dr., Suite 4040 New Orleans, LA 70114		PC	Education Improvement	210,500
Institute Deliverology Indonesia	Menara Rajawali, Level 7 - 1, Jl. DR Ide Anak Agung Gde Agung Jakarta Raya, Indonesia, 12950		NC	Ocean Conservation	225,000
Institute for Humane Studies	George Mason University 3301 N. Fairfax Drive, Suite 440 Arlington, VA 22201-4432		PC	Community Outreach & Improvement	40,000
Institute for Journalism & Natural Resources	PO Box 1996 Missoula, MT 59806		PC	Environment Conservation	175,000
Institute For Justice	901 North Glebe Road Suite 900 Arlington, VA 22203		PC	Education Improvement	500,000
Institute for Quality Education, Inc.	101 W. Ohio Street, Suite 700 Indianapolis, IN 46204		PC	Education Improvement	500,000
Institute for Strategic and Equitable Development	600 West 116th Street, #7D New York, NY 10027		PC	Expanding Philanthropy	25,000
Instituto de Fomento Pesquero	Blanco 839 Valparaíso Región de Valparaíso,		NC	Ocean Conservation	150,000
Instituto Nueva Escuela	1101 Ave. Ponce de Leon Rio Pedras, Puerto Rico,		PC	Education Improvement	430,000
Interfaith Education Fund, Inc.	1106 Clayton Lane, Suite 120W Austin, TX 78723		PC	Education Improvement	50,000
International Center for Living Aquatic Resources Management	Jalan Batu Maung Batu Maung 11960 Bayan Lepas Penang,		NC	Environment Conservation	200,000
International Community Foundation	2505 N Avenue National City, CA 91950		PC	Environment Conservation	116,218
International Conservation Caucus Foundation	1200 Potomac Street, NW Washington, DC 20007		PC	Environment Conservation	272,916
International Mountain Bicycling Association	PO Box 20280 Boulder, CO 80308		PC	Community Outreach & Improvement	270,738
International Mountain Bicycling Association	4888 Pearl East Circle Suite 200E Boulder, CO 80301-2491		PC	Community Outreach & Improvement	438,433
International Pole & Line Foundation	1 London Street Reading, RG1 4QW		NC	Ocean Conservation	550,000

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International Seafood Sustainability Foundation	1440 G Street NW Washington, DC 20005		PC	Ocean Conservation	100,000
Iowa Environmental Council	521 E. Locust St., Suite 220 Des Moines, IA 50309		PC	River Conservation	160,000
Iowa State University of Science and Technology	Office of Sponsored Programs Administration 1138 Pearson Hall Ames, IA 50011-2207		PC	River Conservation	167,213
Izaak Walton League of America, Inc.	707 Conservation Lane Gaithersburg, MD 20878		PC	River Conservation	150,000
Jack and Jill of America Foundation, Inc.	1930 17th St. NW Washington, DC 20009		PC	Education Improvement	50,000
Jackson Hole Community School	P.O. Box 6787 Jackson, WY 83002-6767		PC	Education Improvement	22,500
James B. Hunt, Jr. Institute for Educational Leadership & Policy	1000 Park Forty Plaza, Suite 280 Durham, NC 27713		PC	Education Improvement	325,000
Jones Center for Families, Inc.	922 E. Emma Avenue Springdale, AR 72764		PC	Community Improvement	245,000
Jones Trust	922 E. Emma Avenue Springdale, AR 72764		POF	Community Improvement	50,000
Juan Domingo en Accion, Inc.	1353 Ave. Luis Vigoreaux, PMB 674 Guaynabo, Puerto Rico, 00966		PC	Education Improvement	220,000
Junior Achievement of Georgia, Inc.	460 Abernathy Road NE Atlanta, GA 30328		PC	Education Improvement	250,000
Junior Auxiliary of Rogers- Bentonville Arkansas, Inc.	P.O. Box 52 Rogers, AR 72757-0052		PC	Community Outreach & Improvement	2,000
Kansas City Teacher Residency, Inc.	415 Delaware St. Suite 4E Kansas City, MO 64105		PC	Education Improvement	421,040
Keres Children's Learning Center	P.O. Box 113 Cochiti Pueblo, NM 87072		PC	Education Improvement	85,000
Keystone Center	1628 Sts John Road Keystone, CO 80435		PC	Environment Conservation	250,000
Kimbell Art Foundation	3333 Camp Bowie Boulevard Fort Worth, TX 76107-2792		POF	Art & Culture	40,000
Kindred, Inc.	3431 Oakwood Ter NW Washington, DC 20010		PC	Education Improvement	200,000
KIPP Colorado Schools	1390 Lawrence Street, 2nd Floor Denver, CO 80204		PC	Education Improvement	319,248
KIPP Delta Public Schools	415 Ohio Street Helena, AR 72342		PC	Education Improvement	1,034,688
KIPP Foundation	135 Main Street, Suite 1700 San Francisco, CA 94105		PC	Education Improvement	6,081,500
KIPP Metro Atlanta Collaborative, Inc.	504 Fair Street, SW Atlanta, GA 30313		PC	Education Improvement	10,000
KIPP Texas, Inc.	731 Fredricksburg San Antonio, TX 78201		PC	Education Improvement	100,000
KIPP, Inc. aka KIPP Houston Public Schools	10711 KIPP Way Houston, TX 77099		PC	Education Improvement	60,000
Kitamba Management, Inc.	300 Broadacres Drive, Suite 150 Bloomfield, NJ 07003		NC	Education Improvement	524,000
La Plaza, Inc.	8902 E 38th Street Indianapolis, IN 46226		PC	Education Improvement	200,000
LA Promise Fund	202 W 1st St., Suite 160 Los Angeles, CA 90015		PC	Education Improvement	125,000
Ladies AllRide	2285 NW Torrey Pines Dr. Bend, OR 97703		NC	Community Outreach & Improvement	6,000
Lake County School District	107 Spruce Street Leadville, CO 80461		GOV	Education Improvement	230,000
Lake Pontchartrain Basin Foundation	P.O. Box 6965 Metairie, LA 70009		PC	Environment Conservation	664,300
Land Stewardship Project	821 E 35th Street, Suite 200 Minneapolis, MN 55407		PC	River Conservation	200,000
Larchmont Charter School	444 N Larchmont Blvd, #207 Los Angeles, CA 90004		PC	Education Improvement	75,000
Lashon Academy - City	644 N Fuller Ave. Suite 220 Los Angeles, CA 90036		GOV	Education Improvement	325,000
Latinos for Education, Inc.	275 Payson Road Belmont, MA 02478		PC	Education Improvement	267,000
Lawyers' Committee for Civil Rights Under Law	1401 New York Avenue NW Suite 400 Washington, DC 20005		PC	Education Improvement	215,000
Learning Rights Law Center	205 S Broadway, Ste 808 Los Angeles, CA 90012		PC	Education Improvement	74,861

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Legacy Traditional School - Phoenix	3201 S. Gilbert Rd Bldg A 85286 Chandler, AZ 85286		GOV	Education Improvement	100,000
Leman Academy of Excellence - Sierra Vista	1000 E Wilcox Drive Sierra Vista, AZ 85635		GOV	Education Improvement	200,000
Lena Pope Home	3200 Sanguinet Fort Worth, TX 76107		PC	Education Improvement	176,467
Level Field Charter Partners, LLC	3752 Jocelyn ST., NW 20015 Washington, DC 20015		NC	Education Improvement	75,000
Lewis and Clark Community College	5800 Godfrey Road Godfrey, IL 62035		GOV	River Conservation	350,000
Life Styles Foundation, Inc.	P.O. Box 1114 Fayetteville, AR 72702		PC	Community Outreach & Improvement	2,000
LightHawk	P.O. Box 2710 Telluride, CO 81435		PC	River Conservation	50,000
Lincoln Center for the Performing Arts, Inc.	70 Lincoln Center Plaza New York, NY 10023		PC	Art & Culture	50,000
Lincoln Institute of Land Policy	11010 N. Tatum Boulevard, Suite D101 Phoenix, AZ 85028		POF	Environment Conservation	97,500
Literacy Council of Benton County, Inc.	205 NW A Street Bentonville, AR 72712		PC	Community Outreach & Improvement	5,000
Little Scholars of Arkansas Foundation dba LISA Academy	10825 Financial Centre Pkwy., Suite 360 Little Rock, AR 72211		PC	Education Improvement	500,000
Local Initiatives Support Corporation	501 7th Avenue, 7th Floor New York, NY 10018		PC	Education Improvement	100,000
Los Angeles Urban League	4401 Crenshaw Blvd. Suite 201 Los Angeles, CA 90043		PC	Education Improvement	49,795
Louisiana Association of Public Charter Schools	PO Box 24807 New Orleans, LA 70184-4807		PC	Education Improvement	570,184
Loyola Marymount University	1 LMU Dr. Los Angeles, CA 90045		PC	Education Improvement	5,000
Lucile Packard Foundation for Children's Health	400 Hamilton Avenue, Suite 340 Palo Alto, CA 94301		PC	Health & Wellness	10,000
Ludacris Foundation	3645 Market Place Blvd Suite 130 - 318 East Point, GA 30344		PC	Education Improvement	60,000
Lumin Education	924 Wayne Street Dallas, TX 75223		PC	Education Improvement	300,238
Made in Brownsville Inc	47 Belmont Ave. Brooklyn, NY 11212		PC	Community Outreach & Improvement	10,000
Magnolia Education and Research Foundation	250 E 1st Street Suite 1500 Los Angeles, CA 90012		PC	Education Improvement	200,000
Main Street Rogers, Inc.	301 W Chestnut Street Rogers, AR 72756		PC	Art & Culture	40,000
Map Academy Charter School	5 Main St. Ext. Suite 304 Plymouth, MA 02360		GOV	Education Improvement	225,000
Mapleton Education Foundation	7350 N. Broadway Denver, CO 80221		PC	Education Improvement	64,886
Marian University	3200 Cold Spring Road Indianapolis, IN 46222		PC	Education Improvement	700,000
Marine Change Limited	2406, 9 Queens Road Hong Kong, China,		NC	Ocean Conservation	100,000
Marine Stewardship Council	1 Snow Hill London, England, EC1A2DH		PC	Ocean Conservation	2,630,000
Marquette University	PO Box 1881 1618 W. Wells Milwaukee, WI 53201		PC	Education Improvement	373,850
Mary McLeod Bethune Elementary Charter School	2401 Humanity Street New Orleans, LA 70122		GOV	Education Improvement	325,000
Massachusetts Business Alliance for Education, Inc.	400 Atlantic Avenue Boston, MA 02110		PC	Education Improvement	150,000
Massachusetts Charter Public School Association, Inc.	43 Broad Street, Suite C401 Hudson, MA 01749		PC	Education Improvement	874,500
Massachusetts General Hospital	55 Fruit Street Boston, MA 02114-2696		PC	Education Improvement	66,787
Massachusetts Museum of Contemporary Art Foundation, Inc.	1040 Mass Moca Way North Adams, MA 01247		PC	Art & Culture	300,000
Massachusetts Parents United, Inc.	31 Union Square Somerville, MA 02143		PC	Education Improvement	500,000
MDRC	16 E 34th Street 19th floor New York, NY 10016		PC	Education Improvement	311,135
Memorial University of Newfoundland	230 Elizabeth Ave St John's, NL, Canada A1C 5S7,		NC	Ocean Conservation	55,000



Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Memphis Lift Parent Institute	1637 Britton Street Memphis, TN 38108		PC	Education Improvement	375,000
Mercury Public Affairs, LLC	200 Varick Street Suite 600 New York, NY 10014-4809		NC	Education Improvement	75,000
Mercy Health Foundation Northwest Arkansas	2710 S. Rife Medical Lane Rogers, AR 72758		PC	Health & Wellness	20,000
Meridian Institute	P.O. Box 1829 105 Village Place Dillon, CO 80435		PC	Environment Conservation	1,773,536
Mesa County Land Conservancy Inc. dba Colorado West Land Trust	1006 Main St Grand Junction, CO 81501		PC	River Conservation	74,951
Metro Bicycle Coalition	2100 Oretha Castle Haley Blvd. New Orleans, LA 70113		PC	Connect the Crescent	30,000
Metropolitan Museum of Art	1000 5th Ave New York, NY 10028		PC	Art & Culture	25,000
Mid-America Arts Alliance	2018 Baltimore Kansas City, MO 64108		PC	Art & Culture	250,000
Midpeninsula Regional Open Space District	330 Distel Circle Los Altos, CA 94022-1404		GOV	Environment Conservation	5,000
Mighty River Rising	850 Ridge Lake Blvd Memphis, TN 38120		PC	Community Improvement	775,300
Migration Policy Institute	1400 16th St., Suite 300 Washington, DC 20036		PC	Education Improvement	300,000
Mile High Strategies, LLC- Not Eligible for Grant	2525 15th Street, Suite 2C Denver, CO 80211		NC	Education Improvement	500,000
MilesHemdon	55 Monument Circle #701 Indianapolis, IN 46204		NC	Education Improvement	43,500
Millwood Enrichment Foundation	6724 Martin Luther King Ave Oklahoma City, OK 73111		PC	Education Improvement	45,000
Mission Investors Exchange, Inc.	107 Spring Street Seattle, WA 98104		PC	Expanding Philanthropy	65,000
Mississippi First, Inc.	125 S. Congress Street, Suite 1510 Jackson, MS 39201		PC	Education Improvement	150,000
Mississippi News and Information Corp dba Mississippi Today	750 Woodlands Parkway Suite 100 Ridgeland, MS 39157		PC	Education Improvement	112,500
Mississippi Public School Consortium for Educational Access	110 Commerce Loop Forest, MS 39074		NC	Education Improvement	53,269
Mississippi River Cities & Towns Initiative	1520 Market Street Suite 2000 St. Louis, MO 63103		PC	River Conservation	250,000
Mississippi State University	Office of Sponsored Projects 129 Etheredge Hall Mississippi State, MS 39762-9656		PC	River Conservation	125,000
Mississippi's Lower Delta Partnership	P.O. Box 214 Rolling Fork, MS 39159		PC	River Conservation	75,000
Mobile Baykeeper, Inc.	450-C Government St. Mobile, AL 36602		PC	Coastal Restoration	60,000
Mongabay.org Corporation dba Mongabay.org	PO Box 0291 Menlo Park, CA 94026-0291		PC	Ocean Conservation	92,287
Monterey Bay Aquarium Foundation	886 Cannery Row Monterey, CA 93940		PC	Environment Conservation	330,000
Montessori For All, Inc.	5100 Pecan Brook Drive Austin, TX 78724		PC	Education Improvement	313,500
Montessori Training and Research Center of Dallas dba Montessori Institute of North Texas	13612 Midway Road Suite 292 Dallas, TX 75244		PC	Education Improvement	105,000
Montessori Training Center of Minnesota, Inc.	1611 Ames Avenue St. Paul, MN 55106		PC	Education Improvement	200,000
Montessori Training Center of St. Louis, Inc.	3854 Washington Blvd St. Louis, MO 63108		PC	Education Improvement	50,000
Moonshot Edventures	3461 Ringsby Ct Suite 315 Denver, CO 80216		PC	Education Improvement	517,848
Mountain Studies Institute Inc	679 E. 2nd Avenue Unit 8 Durango, CO 81301		PC	Environment Conservation	149,042
Mountain Village Montessori Charter School	27285 Brandon Circle Steamboat Springs, CO 80488		GOV	Education Improvement	68,000
Multicultural Alliance	500 West 7th Street, Suite 1707, Unit #15 Fort Worth, TX 76102		PC	Community Outreach & Improvement	10,000
Museum of Contemporary Art-Denver	1485 Delgany Street Denver, CO 80202		PC	Art & Culture	90,000
Museum of Modern Art	11 West 53 Street New York, NY 10019		PC	Art & Culture	38,000
Museum of Native American History, Inc.	202 SW D St Bentonville, AR 72712		POF	Community Outreach	40,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
N3xtoon	11535 Lower Azusa Rd No B El Monte, CA 91732		PC	Education Improvement	20,000
NACA-Inspired Schools Network	1000 Indian School Rd NW Albuquerque, NM 87104		PC	Education Improvement	291,730
Nashville Classical Charter School	1310 Ordway Place Nashville, TN 37206		GOV	Education Improvement	325,000
National Alliance for Public Charter Schools	1101 15th Street NW, Suite 1010 Washington, DC 20005		PC	Education Improvement	4,005,694
National Association for the Advancement of Colored People	4805 Mount Hope Drive Baltimore, MD 21215-3297		PC	Expanding Philanthropy	50,000
National Association of Black Journalists	1100 Knight Hall, Suite 3100 College Park, MD 20742		PC	Education Improvement	65,000
National Association of Charter School Authorizers	105 W. Adams Street, Suite 1900 Chicago, IL 60603-6253		PC	Education Improvement	2,150,000
National Association of Hispanic Journalists	1050 Connecticut Ave, NW 5th Floor Washington, DC 20036		PC	Expanding Philanthropy	25,000
National Association of State Boards of Education	333 John Carlyle Drive, Suite 530 Alexandria, VA 22314		PC	Education Improvement	184,484
National Audubon Society, Inc.	225 Varick Street, 7th Floor New York, NY 10014		PC	Coastal Restoration	4,075,511
National Caucus of Environmental Legislators	1228 1/2 31st Street NW Suite 110 Washington, DC 20007		PC	River Conservation	75,000
National Center for Family Philanthropy, Inc.	1667 K Street, NW Suite 550 Washington, DC 20006		PC	Expanding Philanthropy	10,000
National Center for Learning Disabilities, Inc.	32 Laight Street New York, NY 10013		PC	Education Improvement	400,000
National Center for Special Education in Charter Schools, Inc.	420 Lexington Avenue Suite 300 New York, NY 10170		PC	Education Improvement	440,570
National Charter Collaborative	605 SW 108th Street 98146 Seattle, WA 98146		PC	Education Improvement	263,020
National Christian Foundation, Inc.	11625 Rainwater Drive, Suite 500 Alpharetta, GA 30009		PC	Community Outreach & Improvement	25,000
National Committee for Responsive Philanthropy	1900 L Street NW Suite 825 Washington, DC 20036		PC	Expanding Philanthropy	50,000
National Corn Growers Association Foundation	632 Cepi Drive Chesterfield, MO 63005		PC	River Conservation	370,000
National Council on Teacher Quality	5614 Connecticut Avenue, NW #331 Washington, DC 20015-2604		PC	Education Improvement	460,000
National Fish and Wildlife Foundation	1133 15th Street, NW Suite 1000 Washington, DC 20005		PC	River Conservation	849,249
National Gallery of Art	2000 B South Club Drive Landover, MD 20785		PC	Art & Culture	2,000,000
National Governors Association Center for Best Practices	444 North Capitol Street Suite 267 Washington, DC 20001		PC	Education Improvement	305,000
National Indian Education Association	1516 P St. NW Suite B Washington, DC 20005		PC	Education Improvement	130,000
National Interscholastic Cycling Association	2414 Sixth Street Berkeley, CA 94710		PC	Community Outreach & Improvement	265,000
National Marine Sanctuary Foundation	8601 Georgia Ave., Suite 510 Silver Spring, MD 20910		PC	Ocean Conservation	25,000
National Museum of Women in the Arts, Inc.	1250 New York Avenue, NW Washington, DC 20005-3970		PC	Art & Culture	75,000
National Opinion Research Center	at the University of Chicago 55 East Monroe Street 30th Floor Chicago, IL 60603		PC	Education Improvement	180,081
National Press Foundation Inc	1211 Connecticut Avenue, NW Suite 310 Washington, DC 20036		PC	Ocean Conservation	103,705
National Public Education Support Fund	1900 L Street, NW Suite 520 Washington, DC 20036		PC	Education Improvement	40,000
National Public Radio, Inc.	1111 North Capitol St. NE Washington, DC 20002		PC	Expanding Philanthropy	1,000,000
National Tax Limitation Foundation	1700 Eureka Rd, Ste 150-A Roseville, CA 95661		PC	Law and Justice	1,000
National Urban League, Inc.	80 Pine Street 9th Floor New York, NY 10005		PC	Communications Campaign	282,000
National Wildlife Federation	11100 Wildlife Center Drive Reston, VA 20190-5362		PC	Coastal Restoration	2,967,116
Native American Journalists Association	NAJA - DU Gaylord College 395 W Lindsey St. Norman, OK 73019		PC	Expanding Philanthropy	30,000
Natural Resources Defense Council, Inc.	40 West 20th Street New York, NY 10011		PC	Environment Conservation	400,000

Waiter Family Foundation

FEIN: 13-3441466

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year Ended December 31, 2018

Attachment 18

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Navigator Schools	650 San Benito St Ste 230 Hollister, CA 95023		PC	Education Improvement	325,000
Neighborhood Charter School: Bronx	101 West 81st St #316 New York, NY 10024		GOV	Education Improvement	325,000
Net Impact	1333 Broadway Street, Suite 250 Oakland, CA 94612		PC	Expanding Philanthropy	75,000
New America Foundation	740 15th Street, NW Suite 900 Washington, DC 20036		PC	Education Improvement	62,500
New Generation Festival Limited	35 Stepney Green London, N/A EI 3JX		NC	Community Outreach & Improvement	17,656
New Harmony High Institute	2016 Oretha Castle Haley Blvd New Orleans, LA 70113		PC	Education Improvement	325,000
New Haven Home, Inc.	P.O. Box D Mineral Wells, TX 76068		PC	Community Outreach & Improvement	160,000
New Heights Christian School	11791 Harmony Ln. Bentonville, AR 72712		PC	Education Improvement	60,000
New Jersey Charter Public Schools Association	1 AAA Drive, Suite 206 Hamilton, NJ 08691		PC	Education Improvement	300,000
New Leaders	30 West 26th Street 10th Floor New York, NY 10010		PC	Education Improvement	400,000
New Leaders Council	4005 Wisconsin Ave, NW #39123 Washington, DC 20016		PC	Education Improvement	25,000
New Learning Ventures, Inc.	2701 E Camelback Rd Suite 180 Phoenix, AZ 85016		PC	Education Improvement	187,500
New Legacy Charter High School	2091 N. Dayton Street Aurora, CO 80010		PC	Education Improvement	193,500
New Life Ranch, Inc.	160 New Life Ranch Drive Colcord, OK 74338-9779		PC	Community Outreach & Improvement	25,000
New Orleans Museum of Art	1 Collins Diboll Circle New Orleans, LA 70124		PC	Art & Culture	43,700
New Schools for Baton Rouge	100 Lafayette St 70801 Baton Rouge, LA 70801		PC	Education Improvement	220,000
New Schools for Chicago NFP	21 S. Clark St., Suite 4301 Chicago, IL 60603		PC	Education Improvement	775,000
New Schools for New Orleans, Inc.	1555 Poydras Street, Suite 781 New Orleans, LA 70112		PC	Education Improvement	500,000
New Venture Fund	1201 Connecticut Ave. NW, Suite 300 Washington, DC 20036		PC	Education Improvement	4,524,483
New West Charter School	1905 Armacost Ave Los Angeles, CA 90025		PC	Education Improvement	325,000
New York and Presbyterian Hospital	525 E. 68th St New York, NY 10065		PC	Health & Wellness	50,000
New York University	25 West 4th Street Suite 202 New York, NY 10003		PC	Education Improvement	295,586
NewSchools Venture Fund	1616 Franklin St Second Floor Oakland, CA 94612		PC	Education Improvement	4,658,333
Next Generation Men, Inc.	115 MLK Jr Drive SW Suite 304 Atlanta, GA 30303		PC	Education Improvement	50,000
Nonprofit Finance Fund	28 Second Street Suite 600 San Francisco, CA 94105		PC	Community Outreach & Improvement	6,956
Nonprofit Knowledge Works, Inc.	1600 Constance Street New Orleans, LA 70130		PC	Coastal Restoration	200,000
North American Council for Online Learning	Online Learning 1934 Old Gallows Rd, Suite 350 Vienna, VA 22182		PC	Education Improvement	50,000
Northeast Midwest Institute	50 F Street NW, Suite 950 Washington, DC 20001		PC	River Conservation	125,000
Northern California Public Broadcasting, Inc. KQED, Inc.	2601 Mariposa Street San Francisco, CA 94110-1426		PC	Community Outreach & Improvement	5,000
Northwest Arkansas Children's Shelter	14100 Vaughn Rd Bentonville, AR 72712		PC	Community Outreach & Improvement	195,000
Northwest Arkansas Community College Foundation, Inc.	One College Drive Bentonville, AR 72712		PC	Education Improvement	3,286,568
Northwest Arkansas Community Creative Center	505 West Spring Street Fayetteville, AR 72701		PC	Education Improvement	103,667
Northwest Arkansas Council Foundation	4100 Corporate Drive, Suite 205 Springdale, AR 72762		PC	Art & Culture	3,296,316
Northwest Arkansas Equality, Inc.	PO Box 179 Fayetteville, AR 72702		PC	Education Improvement	10,000
Northwest Arkansas Jazz Society, Inc.	40 East Elm St. Fayetteville, AR 72703		PC	Art & Culture	60,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Northwest Arkansas Land Trust	1725 Smokehouse Trail Fayetteville, AR 72701		PC	Environment Conservation	278,975
Northwest Arkansas Regional Planning Commission	1311 Clayton Street Springdale, AR 72762		GOV	Community Improvement	250,000
NWA Trailblazers	P.O. Box 2821 Bentonville, AR 72712		PC	Community Improvement	22,194,643
Oaks Academy, Inc.	2301 North Park Avenue Indianapolis, IN 46205		PC	Education Improvement	75,000
Ocean Conservancy, Inc.	1300 19th Street NW 8th Floor Washington, DC 20036		PC	Ocean Conservation	1,900,000
Ocean Outcomes	PO Box 11505 Portland, OR 97211		PC	Ocean Conservation	75,000
Oceana, Inc.	1025 Connecticut Ave., NW Suite 200 Washington, DC 20036		PC	Ocean Conservation	1,220,000
Ohio Excels	41 S. High Street, Suite 2240 Columbus, OH 43215		NC	Education Improvement	150,000
Oklahoma Council of Public Affairs, Inc.	1401 N. Lincoln Boulevard Oklahoma City, OK 73104		PC	Education Improvement	600,000
Oklahoma Hall of Fame, Inc.	1400 Classen Drive Oklahoma City, OK 73106		PC	Community Outreach & Improvement	5,000
Oklahoma Public School Resource Center, Inc.	309 NW 13th Street, Suite 103 Oklahoma City, OK 73103		PC	Education Improvement	2,295,289
Old Jail Art Center	201 South Second Albany, TX 76430		PC	Community Outreach & Improvement	10,000
Olivewood Gardens and Learning Center	2505 N Avenue National City, CA 91950		PC	Community Outreach & Improvement	75,000
One To World, Inc.	307 Seventh Avenue, Suite 2003 New York, NY 10001		PC	Community Outreach & Improvement	25,000
OneCommunity Inc	614 E Emma Ave, Suite M414 Springdale, AR 72764		PC	Community Outreach & Improvement	15,000
Opportunity America Educational Fund	737 8th St SE Suite 201 Washington, DC 20003		PC	Education Improvement	185,600
Opportunity Scholarship Fund	1401 N. Lincoln Boulevard Oklahoma City, OK 73104		PC	Community Outreach & Improvement	32,500
Our Voice Nuestra Voz	200 Tremé St #201 New Orleans, LA 70112		PC	Education Improvement	575,000
Outreach International	129 West Lexington, Second Floor P. O. Box 210 Independence, MO 64051-0210		PC	Community Outreach & Improvement	5,000
Ozark Montessori Academy	P.O. Box 114 301 Holcomb St. Springdale, AR 72764		GOV	Education Improvement	35,604
Ozark Natural Science Center, Inc.	1905 Madison 1305 Huntsville, AR 72740		PC	Education Improvement	79,834
Ozark Off Road Cyclists	P.O. Box 8981-0017 Fayetteville, AR 72703		PC	Community Outreach & Improvement	599,979
Pacific Institute for Studies in Development Environment and Security	654 13th Street, Preservation Park Oakland, CA 94612		PC	Environment Conservation	125,151
Pagosa Peak Open School	135 Country Center Drive F-84 Pagosa Springs, CO 81147		PC	Education Improvement	135,000
Pahara Institute	340 S. Lemon Ave #2927F Walnut, CA 91789		PC	Education Improvement	750,000
Palo Pinto Challenge, Inc.	PO Box 115 Strawn, TX 76475		PC	Community Outreach & Improvement	5,000
Para Los Ninos	5000 Hollywood Blvd. Los Angeles, CA 90027		PC	Education Improvement	5,000
Paradise Community Development Corporation	4295 Hendrix Dr. Forest Park, GA 30354		PC	Education Improvement	10,000
Parent Choice, Inc.	350 Bishops Way Suite 104 Brookfield, WI 53005		PC	Education Improvement	535,000
Parent Revolution, Inc.	315 West 9th Street, Suite 904 Los Angeles, CA 90015		PC	Education Improvement	750,000
Parents for Great Camden Schools	116 N. 2nd Street, Suite 201 08102-1601 Camden, NJ 08102		PC	Education Improvement	101,500
Park Partners of Fort Smith, Inc.	P. O. Box 934 Fort Smith, AR 72902		PC	Community Outreach & Improvement	100,000
Parker County Committee on Aging, Inc.	PO Box 817 1225 Holland Lake Drive Weatherford, TX 76086		PC	Community Outreach & Improvement	5,000
Partners in Health a Nonprofit Corporation	P.O. Box 845578 888 Commonwealth Avenue, 3rd Floor Boston, MA 02284-5578		PC	Community Outreach & Improvement	100,000
Partnership for Inner-City Education	1011 First Ave Suite 1856 New York, NY 10022		PC	Education Improvement	225,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Partnership for Los Angeles Schools	1055 Wilshire Boulevard, Suite 1850 Los Angeles, CA 90017		PC	Education Improvement	500,000
Partnership Project Inc.	c/o The Wilderness Society 1615 M Street, NW Washington, DC 20036		PC	Environment Conservation	255,000
Partnership with Children, Inc.	299 Broadway #1300 New York, NY 10007		PC	Education Improvement	400,000
Pastorek Partners, LLC	8913 Darby Lane River Ridge, LA 70123		NC	Education Improvement	25,000
PAVE, Inc.	1342 Florida Ave NW PAVE c/o WeWork Washington, DC 20009-4808		PC	Education Improvement	365,000
Pea Ridge School District	979 Weston Street Pea Ridge, AR 72751		GOV	Education Improvement	265,819
Pedal It Forward NWA	15504 See Street Rogers, AR 72756		PC	Community Outreach & Improvement	200,000
Pelican Institute for Public Policy	400 Poydras Street, Suite 900 New Orleans, LA 70130		PC	Education Improvement	100,000
Peninsula Open Space Trust	222 High Street Palo Alto, CA 94301		PC	Environment Conservation	1,000
Pennsylvania State University f/b/o Office of Sponsored Programs	One Old Main University Park, PA 16802		GOV	Environment Conservation	194,673
PeopleForBikes Foundation	1966 13th Street, Suite 250 Boulder, CO 80302		PC	Community Outreach & Improvement	600,000
Perea Elementary School, Inc.	40 S Main St STE 2900 Memphis, TN 38104		PC	Education Improvement	325,000
Performing Arts Fort Worth, Inc.	330 E. 4th Street, Suite 300 Fort Worth, TX 76102-4019		PC	Art & Culture	103,000
Philanthropy Roundtable	1120 20th Street NW Suite 550 South Washington, DC 20036		PC	Expanding Philanthropy	25,000
Phillips Community College of the University of Arkansas	1000 Campus Drive P.O. Box 785 Helena, AR 72342		GOV	Community Outreach	75,000
Phillips County	620 Cherry St. Helena, AR 72342		GOV	Community Outreach	75,000
Phoenix Charter Academy Foundation	60 Canal Street, 4th Floor Boston, MA 02114		PC	Education Improvement	325,000
Pick Me Foundation	7275 West Fayetteville Road NA Riverdale, GA 30296		PC	Education Improvement	20,000
pilotED d/b/a pilotED Schools	1630 N Meridian St Suite 450 Indianapolis, IN 46202		PC	Education Improvement	325,000
Pioneer Institute, Inc.	185 Devonshire Street, Suite 1101 Boston, MA 02110		PC	Education Improvement	164,625
Plant Chicago, NFP	1400 W. 46th St. Chicago, IL 60609		PC	Community Outreach & Improvement	75,000
Plant With Purpose	4747 Morena Blvd., Suite 100 San Diego, CA 92117		PC	Community Outreach & Improvement	15,000
Playworks Education Energized	1708 Peachtree St NW Suite 320 Atlanta, GA 30309-2445		PC	Education Improvement	50,000
Polaris Project	PO Box 65323 Washington, DC 20035		PC	Community Outreach & Improvement	25,000
Policy Innovators in Education Network, Inc.	1621 E Hennepin Ave, Suite 295 Minneapolis, MN 55414		PC	Education Improvement	460,000
POLITICO	1000 Wilson Blvd. 8th Floor Arlington, VA 22209		NC	Expanding Philanthropy	200,000
Pontifica Universidad Catolica	Alameda 340 Santiago, Chile,		NC	Ocean Conservation	200,000
PR Education Foundation	P.O. Box 364029 San Juan, Puerto Rico,		PC	Education Improvement	400,000
Practical Farmers of Iowa	1615 Golden Aspen Dr Suite 101 Ames, IA 50010		PC	River Conservation	492,187
Prairie Rivers Network	1902 Fox Drive, Suite G Champaign, IL 61820		PC	River Conservation	100,000
PRENDA, Inc.	1646 N Chestnut Cir Mesa, AZ 85213		NC	Education Improvement	325,000
Presbyterian Children's Homes and Services	4407 Bee Cave Road, Suite 520 Austin, TX 78746-6496		PC	Community Outreach & Improvement	25,000
Presbyterian Night Shelter of Tarrant County	P.O. Box 2645 Fort Worth, TX 76113		PC	Community Outreach & Improvement	20,000
President and Fellows of Harvard College	1033 Massachusetts Avenue, 5th Floor Cambridge, MA 02138		PC	Education Improvement	2,210,594
Prodigy Ventures	3801 E. 40th Avenue Denver, CO 80205		PC	Community Outreach & Improvement	273,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
ProjectHandUp	P.O. Box 398 Grapevine, TX 76099		PC	Community Outreach & Improvement	25,000
Promise54	1536 W. Ingomar Road Pittsburgh, PA 15237		NC	Education Improvement	300,000
Pronatura Noroeste AC	Calle Decima N 60 (esq Ryerson) Zona Centro Ensenada Baja California, CP 22800		PC	Ocean Conservation	650,000
Pronatura Noroeste AC	Calle Decima N 60 (esq Ryerson) Zona Centro Ensenada Baja California, CP 22800		NC	Ocean Conservation	250,000
Protect Our Winters	311 Mapleton Avenue Boulder, CO 80304		PC	Community Outreach & Improvement	10,000
PT Hatfield Indonesia	LIPI Building 3rd Floor, Jl. Ir. H. Juanda No. 18 Bogor 16122, West Java, Indonesia, 16710		NC	Environment Conservation	412,200
Public Affairs Research Council of Louisiana, Inc.	4664 Jamestown Avenue, Suite 300 Baton Rouge, LA 70898		PC	Coastal Restoration	112,500
Public Policy Institute of California	500 Washington Street Suite 600 San Francisco, CA 94111		PC	Environment Conservation	10,000
Public Preparatory Network, Inc.	441 East 148th St Bronx, NY 10455		PC	Education Improvement	100,000
PUENTE Learning Center	501 South Boyle Avenue 90033 Los Angeles, CA 90033		PC	Education Improvement	325,000
Queens Library Foundation, Inc.	89-11 Merrick Boulevard Jamaica, NY 11432		PC	Education Improvement	15,000
R Street Institute	1212 New York Avenue, NW, Suite 900 Washington, DC 20001		PC	River Conservation	450,326
RAND Corporation	1776 Main Street, PO Box 2138 Santa Monica, CA 90407-2138		PC	Community Outreach	537,212
RARE	1310 N Courthouse Road, Suite 110 Arlington, VA 22201 - 2594		PC	Environment Conservation	918,381
Reaching At-Promise Students Association, Inc.	2611 Temple Heights Drive, Suite A Oceanside, CA 92056		PC	Education Improvement	15,000
Reason Foundation	5737 Mesmer Ave. Los Angeles, CA 90230		PC	Education Improvement	300,000
Reef Fish Conservation and Education Foundation Inc	1902 Wharf Rd Galveston, TX 77550		PC	Ocean Conservation	393,700
Reform Alliance, Inc.	411 South Victory, Suite 202 Little Rock, AR 72201		PC	Education Improvement	951,080
ReformED, Inc.	3445 Peachtree Road NE Suite 175 Atlanta, GA 30326		NC	Education Improvement	30,000
Reframe Labs, Inc.	3363 La Ciede Ave Los Angeles, CA 90039		NC	Education Improvement	454,467
Regents of the University of California at San Diego	9500 Gilman Dr. Mail Code 0210 La Jolla, CA 92093-0210		PC	Ocean Conservation	180,000
Regents of the University of California t/b/o University of California, Merced	5200 North Lake Road Merced, CA 95343		PC	Education Improvement	406,925
Regents of the University of Colorado	1800 N Grant St. Ste 600 Denver, CO 80203		PC	Education Improvement	30,000
Regents of the University of Minnesota	450 McNamara Alumni Center 200 Oak Street SE, Suite 450 Minneapolis, MN 55455		GOV	Environment Conservation	1,021,351
Regulatory Assistance Project	50 State Street Suite 3 Montpelier, VT 05602		PC	Environment Conservation	250,000
Relay Graduate School of Education	40 W. 20th St., 7th Floor New York, NY 10011		PC	Education Improvement	2,200,000
Remote Area Medical	2200 Stock Creek Blvd Rockford, TN 37853		PC	Health & Wellness	50,000
ReSchool	730 17th Street Suite 950 Denver, CO 80202		PC	Education Improvement	50,000
Resource Central	2639 Spruce St Boulder, CO 80302		PC	Environment Conservation	108,640
Resources Legacy Fund	555 Capitol Mall, Suite 1095 Sacramento, CA 95814		PC	River Conservation	550,000
Restauramos el Colorado	Av. Costa Rica #273, Interior 1, Mexicali, Baja California, 21200		PC	River Conservation	700,000
Results in Education Foundation	1360 N. Milwaukee Ave #3 Chicago, IL 60622		POF	Education Improvement	562,500
Resurrection Project	1818 S. Paulina Chicago, IL 60608		PC	Education Improvement	200,000
Retirement Security Foundation	1430 Blue Oaks Blvd. Suite 230 Roseville, CA 95747		NC	Education Improvement	1,149,750
Rex and Margaret Fortune School of Education	2890 Gateway Oaks Drive Sacramento, CA 95833		PC	Education Improvement	400,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
RISE	P. O. Box 566 Shelby, MS 38774		PC	Education Improvement	90,000
River Network	PO Box 21387 Boulder, CO 80308		PC	River Conservation	260,000
Robin Hood Foundation	826 Broadway 9th Floor New York, NY 10003		PC	Education Improvement	1,100,000
Rockefeller Philanthropy Advisors, Inc.	6 West 48th Street, 10th Floor New York, NY 10036		PC	Art & Culture	939,669
Rocky Mountain Preparatory School	7808 Cherry Creek S Drive., #3-300 Denver, CO 80231		PC	Education Improvement	475,000
Rogers Museum Foundation	PO Box 1200 Rogers, AR 72757		PC	Community Outreach & Improvement	6,450
Rogers Public Schools	500 W. Walnut Rogers, AR 72756		GOV	Community Outreach	209,225
Ronald Reagan Presidential Foundation and Institute	40 Presidential Drive Suite 200 Simi Valley, CA 93065		PC	Education Improvement	225,000
Rose Community Foundation	600 S. Cherry Street, Suite 1200 Denver, CO 80246		PC	Community Outreach & Improvement	65,000
Ross Valley Charter	25 Deer Park Lane Fairfax, CA 94930		PC	Education Improvement	325,000
RTI International	PO Box 900002 Raleigh, NC 27675-9000		PC	Education Improvement	123,725
Sailors for the Sea Japan	c/o Inter Continental Yokohama Grand 1-1-1 Minato Mirai Yokohama, Kanagawa, Japan,		NC	Ocean Conservation	150,000
San Antonio Area Foundation	303 Pearl Pkwy Ste 114 San Antonio, TX 78215		PC	Education Improvement	984,629
San Antonio Charter Moms	708 W Summit Ave San Antonio, TX 78212		PC	Education Improvement	100,000
San Antonio Foundation for Excellence in Education, Inc.	141 LaVaca San Antonio, TX 78210		PC	Education Improvement	237,707
San Diego Natural History Museum	P.O. Box 121390 1788 El Prado San Diego, CA 92112-1390		PC	Community Outreach & Improvement	200,000
San Jose Children's Discovery Museum	180 Woz Way San Jose, CA 95110		PC	Community Outreach & Improvement	1,000
Sand County Foundation Inc	131 W. Wilson Street, Suite 610 Madison, WI 53703		PC	River Conservation	415,000
School Empowerment Network, Inc.	420 Atlantic Avenue Brooklyn, NY 11217		PC	Education Improvement	295,492
School Leader Lab	1875 Connecticut Ave. NW, 10th Floor Washington, DC 20009		PC	Education Improvement	330,000
School of Science and Technology Discovery	4241 Woodcock Drive, Suite B 206 San Antonio, TX 78288		GOV	Education Improvement	200,000
School Smart KC, Inc.	3105 Gillham Rd., Suite 200 Kansas City, MO 64109		PC	Education Improvement	1,000,000
Science and Nonduality	1251 Gold Ridge Road Sebastopol, CA 95472		PC	Community Outreach & Improvement	69,619
Scissortail Community Development Corporation	302 Southwest 25th St. Oklahoma City, OK 73109		PC	Education Improvement	469,972
Sooniers Homeless Preventive Organization Inc	126 Hwy 138 Sw Riverdale, GA 30274		PC	Education Improvement	15,000
Sea Education Association, Inc.	P. O. Box 6 Woods Hole, MA 02543		PC	Environment Conservation	10,000
Sea Watch, Inc.	P. O. Box 11679 Portland, OR 97211		PC	Environment Conservation	20,000
Seafood Harvesters of America Education Fund	3033 Wilson Blvd, Suite 765 Arlington, VA 22201		PC	Ocean Conservation	150,000
Seafood Industry Research Fund, Inc.	7918 Jones Branch Drive, Suite 700 McLean, VA 22102		PC	Ocean Conservation	82,750
Seafood Legacy Co., Ltd.	#804 2-14-6 Tsukiji Chuo-Ku Tokyo, Japan, 104-0045		NC	Ocean Conservation	375,000
Seafood Nutrition Partnership	1001 North 19th Street, #1200 Arlington, VA 22209		PC	Ocean Conservation	20,000
Seattle Foundation	1601 5th Avenue Suite 1900 Seattle, WA 98101		PC	Expanding Philanthropy	250,000
SECORE International, Inc.	4673 Northwest Parkway Hilliard, OH 43026		PC	Environment Conservation	50,000
See Forever Foundation	600 Pennsylvania Ave. SE, Suite 210 Washington, DC 20003		PC	Education Improvement	10,000
Seed Savers Exchange, Inc.	3074 North Winn Road Decorah, IA 52101		PC	Education Improvement	5,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Share our Strength, Inc.	1030 15th Ave NW Suite 1100W Washington, DC 20005		PC	Community Outreach & Improvement	2,000
Share, Inc.	P.O. Box 1342 Beverly Hills, CA 90213-1342		PC	Community Outreach & Improvement	25,000
Shriners Hospitals for Children	PO Box 1320 Fort Worth, TX 76101-1320		PC	Health & Wellness	10,000
Silicon Schools Fund, Inc.	827 Broadway, Suite 300 Oakland, CA 94607		PC	Education Improvement	833,333
Single Parent Scholarship Fund of Benton County, Inc.	2601 SW D Street Bentonville, AR 72712		PC	Community Outreach & Improvement	500,000
SKDKnickerbocker, LLC	1150 18th street NW Suite 800 Washington, DC 20036		NC	Education Improvement	40,000
SkyTruth	P. O. Box 3283 Shepherdstown, WV 25443-3283		PC	Ocean Conservation	70,000
SmartFish Rescate de Valor, AC	Miguel L. De Legaspy 760, Colonia Centro, La Paz Baja California Sur, 23000		PC	Ocean Conservation	540,000
SmartFish Rescate de Valor, AC	Miguel L. De Legaspy 760, Colonia Centro, La Paz Baja California Sur, 23000		NC	Ocean Conservation	100,000
Smarthistory, Inc.	10 Woodbrook Rd. Pleasantville, NY 10570		PC	Art & Culture	150,000
Smithsonian Institution	MRC 509, PO Box 37012 Washington, DC 20013-7012		PC	Education Improvement	430,000
Social Capital Markets LLC	6 Mercer St, Suite 24 Princeton, NJ 08540		NC	Expanding Philanthropy	30,000
Social Entrepreneurs of New Orleans d/b/a Propeller: A Force for Social Innovation	4035 Washington Ave., Suite 105 New Orleans, LA 70125		PC	Education Improvement	250,000
Sociedad de Historia Natural Niparaja A.C.	Revolución de 1910 #430, Colonia Esterito C.P. 230 La Paz, BCS, 23020		PC	Ocean Conservation	315,000
Sociedad Peruana de Derecho Ambiental	Prolongación Arenales 437, San Isidro Lima,		NC	Ocean Conservation	349,996
Sociedad Peruana de Derecho Ambiental	Prolongación Arenales 437, San Isidro Lima,		PC	Ocean Conservation	344,252
Society of Environmental Journalists	1629 K St., NW, Suite 300 Washington, DC 20006		PC	Environment Conservation	323,987
Soil Health Institute	2803 Slater Road, Suite 115 Morrisville, NC 27560		PC	River Conservation	68,411
Solidaridad Network Asia Limited	Room 1318-20 Hollywood Plaza, 610 Nathan Road Mong Kok KLN Hong Kong, China,		NC	Environment Conservation	160,000
Solutions Journalism Network, Inc.	79 Madison Avenue Suite #224 New York, NY 10016		PC	Communications	50,000
Sonny Boy Blues Society, Inc.	P.O. Box 118 Helena, AR 72342		PC	Community Outreach	101,000
Southeast Arkansas Preparatory High School, Inc.	1501 W. 73rd Pine Bluff, AR 71603		PC	Education Improvement	550,000
Southeastern Council of Foundations, Inc.	100 Peachtree Street, Suite 2080 Atlanta, GA 30303		PC	Expanding Philanthropy	9,790
Southern Methodist University	P.O. Box 750356 Dallas, TX 75275-0356		PC	Art & Culture	50,000
Speak Up Foundation	200 South Barrington Ave. #49771 Los Angeles, CA 90049		PC	Education Improvement	700,000
Special Forces Charitable Trust	P.O. Box 53 Essex, CT 06426		PC	Program Support	25,000
Spelman College	350 Spelman Ln. S.W. Atlanta, GA 30314-4399		PC	Art & Culture	386,349
Spring Initiative, Inc.	P.O. Box 1759 Clarksdale, MS 38614		PC	Community Outreach	125,000
Springboard Partners	2755 Ordway St. NW Apt 108 Washington, DC 20008		NC	Ocean Conservation	21,000
Standing Rock Community Development Corporation	Entrepreneurial Center Suite 128   9299 Highway 24 Fort Yates, ND 58538		PC	Education Improvement	150,000
Stanford University	Development Services P.O. Box 20466 Stanford, CA 94309-0466		PC	Expanding Philanthropy	50,000
State Parks and Recreation Foundation of Arkansas	425 W. Capitol Ave. Ste. 3800 Little Rock, AR 72201		PC	Community Outreach & Improvement	1,441,627
State Policy Network	1655 N. Fort Myer Dr., Suite 360 Arlington, VA 22209		PC	Education Improvement	345,065
STEM Preparatory Schools, Inc.	3200 West Adams Blvd Los Angeles, CA 90018		PC	Education Improvement	325,000
Step Up for Students, Inc.	4655 Salisbury Road, Suite 400 Jacksonville, FL 32256		PC	Education Improvement	500,000



Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Stichting IDH Sustainable Trade Initiative	Arthur van Schendellaan 500 Utrecht,		PC	Environment Conservation	326,437
Stitching Seafood Trade Intelligence Portal	1 Goylaan 85, 3525AA Utrecht, The Netherlands,		NC	Environment Conservation	69,500
Stockholm Resilience Centre	Stockholm University Kräfriket 2B Stockholm, Sweden, 106 09		NC	Ocean Conservation	182,000
Stone Barns Center for Food and Agriculture	630 Bedford Road Pocantico Hills, NY 10591		PC	Health & Wellness	250,000
Students for Education Reform, Inc.	116 Nassau Street Suite 519 New York, NY 10038		PC	Education Improvement	400,000
Studio Museum in Harlem, Inc.	144 West 125th Street New York, NY 10027		PC	Art & Culture	6,666,666
Subiaco Academy	405 North Subiaco Avenue Subiaco, AR 72865-9798		PC	Education Improvement	10,000
Success Academy Charter Schools, Inc.	95 Pine St. 6th Floor New York, NY 10005		PC	Education Improvement	500,000
Summit Community Institute	3923 North Wolf Creek Dr Eden, UT 84310		PC	Education Improvement	10,000
Surge Institute	935 W Chestnut Suite 515 Chicago, IL 60642		PC	Education Improvement	685,000
Sustainable Fisheries Partnership Foundation	4348 Waiialea Avenue #692 Honolulu, HI 96816		PC	Ocean Conservation	3,854,551
Sustainable Fishery Advocates dba FishWise	P.O. Box 233 Santa Cruz, CA 95061		PC	Ocean Conservation	500,000
Sustainable Food Lab	3 Linden Road Hartland, VT 05048		PC	River Conservation	286,720
Symphony Orchestra of Northwest Arkansas	P.O. Box 1243 Fayetteville, AR 72702		PC	Art & Culture	108,250
Syracuse University	215 University Place Syracuse, NY 13244		PC	Expanding Philanthropy	25,000
Tamarisk Coalition dba RiversEdge West	P.O. Box 1907 Grand Junction, CO 81502		PC	River Conservation	165,662
Tarleton State University	Dept. of Animal Science and Veterinary Technology Box T-0070 Stephenville, TX 76402		GOV	Education Improvement	8,368
Taxpayers for Common Sense	651 Pennsylvania Avenue SE Washington, DC 20003		PC	River Conservation	200,000
Teach for America, Inc.	25 Broadway, 12th Floor New York, NY 10004		PC	Education Improvement	20,071,530
Teach Plus Incorporated	27-43 Wornwood Street Tower Point, Suite 410 Boston, MA 02210		PC	Education Improvement	1,073,878
Teach Preparatory Mildred S Cunningham & Edith H Morris Elementary School	1846 W. Imperial Hwy. 1846 W. Imperial Hwy Los Angeles, CA 90043		GOV	Education Improvement	325,000
Teachers College, Columbia University	525 West 120th Street New York, NY 10027-6696		PC	Education Improvement	612,744
Teen Adlon and Support Center	2525 W. New Hope Road Rogers, AR 72758		PC	Art & Culture	225,000
TEL Foundation	2602 S Shinnery Oak Court Stillwater, OK 74074		PC	Education Improvement	96,839
Teneo, Inc.	2605 W. 8th Street Austin, TX 78703		PC	Education Improvement	10,000
Tennessee Charter School Center	209 10th Avenue South, Suite 416 Nashville, TN 37203		PC	Education Improvement	568,304
Tennessee State Collaborative on Reforming Education	1207 18th Ave. S., Suite 326 Nashville, TN 37212		PC	Education Improvement	600,000
Teton Science Schools	700 Coyote Canyon Road Jackson, WY 83001		PC	Education Improvement	77,625
Texas A&M University-Kingsville	700 University, MSC 218 Kingsville, TX 78363		GOV	Environment Conservation	5,000
Texas Ballet Theater, Inc.	1540 Mall Circle Fort Worth, TX 76116		PC	Art & Culture	20,000
Texas Charter Schools Association	700 Lavaca Street, Suite 930 Austin, TX 78701		PC	Education Improvement	700,000
Texas Game Warden Association, Inc.	4367 FM 1047 Hamilton, TX 76531		PC	Community Outreach & Improvement	1,000
Texas Parks and Wildlife Foundation	2914 Swiss Avenue Dallas, TX 75204		PC	Environment Conservation	1,000
Texas Public Policy Foundation	901 Congress Avenue P.O. Box 1449 Austin, TX 78701		PC	Education Improvement	200,000
Texas Tribune, Inc.	919 Congress Avenue, Sixth Floor Austin, TX 78701		PC	Education Improvement	15,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Thaden School	410 SE Staggerwing Ln. Bentonville, AR 72712		PC	Education Improvement	712,625
The 74 Media, Inc.	222 Broadway, 19th Floor New York, NY 10038		PC	Education Improvement	750,000
The Administrators of the Tulane Educational Fund dba Tulane University	6823 St. Charles Avenue New Orleans, LA 70118		PC	Coastal Restoration	125,000
The Aspen Institute, Inc.	2300 N St., NW, #700 Washington, DC 20037-1122		PC	Environment Conservation	448,964
The Atlantic Monthly Group, LLC	600 New Hampshire Ave. NW Washington, DC 20037		NC	Expanding Philanthropy	600,000
The Board of Regents of the University of Texas System	210 West 7th Street Austin, TX 78701		GOV	Art & Culture	250,000
The Board of Trustees of the Leland Stanford Junior University	326 Galvez Street Stanford, CA 94305-6105		PC	Education Improvement	423,033
The Board of Trustees of the University of Illinois	1901 S. First Street, Suite A Champaign, IL 61820-7406		PC	River Conservation	393,016
The Bridgespan Group Inc	Two Copley Place Suite 3700B Boston, MA 02116		PC	River Conservation	108,000
The Century Foundation, Inc.	1 Whitehall St. 15th Floor New York, NY 10004		POF	Education Improvement	250,000
The Century Foundation, Inc.	1 Whitehall St. 15th Floor New York, NY 10004		PC	Education Improvement	125,000
The Children's Scholarship Fund	8 West 38th Street, 9th Floor New York, NY 10018-6229		PC	Education Improvement	6,323,335
The Coalition to Restore Coastal Louisiana	6160 Perkins Road, Suite 225 Baton Rouge, LA 70808		PC	River Conservation	464,300
The College Initiative	80 Monroe Ave Suite 610 Memphis, TN 38103		PC	Education Improvement	250,000
The Communications Network, Inc.	1717 N. Naper Blvd., Suite 102 Naperville, IL 60563		PC	Expanding Philanthropy	35,000
The Community Foundation for Greater Atlanta, Inc.	191 Peachtree Street NE, Suite 1000 Atlanta, GA 30303		PC	Education Improvement	750,000
The Conversation US, Inc.	89 South Street, Suite 202 Boston, MA 02111		PC	Environment Conservation	150,000
The CUBE Corp	3070 Blake St Unit 200 Denver, CO 80205		PC	Community Outreach & Improvement	100,000
The Department of Arkansas Heritage	141 Cherry Street Helena, AR 72342		GOV	Art & Culture	50,000
The Education Trust	1250 H Street, NW, Suite 700 Washington, DC 20005		PC	Education Improvement	1,872,167
The Energy Foundation	301 Battery Street 5th Floor San Francisco, CA 94111		PC	Environment Conservation	620,000
The Exploratorium	Pier 17, Suite 100 San Francisco, CA 94111-1456		PC	Community Outreach & Improvement	2,000
The Greater New Orleans Foundation	919 St. Charles Ave. New Orleans, LA 70130		PC	Community Outreach & Improvement	165,000
The HadaNou Collective	1360 Williams Street Unit 307 Denver, CO 80218		PC	Education Improvement	300,000
The Henry L. Stimson Center	1211 Connecticut Avenue, NW Suite 8 Washington, DC 20036		PC	Ocean Conservation	150,000
The Land Institute	2440 East Water Well Road Salinas, KS 67401		PC	Environment Conservation	100,000
The Latina Circle	4 Copley Place Suite 145 Boston, MA 02116		NC	Education Improvement	150,000
The Leadership Foundation	1155 15th Street NW, Ste 1000 Washington, DC 20005		PC	Education Improvement	10,000
The Match Foundation, Inc.	50 Milk Street, Suite 600 N/A Boston, MA 02109		PC	Education Improvement	200,000
The Mind Trust, Inc.	1630 N Meridian St., Suite 450 Indianapolis, IN 46204		PC	Education Improvement	927,473
The National Center for Montessori in the Public Sector	125 Whiting Lane West Hartford, CT 06119		PC	Education Improvement	782,400
The National Cowgirl Museum and Hall of Fame, Inc.	1720 Gendy Street Fort Worth, TX 76107		PC	Art & Culture	120,000
The Nature Conservancy	4245 N. Fairfax Drive, Suite 100 Arlington, VA 22203		PC	River Conservation	6,934,445
The Nature Conservancy - Arkansas	601 N. University Avenue Little Rock, AR 72205		PC	Environment Conservation	7,779
The Nature Conservancy - California	201 Mission Street, 4th Floor San Francisco, CA 94105		PC	Environment Conservation	5,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
The Nature Conservancy - Texas	North Texas Region 2122 Kidwell Street, Ste. 100 Dallas, TX 75214		PC	Environment Conservation	25,000
The New School	72 Fifth Ave, 6th Floor New York, NY 10011		PC	Education Improvement	150,000
The New York City Center for Charter School Excellence	111 Broadway Suite 604 New York, NY 10006		PC	Education Improvement	15,000
The Olana Partnership	P. O. Box 199 Hudson, NY 12534		PC	Community Outreach & Improvement	100,000
The Peel Compton Foundation	312 N. Main Street Bentonville, AR 72712		POF	Community Outreach & Improvement	1,111,663
The Rising Star Missionary Baptist Church of Fort Worth Texas	4216 Avenue M Fort Worth, TX 76105		PC	Education Improvement	10,000
The Sarara Institute dba The Matalai Foundation	43 Tamalpais Avenue San Anselmo, CA 94960		NC	Education Improvement	103,488
The Students First Foundation d/b/a Students Matter	325 Sharon Park Drive, #521 Menlo Park, CA 94025		PC	Education Improvement	350,000
The Tech Museum of Innovation	201 S. Market Street San Jose, CA 95113		PC	Education Improvement	1,000
The Third Way Foundation, Inc.	1200 New Hampshire Avenue NW #575 Washington, DC 20036		PC	Education Improvement	250,000
The Trust for Hidden Villa	26870 Moody Road Los Altos, CA 94022-4209		PC	Community Outreach & Improvement	1,000
The University of Arizona Water Resources Research Center	350 N. Campbell Avenue Tucson, AZ 85721		GOV	River Conservation	3,500
The University of Texas at Austin	110 Inner Campus Dr. Austin, TX 78712		GOV	Community Improvement	307,896
The Water Institute of the Gulf	1110 River Road South Suite 200 Baton Rouge, LA 70802		PC	Coastal Restoration	250,000
Theatre Squared, Inc.	PO Box 4188 Fayetteville, AR 72702		PC	Art & Culture	6,436,068
Theodore Roosevelt Conservation Partnership, Inc.	529 14th Street NW, Suite 500 Washington, DC 20045		PC	River Conservation	610,000
Third Future Schools dba Academy of Advanced Learning	2575 Heathrow Drive Colorado Springs, CO 80920		PC	Education Improvement	325,000
Thomas B. Fordham Institute	1016 16th St. NW, 8th Floor Washington, DC 20036		PC	Education Improvement	480,000
Thomas Cole Historic House	2018 Spring Street Catskill, NY 12414		PC	Community Outreach & Improvement	50,000
Thomas D. Gregg School 15	2302 E Michigan St. Indianapolis, IN 46201		GOV	Education Improvement	325,000
Thrive, Inc.	310 Cherry St. Helena, AR 72342		PC	Community Improvement	75,000
Thunder Valley Community Development Corporation	PO Box 290 Porcupine, SD 57772		PC	Community Outreach & Improvement	970,000
Thurgood Marshall College Fund, Inc.	901 F Street, NW, Suite 300 Washington, DC 20004		PC	Education Improvement	369,752
Tides Center	1014 Tomey Avenue San Francisco, CA 94129		PC	Expanding Philanthropy	12,500
Tides Foundation	P.O. Box 29903 San Francisco, CA 94129-0903		PC	Education Improvement	20,000
Tipi Raisers	7830 W Alameda Avenue Lakewood, CO 80226		PC	Community Outreach & Improvement	180,000
TNTP, Inc.	500 7th Avenue, 8th Floor New York, NY 10018		PC	Education Improvement	5,369,817
Together Colorado	1980 Dahlia Street Denver, CO 80220		PC	Education Improvement	75,000
Tomorrow's Leadership Collaborative Charter School	1120 E. Walnut Ave City of Orange, CA 92867		GOV	Education Improvement	375,000
Transcend, Inc.	159 Lincoln Ave Hastings-on-Hudson, NY 10706		PC	Education Improvement	900,000
Transfair USA dba Fair Trade USA	1500 Broadway, Suite 400 Oakland, CA 94612		PC	Ocean Conservation	260,000
Tricycle Theater for Youth	PO Box 2537 Bentonville, AR 72712		PC	Art & Culture	319,845
Trinity University	One Trinity Place #49 San Antonio, TX 78212-7200		PC	Education Improvement	429,000
Trout Unlimited, Inc.	1777 North Kent Street, Suite 100 Arlington, VA 22209		PC	River Conservation	1,200,000
True North Classical Academy, Inc.	8445 Sunset Drive Miami, FL 33143		PC	Education Improvement	325,000

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Trust for Conservation Innovation dba Multiplier	405 14th Street, Suite 164 Oakland, CA 94612-2705		PC	Environment Conservation	2,109,765
Trustees of Columbia University in the City of New York	615 West 131st Street 6th Floor, MC8725 New York, NY 10027-7922		PC	Education Improvement	718,053
Trustees of Deerfield Academy	7 Boyden Lane Deerfield, MA 01342		PC	Education Improvement	15,000
Trustees of the University of Pennsylvania	Life Science RBO (formerly Walnut Business Office) Goddard 212 Philadelphia, PA 19104-6205		PC	Education Improvement	20,000
Tulsa Ballet Theatre, Inc.	1212 E 45th Street Tulsa, OK 74105-4563		PC	Art & Culture	5,000
ULI Foundation	2001 L. Street NW, Suite 200 Washington, DC 20036		PC	Community Improvement	207,850
UltraViolet Education Fund	PO Box 34756 Washington, DC 20043		PC	Expanding Philanthropy	25,000
UnidosUS	1126 16th Street, NW, Suite 600 Washington, DC 20036		PC	Expanding Philanthropy	100,000
United Cerebral Palsy of Central Arkansas, Inc.	2846 North Garland Fayetteville, AR 72704		PC	Community Outreach & Improvement	5,000
United Negro College Fund, Inc.	1805 7th Street, NW Washington, DC 20001		PC	Education Improvement	1,677,553
United States Conference of Mayors	1620 Eye Street Northwest Washington, DC 20006		PC	Expanding Philanthropy	75,000
United Way of Northwest Arkansas, Inc.	100 Parkwood Street, Suite C Lowell, AR 72745		PC	Community Outreach & Improvement	175,000
United Way, Inc. d/b/a United Way of Greater Los Angeles	1150 S. Olive Street Suite T500 Los Angeles, CA 90015		PC	Education Improvement	100,000
University of Amsterdam	PO Box 15629 1001 NC Amsterdam,		NC	Community Outreach & Improvement	200,050
University of Arizona Foundation	1111 N. Cherry Avenue Tucson, AZ 85721-0109		PC	River Conservation	285,000
University of Arkansas	1 University of Arkansas 406 Administration Building Fayetteville, AR 72701		GOV	Education Improvement	1,727,339
University of Arkansas Foundation, Inc.	535 W. Research Center Blvd., Suite 120 Fayetteville, AR 72701		PC	Education Improvement	3,031,577
University of California at Santa Barbara	Bren School of Environ. Science & Mgmt, 2400 Bren Hall Santa Barbara, CA 91306-5131		PC	Education Improvement	171,811
University of Colorado Foundation	1800 Grant St., Ste. 725 Denver, CO 80203		PC	River Conservation	1,050,000
University of Hartford	200 Bloomfield Avenue West Hartford, CT 06117		PC	Education Improvement	1,168,400
University of Minnesota Foundation	McNamara Alumni Center 200 Oak St SE, Ste 450 Minneapolis, MN 55455		PC	Health & Wellness	1,438,288
University of New Orleans	2000 Lakeshore Drive New Orleans, LA 70148		GOV	Coastal Restoration	125,000
University of Notre Dame Du Lac	ACE - Alliance for Catholic Education - ACE Office 107 Carole Sandner Hall Notre Dame, IN 46556		PC	Education Improvement	486,500
University of the Ozarks	415 North College Avenue Clarksville, AR 72830		PC	Education Improvement	257,916
University of Washington	School of Aquatic and Fishery Science 4333 Brooklyn Ave NE Seattle, WA 98195		GOV	Ocean Conservation	182,852
University of Washington Foundation	407 Gerberding Hall, Box 351210 Seattle, WA 98195-1210		PC	Education Improvement	693,360
University of Wyoming	Wyoming Public Radio Dept. 3984, 1000 E. University Ave. Laramie, WY 82071		GOV	Community Outreach & Improvement	10,000
UP Education Network, Inc.	90 Canal Street Suite 600 Boston, MA 02114		PC	Education Improvement	275,000
Uplift Education	1825 Market Center Blvd Suite 500 Dallas, TX 75207		PC	Education Improvement	1,500,000
URBAN ACT Academy, Inc.	1630 N Meridian St Indianapolis, IN 46250		PC	Education Improvement	325,000
Urban Dove Team Charter School II	21-21 41st Avenue Suite 2 D Long Island City, NY 11101		GOV	Education Improvement	325,000
Urban Ecology Center, Inc.	1500 E. Park Place Milwaukee, WI 53211		PC	Environment Conservation	225,000
Urban Institute	2100 M Street, NW Washington, DC 20037		PC	Education Improvement	100,000
Urban League of Louisiana	4640 S Carrollton Ave., Suite 210 New Orleans, LA 70119		PC	Education Improvement	650,000
Urban League of the State of Arkansas, Inc.	3805 W. 12th St. Little Rock, AR 72204		PC	Community Outreach & Improvement	62,500

Walton Family Foundation  
FEIN: 13-3441466

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year Ended December 31, 2018

Attachment 18

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Urban Teacher Center	1800 Washington Blvd., Suite 411 Baltimore, MD 21230		PC	Education Improvement	500,000
USA Cycling Development Foundation	210 USA Cycling Point Colorado Springs, CO 80919-2215		PC	Community Outreach & Improvement	25,000
Utah State University	1415 Old Main Hill, Room 64 Logan, UT 84322-1415		PC	River Conservation	150,000
Valley School of Southern Oregon	1253 N. Riverside Ave. Medford, OR 97501		PC	Education Improvement	120,000
Valley Settlement	520 S. 3rd Street Suite 9 Carbondale, CO 81623		PC	Community Outreach & Improvement	100,000
Valor Collegiate Academies	4527 Nolensville Pike Nashville, TN 37211		PC	Education Improvement	844,000
Valor Texas Education Foundation	2110 W Slaughter Ln #160-139 Austin, TX 78748		PC	Education Improvement	325,000
Van Cliburn Foundation, Inc.	201 Main Street, Suite 100 Fort Worth, TX 76102		PC	Community Outreach & Improvement	50,000
Vanderbilt University	4077749 2301 Vanderbilt Place Nashville, TN 37240-7749		PC	Education Improvement	185,324
Vera Lloyd Presbyterian Family Services, Inc.	1501 N. University, Suite 345 Little Rock, AR 72207-5278		PC	Community Outreach & Improvement	190,000
Vestigo Partners	4615 Lambert Place Alexandria, VA 22311		NC	Education Improvement	65,000
Vista College Preparatory, Inc.	812 S. 6th Ave. Phoenix, AZ 85003		PC	Education Improvement	325,000
Volo City Kids Foundation	1215 E Fort Avenue, Suite 006, Baltimore, MD 21230		PC	Community Outreach & Improvement	1,000
WACO Theater Center	5144 Lankershim Blvd Hollywood, CA 91601		PC	Education Improvement	10,000
Walnut Farm Montessori School, Inc.	PO Box 1761 4208 E. Central Avenue Bentonville, AR 72712		PC	Education Improvement	5,000
Walton Arts Center Council, Inc.	P.O. Box 3547 Fayetteville, AR 72702		PC	Art & Culture	1,855,000
Washington Area Women's Foundation, Inc.	1331 H St NW Suite 1000 Washington, DC 20005		PC	Education Improvement	10,000
Washington Press Club Foundation, Inc.	529 14th St. NW Washington, DC 20045		PC	Expanding Philanthropy	12,450
Water Foundation	555 Capitol Mall, Suite 1155 Sacramento, CA 95814		PC	River Conservation	385,000
Watershed Conservation Resource Center	380 West Rock Street Fayetteville, AR 72701		PC	River Conservation	685,000
Wave Academy	4455 Murphy Canyon Road Suite 100-16 San Diego, CA 92123		PC	Community Outreach & Improvement	15,000
Wayfinder Foundation	110 2ND St South #228 Waite Park, MN 56387		PC	Education Improvement	530,000
We the People Public Schools	7925 E. Ring St. Long Beach, CA 90808		NC	Education Improvement	375,000
WE-cycle	PO Box 360 Aspen, CO 81612		PC	Expanding Philanthropy	20,000
Weiner School Children's Endowment	P.O. Box 57 313 N. Garfield Street Weiner, AR 72479		PC	Education Improvement	20,000
Western Governors' Association	1600 Broadway, Suite 1700 Denver, CO 80202		GOV	River Conservation	25,000
Western Resource Advocates	2260 Baseline Road, Suite 200 Boulder, CO 80302		PC	River Conservation	786,250
Westminster Public Schools Foundation	7002 Raleigh Street, Westminster, CO 80030		PC	Education Improvement	60,000
Whitney Museum of American Art	99 Gansevoort St New York, NY 10014		PC	Art & Culture	40,000
Wildflower Foundation	1330 Lagoon Ave, 4th Floor Minneapolis, MN 55408		PC	Education Improvement	4,099,375
Wildlife Conservation Society	2300 Southern Boulevard Bronx, NY 10460		PC	Ocean Conservation	483,334
Wildlife Mississippi	P.O. Box 10 Stoneville, MS 38776		PC	Coastal Restoration	150,000
William A. Farnsworth Library and Art Museum, Inc.	16 Museum Street Rockland, ME 04841		PC	Art & Culture	15,000
Windward Fund	1201 Connecticut Ave NW, Suite 300 Washington, DC 20036		PC	River Conservation	550,000
Winrock International	2101 Riverfront Drive Little Rock, AR 72202-1748		PC	River Conservation	350,000

Walton Family Foundation  
FEIN: 13-3441466

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year Ended December 31, 2018

Attachment 18

Recipient name	Recipient address	Relationship	Foundation Status of Recipient	Purpose of grant	Amount Paid
Wisconsin Institute for Law & Liberty, Inc.	1139 East Knapp Street Milwaukee, WI 53202		PC	Education Improvement	285,000
Women in the World Media LLC	575 Fifth Avenue 14th Floor New York, NY 10017		NC	Expanding Philanthropy	175,000
Womens Policy, Inc.	409 12th Street, SW, Suite 600 Washington, DC 20024		PC	Education Improvement	17,000
World Affairs Council of Northern California	312 Sutter Street, Suite 200, San Francisco, CA 94108		PC	Expanding Philanthropy	25,000
World Food Program USA	1725 Eye Street NW Suite 510 Washington, DC 20006		PC	Health & Wellness	50,000
World Monuments Fund, Inc.	350 Fifth Avenue, Suite 2412 New York, NY 10118		PC	Community Outreach & Improvement	10,000
World Resources Institute Indonesia	Jalan Wijaya 1 No.63 12160 South Jakarta, Indonesia, 12160		NC	Ocean Conservation	75,000
World Wildlife Fund, Inc.	1250 24th Street, NW P.O. Box 97180 Washington, DC 20037		PC	Ocean Conservation	1,273,980
Yale University	PO Box 208200 New Haven, CT 06520-8200		PC	River Conservation	80,000
Yayasan Masyarakat Dan Perikanan Indonesia	Istana Regency Blok S7, Jalan Bypass Ngurah Rai, Pesanggaran, 80223 Bali, Indonesia, 80223		NC	Ocean Conservation	372,660
YES Prep Public Schools, Inc.	5515 South Loop East, Suite B Houston, TX 77033		PC	Education Improvement	165,664
YMCA of Greater New York	5 West 63rd Street, 6th Floor New York, NY 10023		PC	Education Improvement	25,000
Young Aspiring Americans for Social and Political Activism	PO Box 202092 Denver, CO 80220		PC	Community Outreach & Improvement	50,000
Young Life Foundation	International Service Center P.O. Box 520 Colorado Springs, CO 80901		PC	Community Outreach & Improvement	10,000
YouthForce NOLA	625 Celeste Street, Box 108 New Orleans, LA 70130		POF	Education Improvement	300,000
Zea Mays Foundation	14129 Carole Drive Bloomington, IL 61705		POF	River Conservation	150,000
Zeta Charter Schools, Inc.	160 West 85th St 2B New York City, NY 10024		PC	Education Improvement	650,000
Zoological Society of San Diego	P.O. Box 120551 San Diego, CA 92112-0551		PC	Community Outreach & Improvement	6,000
Total Grants Paid, Form 990-PF, Page 1, Line 25, Column (d) and Attachment 18					\$492,441,707

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 Bancorp Capital Partners  
8924 Kanis Road  
Little Rock, AR 72205
- (2) Dates of Investment (1987-1) - September 1, 1987 - \$300,000  
(1998-940) - July 2, 1998 - \$3,000,030
- (3) Purpose – The purpose of this grant is to provide Southern Bancorp Capital Partners (“SBCP”) 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. SBCP and its related companies are operating programs designed to increase job opportunities for residents of these depressed communities. SBCP'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. SBCP 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 September 1, 1987 and an additional investment of \$3,000,030 made on July 2, 1998, 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 Reports from Grantee – August 29, 2019.
- (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, 2018. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ending December 31, 2018. 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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 20**

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 91951
- (2) Date of Investment (1996-464) - 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 - The \$100,000 investment made on 5/31/96 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 - August 23, 2019.
- (7) Grantor Verification - The Grantee has provided the Foundation with a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2018. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2018. 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.



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

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

(1) Borrower -

Building Hope  
910 17<sup>th</sup> Street NW, Suite 1100  
Washington, D.C. 20006

- (2) Date and amount of program-related investment loan (2011-1068) - December 15, 2011 - \$1,500,000  
- June 28, 2012 - \$1,800,000

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

- (3) Purpose - The purpose of the program-related investment loan is to continue to serve the facility needs of quality public charter schools in the District of Columbia.
- (4) Amount Expended by Borrower - Borrower has provided financial reports to the Foundation related to the program related investment loan funds indicating that \$1,727,327 of the loan funds received on December 15, 2011 and June 28, 2012 have been repaid by the various charter schools and remain outstanding as of December 31, 2018. The borrower has a pipeline of charter schools that they intend to deploy funds to in calendar 2019 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 Borrower, no part of the program-related investment loan funds has been used for anything other than its intended charitable purpose.
- (6) Date of Report from Borrower - September 19, 2019.
- (7) Borrower Verification - The Borrower has provided the Foundation with a report stating that it has complied with the terms of the Foundation's loan through its most recent year-ending December 31, 2018. In addition, the Borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2018. 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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 22**

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

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

(1) Borrower -

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

- (2) Date and amount of program-related investment loan (2007-750) - 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 is a non-interest bearing loan.

- (3) Purpose – The purpose of the program-related investment loan is 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 Borrower – The 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. As of December 31, 2018, the Borrower has repaid \$7,900,349 of the amounts advanced.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the Borrower, no part of the program-related investment loan will be used for anything other than its intended purpose.
- (6) Date of Report from Borrower – June 4, 2019.
- (7) Borrower Verification - The Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's loan through its most recent year-ending December 31, 2018. In addition, the Borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2018. 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, INC.**  
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**ATTACHMENT 23**

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

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

(1) Borrower -

Charter School Financing Partnership, LLC  
One Washington Mall, 12<sup>th</sup> Floor  
Boston, MA 02108

- (2) Date and amount of program-related investment loan (2010-261) - 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.

- (3) Purpose - The purpose of the program-related investment loan is to help charter schools access the bond market to finance or refinance their facilities.
- (4) Amount Expended by Borrower - 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. As of December 31, 2018, the Borrower has repaid \$1,848,884 of the amounts advanced.
- (5) Date of Report from Borrower - July 31, 2019.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the Borrower, no part of the loan has been used for anything other than its intended purpose.
- (7) Borrower 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 Borrower has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2018.
- (8) Foundation Status - Received confirmation of public charity status subsequent to the receipt of the listed loan.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 24**

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

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

- (1) Borrower -  
  
CSGF Camden Facility Fund LLC  
10901 W. 120<sup>th</sup> Ave, Suite 450  
Broomfield, CO 80021
- (2) Date and amount of program-related investment loan (2017-1126) – December 14, 2017 - \$5,000,000
- (3) Purpose – This non-interest bearing loan is to provide affordable facility financing for high-performing charter schools in Camden, NJ.
- (4) Amount Expended by Borrower – Based on the annual report, the Borrower has deployed \$1,318,120 of the loan proceeds received on December 14, 2017 in accordance to the terms of the program related investment loan agreement.
- (5) Date of Report from Borrower – August 22, 2019.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the Borrower, no part of the loan has been used for anything other than its intended purpose.
- (7) Borrower 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 Borrower has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2018.
- (8) Foundation Status – Private Operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 25**

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

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

- (1) Borrower -  
  
CSGF Memphis Facility Fund LLC  
10901 W. 120<sup>th</sup> Ave, Suite 450  
Broomfield, CO 80021
- (2) Date and amount of program-related investment loan (2017-1158) – December 29, 2017 - \$5,000,000
- (3) Purpose – This non-interest bearing loan is to provide affordable facility financing for high-performing charter schools in Memphis, TN.
- (4) Amount Expended by Borrower – Based on the annual report, the borrower has deployed \$471,875 of the loan funds received on December 29, 2017 in accordance with the terms of the program related investment loan agreement.
- (5) Date of Report from Borrower – August 22, 2019.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the borrower, no part of the loan has been used for anything other than its intended purpose.
- (7) Borrower 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 borrower has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2018.
- (8) Foundation Status – Private Operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 26**

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

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

- (1) Borrower -  
  
CSGF Facility Fund III LLC  
10901 W. 120<sup>th</sup> Ave., Suite 450  
Broomfield, CO 80021
- (2) Date and Amount of Loan (2016-2061) – December 8, 2016 - \$866,667  
– July 6, 2017 - \$1,500,000  
– December 14, 2017 - \$2,300,000  
– July 13, 2018 - \$2,500,000
- (3) Purpose – This non-interest bearing loan is to support Borrower's tax-exempt mission in providing below market financing for the pre-development, acquisition, construction, renovation and leasehold improvement of charter school facilities.
- (4) Amount Expended by Borrower – The Borrower has provided financial reports to the Foundation showing the borrower has deployed \$866,667 of the loan funds received on December 8, 2016, \$1,500,000 of loan funds received July 6, 2017, \$2,300,00 of the loan funds received on December 14, 2017 and \$1,894,000 of the loan funds received on July 13, 2018 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 Borrower, no part of the program-related investment loan funds has been used for anything other than its intended charitable purpose.
- (6) Date of Report from Borrower – August 22, 2019.
- (7) Borrower Verification - The grantee has provided the Foundation with a letter stating that it has compiled with the terms of the Foundation's loan through its most recent year-ending December 31, 2018. In addition, the Borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2018. 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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 27**

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

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

(1) Borrower -

Denver Pay For Success, LLC  
249 Fifth Avenue  
Pittsburgh, PA 15222

- (2) Date and Amount of Loan (2016-898) - Various 2016 - \$90,724  
- Various 2017 - \$374,406  
- Various 2018 - \$200,537

- (3) Purpose - The purpose of this program related investment is to provide housing and supportive case management services to at least 250 homeless individuals who frequently use the city's emergency services, including police, jail, the courts and emergency rooms.

- (4) Amount Expended by Borrower - The Borrower has provided financial reports to the Foundation showing the Borrower has deployed all of the loan funds received in 2016 and 2017 and \$82,010 of the loan funds received in 2018 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 Borrower, no part of the loan has been used for anything other than its intended purpose.

- (6) Date of Report from Borrower - August 30, 2019.

- (7) Borrower Verification - The Borrower has provided the Foundation with the required report. In addition, the Borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2018. 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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 28**

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

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

- (1) Borrower -  
e-STEM Public Charter Schools  
200 River Market Drive, Suite 225  
Little Rock, AR 72201
- (2) Date and Amount of program related investment (2008-627) - Various 2008 – \$2,909,000  
- March 31, 2009 – \$28,342
- (3) Purpose – The purpose of this non-interest bearing loan is 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 Borrower – The 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, 2018, the Borrower has repaid \$367,168 of the amounts advanced.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the borrower, no part of the program related investment has been used for anything other than its intended charitable purpose.
- (6) Date of Report from Borrower – August 15, 2019.
- (7) Borrower Verification - The Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's loan through December 31, 2018. In addition, the borrower has provided the Foundation with a copy of its audited financial statements for the year-ended June 30, 2018. 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 confirmation of public charity status subsequent to the receipt of the listed grants.



**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 29**

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

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

- (1) Borrower -  
Exalt Education  
1818 N. Taylor Street, Suite B  
Little Rock, AR 72207
- (2) Date and Amount of program related investment (2010-739) – July 31, 2011 – \$600,000
- (3) Purpose – The purpose of this non-interest bearing loan is to provide working capital to allow borrower to improve its business model and operations.
- (4) Amount Expended by Borrower – Based on the financial reports provided to the Foundation, the borrower has deployed all of the loan proceeds received on July 31, 2011 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 Borrower, no part of the loan has been used for anything other than its intended purpose.
- (6) Date of Report from Borrower – October 7, 2019.
- (7) Borrower Verification - 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 confirmation of public charity status subsequent to the receipt of the listed grant.

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

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

- (1) Borrower  
Exalt Education  
1818 N. Taylor Street, Suite B  
Little Rock, AR 72207
- (2) Date and Amount of program related investment (2010-738) – July 14, 2011 – \$300,000
- (3) Purpose – The purpose of this non-interest bearing loan is to provide working capital to allow the borrower to improve its business model and operations.
- (4) Amount Expended by Borrower – Based on the financial reports provided to the Foundation, the borrower has deployed all of the loan proceeds received on July 14, 2011 as stated in the terms of the program related investment loan agreement. As of December 31, 2018, the Borrower has repaid \$75,000 of the amount advanced.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the Borrower, no part of the loan has been used for anything other than its intended purpose.
- (6) Date of Report from Borrower – June 24, 2019.
- (7) Borrower Verification - 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 confirmation of public charity status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee –  
  
Ampersand Education, LLC  
100 Grant Ave, Suite 2202  
Oakland, CA 94612
- (2) Date and Amount of Grant (2017-2122) – December 20, 2017 - \$112,000  
– March 22, 2018 - \$30,000  
– May 10, 2018 - \$30,000  
– July 20, 2018 - \$30,000
- (3) Purpose – The purpose of the grant is to deliver the next phase of policy work in Washington, DC and Arizona, scheduled to run from October 1, 2017 through September 2018.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all the remaining (\$58,375) grant funds received on December 20, 2017, all of the grant funds received on March 22, 2018, May 10, 2018 and July 20, 2018 respectively, 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 – July 18, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 32**

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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 (2015-1139) – 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 Grantee which will ultimately help improve the environment and the social pedigree of seafood raised in captivity.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$26,600) grant funds received on October 1, 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 – September 24, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 33**

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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 1756  
Little Rock, AR 72201-3438

(2) Date and Amount of Grant (2016-831) – August 18, 2017 - \$350,000

(3) Purpose – The purpose of the grant is to provide support to Grantee to continue its work in Arkansas to uphold the four pillars of Arkansas education reform outlined by its board of directors.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$252,151) grant funds received on August 18, 2017 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 – August 23, 2019.

(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.

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 (2015-1465) - October 13, 2016 - \$190,795
- (3) Purpose – The purpose of the grant is to develop a strategic plan and engage in early implementation of 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 \$39,749 of the remaining (\$84,116) grant funds received on October 13, 2016 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 – March 22, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
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**DECEMBER 31, 2018**

**ATTACHMENT 35**

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 (2016-2148) – March 2, 2017 - \$99,500  
March 15, 2018 - \$85,415
- (3) Purpose – The purpose of the grant is to support the recruitment and placement of an AMI Chief of Staff (COS).
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all the remaining (\$93,362) grant funds received on March 2, 2017 and \$45,941 of the grant funds received on March 15, 2018, 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 – June 26, 2019.
- (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.

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 (2017-2105) – December 14, 2017 - \$93,566  
– December 6, 2018 - \$118,217

- (3) Purpose – The purpose of the grant is to create a long-term sustainable model for educating children in sympathy with the nomadic lifestyle of the Samburu community, with the goal of preserving the magnificent cultural and natural heritage of the Samburu people and lands.

- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$38,123 of the remaining (\$88,154) grant funds received on December 14, 2017 and none of the grant funds received on December 6, 2018 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 – March 22, 2019.

- (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.



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

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

(1) Grantee -

Australis Aquaculture, LLC  
One Australia Way  
Turner Falls, MA 01376

(2) Date and Amount of Grant (2017-2190) – December 29, 2017 - \$250,000

(3) Purpose – The purpose of the grant is to support work to unlock all of the constraints to reliably reproduce and cultivate *Asparagopsis taxiformis* ('AT') at scale with a focus on solving the key challenges needed to initiate commercial scale production. The project also holds significant potential to enhance the sustainability of tropical marine aquaculture by providing an additional high value crop, which can be integrated with finfish cultivation while removing dissolved nutrients and sequestering CO2.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on December 29, 2017 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 – March 15, 2019

(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 38**

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

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

- (1) Grantee -  
Building Hope  
910 17<sup>th</sup> Street NW, Suite 1100  
Washington, D.C. 20006
- (2) Date and Amount of Grant (2016-1671) – December 15, 2016 - \$250,000  
– December 1, 2017 - \$200,000
- (3) Purpose – The purpose of the grant is to launch a Texas Technical Assistance Center to assist charter schools in Houston and San Antonio with facility planning services and to develop more systemic facility solutions which will allow charter schools to grow.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of remaining (\$31,514) grant funds received on December 15, 2016 and all of the grant funds received on December 1, 2017 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 – July 26, 2019 and September 3, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 39**

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 506  
Rogers, AR 72756

- (1) Date and Amount of Grant (2016-1518 & 2017-1449) - Various 2017 - \$8,926,468  
Various 2018 - \$9,576,162
- (3) Purpose - The purpose of this grant is 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 (\$589,366) 2017 grant funds and \$9,576,162 of grant funds received in 2018 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 November 11, 2019.
- (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, 2018. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2018. 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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 40**

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

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

(1) Grantee -

Causa Natura, A.C.  
Ave. Insurgentes 601, Oficina 14-115  
Colonia Nápoles  
Delegación Benito Juárez, Mexico C.P. 03810

(2) Date and Amount of Grant (2016-313) - July 28, 2017 - \$75,000  
-January 4, 2018 - \$50,000

(3) Purpose – The purpose of the grant is to improve public participation, transparency and accountability in the management of marine fisheries in Mexico.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$34,349) grants funds received on January 12, 2017, and all of the grant funds received on January 4, 2018, 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 – June 21, 2019.

(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.

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

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

- (1) Grantee -  
  
Charter Facility Solutions  
1390 Lawrence Street, Suite 200  
Denver, CO 80204
- (2) Date and Amount of Grant (2017-505) – May 11, 2017 - \$300,000  
– April 5, 2018 - \$200,000
- (3) Purpose – The purpose of the grant is to provide general operating support related to charter school facility-related lending in Denver, CO.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$208,191) grant funds received on May 11, 2017 and all of the grant funds received April 5, 2018 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 – July 3, 2019.
- (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 – Received confirmation of public charity status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee -  
  
Charter Fund, Inc. dba Charter School Growth Fund  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant (2013-827) – November 10, 2016 - \$2,110,000
- (3) Purpose – The purpose of the grant is 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 all of the remaining (\$210,000) remaining grant funds received on November 10, 2016 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 – April 17, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 43**

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

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

- (1) Grantee –  
  
Charter Fund, Inc. dba Charter School Growth Fund  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant (2014-812) – September 30, 2018 - \$1,482,000
- (3) Purpose – The purpose of the grant is 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 \$402,268 of the grant funds received on September 30, 2018 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 – April 17, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 44**

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

- (2) Date and Amount of Grant (2015-332) – December 1, 2017 - \$5,000,000  
- December 28, 2018 - \$10,500,000

- (3) Purpose – The purpose of the grant is to support the creation and expansion of high-quality charter management organizations (CMOs) nationally and direct funds to qualified CSGF portfolio members to cover their school-level startup costs (WFF Startup Program).

- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$2,354,891) grant funds received on December 1, 2017 and \$2,642,178 of the grant funds received on December 28, 2018 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 – April 17, 2019.

- (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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**ATTACHMENT 45**

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

(2) Date and Amount of Grant (2009-954) – December 8, 2015 - \$7,000,000

(3) Purpose – The purpose of the grant is to support the creation and expansion of public charter school networks and management companies nationally.

(4) Amount Expended by Grantee – Based on its annual report, the grantee has expended \$803,642 of the remaining grant funds (\$2,056,788) 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 – April 17, 2019.

(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.

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

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

(1) Grantee -

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

(2) Date and Amount of Grant (2012-182) – December 22, 2016 - \$7,125,000

(3) Purpose – The purpose of the grant is to help establish the "CSGF Startup Fund," which Grantee will use to help its non-KIPP portfolio members cover school-level startup costs. With help from the Startup Fund, Grantee projects its non-KIPP portfolio members would open more than 150 high-performing schools with capacity to serve more than 60,000 students.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$700,000) grant funds received on December 22, 2016 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 – April 17, 2019.

(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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 47**

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

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

- (1) Grantee -  
  
Charter Fund, Inc. dba Charter School Growth Fund  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant (2016-1963) – December 15, 2016 - \$1,500,000  
– December 1, 2017 - \$1,500,000  
– November 1, 2018 - \$1,500,000
- (3) Purpose – The purpose of the grant is to identify, develop, and train school leaders of color with proven educational track records who have a high potential for success in starting their own charter management organization (CMO).
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$250,354) grant funds received December 15, 2016, all of the grant funds received on December 1, 2017 and \$248,734 of the grant funds received on November 1, 2018 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 – April 17, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 48**

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

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

(1) Grantee -

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

(2) Date and Amount of Grant (2011-1197) – December 15, 2011 - \$1,000,000

(3) Purpose – The purpose of the grant is 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 in the bottom 5% of Florida's schools.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$320,513) 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 – April 11, 2019.

(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.

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

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

- (1) Grantee -  
  
Equitable Facilities Fund, Inc.  
(FKA -- Charter Enhanced Facilities Fund)  
105 West Adams Street, 19<sup>th</sup> Floor  
Chicago, IL 60603
- (2) Date and Amount of Grant (2017-1474) -- October 9, 2017 - \$1,953,533  
-- January 18, 2018 - \$2,582,690  
-- October 18, 2018 - \$1,350,000
- (3) Purpose -- The purpose of the grant is to support the first 28 months of operating expenses for a charter facilities Revolving Loan Fund.
- (4) Amount Expended by Grantee -- Based on the annual report, the grantee has expended all of the remaining (\$1,277,508) grant funds received on October 9, 2017, \$2,162,809 of the grant funds received on January 18, 2018 and none of the grant funds received on October 18, 2018, 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 -- July 18, 2019.
- (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 -- Received public charity status as a Type I supporting organization subsequent to date of grant.

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

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

- (1) Grantee -

Coahoma Collective  
P.O. Box 2065  
Clarksdale, MS 38601

- (2) Date and Amount of Grant (2017-1123) – December 15, 2017 - \$382,000  
– June 5, 2018 - \$43,000
- (3) Purpose – The purpose of the grant is to support the start-up of an arts-driven, community-inclusive revitalization project in downtown Clarksdale, Mississippi.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$360,215 of the grant funds received on December 15, 2017 and none of the grant funds received on June 5, 2018 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 – May 13, 2019.
- (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 – Received confirmation of public charity status subsequent to the receipt of the listed grant.

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**ATTACHMENT 51**

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

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

(1) Grantee -

Comunidad y Biodiversidad, A.C.  
Calle Isla del Peruano #215  
Colonia Lomas de Miramar, C.P. 85448  
Guaymas, Sonora, Mexico

(2) Date and Amount of Grant (2015-1516) – August 31, 2017 - \$465,200

(3) Purpose – The purpose of the grant is to strengthen the ability of civil society, fishermen and government to sustainably manage fisheries in Mexico.

(4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$187,035) grant funds received on August 31, 2017 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 – June 4, 2019.

(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 – Received PC equivalency determination status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee -  
  
Costa Humboldt  
Canonigo Madariago 570, Nunoa  
Santiago, Chile 7501467
- (2) Date and Amount of Grant (2016-1909) – November 23, 2016 - \$30,000  
– July 13, 2017 - \$30,000
- (3) Purpose – The purpose of this grant is to implement a project that allows indigenous peoples exclusive access to manage their fishing areas in two small indigenous communities in Chile.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$8,909) grant funds received on July 13, 2017 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 – June 4, 2019.
- (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**

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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 17<sup>th</sup> St., Suite 950  
Denver, CO 80202
- (2) Date and Amount of Grant (2017-394) – May 11, 2017 - \$100,000
- (3) Purpose – The purpose of this grant is to support the Grantee's Re-School Colorado Learner Advocate Network pilot (RC).
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$72,321) grant funds received on May 11, 2017 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 – June 28, 2019.
- (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.

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

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

- (1) Grantee -  
  
Education First Consulting, LLC  
P.O. Box 22871  
Seattle, WA 98122
- (2) Date and Amount of Grant (2017-1255) – March 1, 2018 - \$30,000
- (3) Purpose – The purpose of this grant is to lead the development of a comprehensive strategic plan for the Indiana Department of Education (IDOE) that will inform the design and implementation of new programs, policies, and services.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on March 1, 2018 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 – August 8, 2018.
- (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.

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

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

- (1) Grantee -  
  
Fundación Geute Conserción Sur  
Independencia 050, Office 4  
Puerto Varas, Chile 555000
- (2) Date and Amount of Grant (2017-90) – April 27, 2017 - \$61,103
- (3) Purpose – The purpose of this grant is to develop strategies for curbing the illegal sale of hake products, one of Chile's most consumed fish stocks.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$33,400) grant funds received on April 27, 2017 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 – May 17, 2019.
- (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.

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

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

- (1) Grantee -  
  
Fundación Terram  
Av. Bustamante 24 dpto I  
Santiago, Chile
- (2) Date and Amount of Grant (2017-343) – June 22, 2017 - \$100,000  
– August 9, 2018 - \$100,000
- (3) Purpose – The purpose of this grant is to build the Grantee's capacities to engage in fisheries policy and management as well as conduct nonpartisan education and outreach on sustainable fisheries management to decision makers.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$57,632) grant funds received on June 22, 2017 and \$33,152 of the grant funds received on August 9, 2018 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 – July 24, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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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 Education Holdings, Inc.  
P.O. Box 140931  
Edgewater, CO 80214
- (2) Date and Amount of Grant (2017-1593) – September 21, 2017 - \$3,350,000
- (3) Purpose – The purpose of the grant is to provide funding for construction related costs for a new school building.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$700,000) grants funds received on September 21, 2017 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 –September 18, 2019.
- (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.

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

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

(1) Grantee -

Huitt-Zollars, Inc.  
1001 Fannin Street, Suite 4040  
Houston, TX 77002

(2) Date and Amount of Grant (2017-1821) – November 22, 2017 - \$250,000

(3) Purpose – The purpose of the grant is to lead an effort with Texas research institutions to share data and develop/disseminate information to drive decision-making related to lessons learned on flood prevention and what further work needs to be done to mitigate future potential flooding.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on November 22, 2017 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 – July 15, 2019.

(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.

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

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

- (1) , Grantee -

Institute Deliverology Indonesia  
Menara Rajawali, Level 7 – 1  
Jl. DR Ide Anak Agung Gde Agung  
Jakarta Raya, Indonesia 12950

- (2) Date and Amount of Grant (2016-2039) – December 8, 2016 - \$400,000  
– August 3, 2017 - \$100,000  
– March 8, 2018 - \$100,000
- (3) Purpose – The purpose of this grant is to provide technical capacity and support to the Indonesian Government's Ministry of Marine Affairs and Fisheries (MMAF) to implement several aspects of its five-year strategic plan for creating sustainable fisheries in Indonesia.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$94,467) of the grant funds received on December 8, 2016, all of the grant funds received on August 3, 2017 and all of the grant funds received on March 8, 2018, 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 – July 13, 2019.
- (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

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

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

- (1) Grantee -  
  
International Pole & Line Foundation  
1 London Street  
Reading, England RG1 4QW
- (2) Date and Amount of Grant (2017-756) – November 2, 2017 - \$300,000  
– February 1, 2018 - \$250,000  
– November 21, 2018 - \$300,000
- (3) Purpose – The purpose of this grant is to transform Indonesia's pole-and-line and handline tuna sector into an internationally recognized source of sustainable fish.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$257,664) grant funds received on November 2, 2017, \$235,001 of the grant funds received on February 1, 2018 and none of the funds received on November 21, 2018 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 – July 31, 2019.
- (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 PC equivalency determination 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 -

Jones Trust  
922 E. Emma Avenue  
Springdale, AR 72764

- (2) Date and Amount of Grant (2017-1522) – November 30, 2017 - \$1,050,000  
– November 15, 2018 - \$50,000

- (3) Purpose – The purpose of this grant is to develop, construct and program a 2.75-acre bicycle skills park on its Jones Center campus in downtown Springdale, Arkansas.

- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on November 30, 2017 and all of the grant funds received on November 15, 2018 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 – May 7, 2019.

- (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 62**

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

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

- (1) Grantee -  
Luminary Learning Network  
1390 Lawrence St, Ste. #400  
Denver, CO 80204
- (2) Date and Amount of Grant (2016-1646) – July 20, 2017 - \$225,000
- (3) Purpose – The purpose of the grant is to support the development and launch of their innovation zone in Denver.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$200,180 of the grant funds received on July 20, 2017 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 – July 19, 2019.
- (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 – Received confirmation of 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 -

Montessori Center of Washington  
826 N. Steele St.  
Tacoma, WA 98403

(2) Date and Amount of Grant (2015-1734) - January 7, 2016 - \$22,256

(3) Purpose - The purpose of the grant is to support phase I planning costs of John Wesley Academy, a Montessori learning center to open in fall 2016.

(4) Amount Expended by Grantee - Based on the annual report, the grantee has not expended any of the remaining grant funds (\$1,900) received on January 7, 2016.

(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 - September 18, 2019.

(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 - Not Classified.

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**ATTACHMENT 64**

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

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

(1) Grantee -

Pagosa Peak Open School  
135 Country Center Drive F-84  
Pagosa Springs, CO 81147

(2) Date and Amount of Grant (2017-718) – May 25, 2017 - \$38,000

(3) Purpose – The purpose of the grant is to support wellness programs, FRL lunch support, responsive classroom and love and logic training, charter/district collaboration on place-based learning platforms, and start-up contracts for key implementation personnel in special education/ELL, early childhood literacy, wellness and school leadership.

(4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$18,997) grant funds received on May 25, 2017 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 – August 23, 2019.

(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 – Received confirmation of public charity status subsequent to the receipt of the listed grant.

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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 -  
  
Pontifica Universidad Catolica  
Alameda 340  
Santiago, Chile
- (2) Date and Amount of Grant (2016-1925) – December 8, 2016 - \$175,000  
– December 14, 2017 - \$75,000
- (3) Purpose – The purpose of the grant is to provide support for the Center of Applied Ecology and Sustainability (CAPES), to help advance scientific research and analyses that support program strategies of the new Chile country level strategy.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$99,100) grant funds received on December 8, 2016 and all of the grant funds received on December 14, 2017 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 – July 17, 2019.
- (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**

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

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

- (1) Grantee -  
  
Pontifica Universidad Catolica  
Alameda 340  
Santiago, Chile
- (2) Date and Amount of Grant (2016-1940) – May 18, 2017 - \$53,000
- (3) Purpose – The purpose of the grant is to allow CoLab (FishLab) – a unit within the Grantee, one of Chile's largest universities – to deploy its expertise around multi-stakeholder collaboration and use social innovation laboratories to improve two artisanal fisheries in communities in Central Chile.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all the remaining (\$14,722) of the grant funds received on May 18, 2017 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 – June 3, 2019.
- (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 67**

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 (2013-1045) – October 24, 2013 - \$1,250,000  
– July 31, 2014 - \$1,250,000  
– September 3, 2015 - \$1,250,000  
– August 25, 2016 - \$1,250,000
- (3) Purpose – The purpose of the grant is to provide matching funds 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 – May 27, 2019.
- (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 - Received confirmation of 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 -  
  
Pronatura Noroeste A.C.  
Calle Décima No. 60, (Esq Ryerson) Zona Centro Ensenada  
Baja California, Mexico CP 22800
- (2) Date and Amount of Grant (2017-359) – November 16, 2017 - \$314,102
- (3) Purpose – The purpose of the grant is 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 has expended all of the remaining (\$186,459) grant funds received on November 16, 2017 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 – June 28, 2019.
- (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 PC equivalency determination 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 -

Pronatura Noroeste A.C.  
Calle Décima No. 60, (Esq Ryerson) Zona Centro Ensenada  
Baja California, Mexico CP 22800

(2) Date and Amount of Grant (2017-664) – June 8, 2017 - \$250,000  
– May 17, 2018 - \$250,000

(3) Purpose – The purpose of the grant is to launch fishery improvement projects (FIPs) in at least four previously assessed coastal small-scale fisheries and conduct assessments for a minimum of five additional fisheries in Mexico.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$113,827) grant funds received on June 8, 2017 and \$133,171 of the grant funds received on May 17, 2018 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 – July 31, 2019.

(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 PC equivalency determination status subsequent to the receipt of the listed grant.

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

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

(1) Grantee -

PT Hatfield Indonesia  
LIPI Building 3rd Floor, Jl. Ir. H. Juanda No. 18  
Bogor 16122, West Java, Indonesia 16710

(2) Date and Amount of Grant (2017-2189) – December 29, 2017 - \$150,000

(3) Purpose – The purpose of the grant is to facilitate implementation of strategic projects for Indonesia aquaculture program with a specific focus on work that improves the management of Indonesia's aquaculture in support of environmental sustainability, food security, business profitability, and livelihood benefits.

(4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$82,707) grant funds received on December 29, 2017 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 – December 31, 2018.

(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 – 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 -  
Reframe Labs  
3363 La Clede Ave.  
Los Angeles, CA 90039
- (2) Date and Amount of Grant (2017-1600) – October 25, 2018 - \$454,467
- (3) Purpose – The purpose of the grant is to surface and develop a pipeline of diverse leaders to design and launch innovative public schools in Los Angeles.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on October 25, 2018 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 – June 27, 2019.
- (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 – Not Classified.

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

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

(1) Grantee -

Restaremos el Colorado  
Av. Costa Rica #273, Interior 1  
Mexicali, Baja California, Mexico 21200

(2) Date and Amount of Grant (2015-1514) – Various 2016 - \$1,820,682

(3) Purpose – The purpose of the grant is to implement restoration at the el Chausse project site, to acquire and manage water rights for restoration projects throughout the Colorado River Delta, to work with partner organizations to secure a new binational agreement between Mexico and the U.S., and to develop capacity of the newly minted RC organization.

(4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$447,135) grant funds received in 2016 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 – August 1, 2019.

(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 – Received PC equivalency determination status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee -  
  
Restauremos el Colorado  
Av. Costa Rica #273, Interior 1  
Mexicali, Baja California, Mexico 21200
- (2) Date and Amount of Grant (2017-1633) – December 1, 2017 - \$1,030,000  
– December 6, 2018 - \$700,000
- (3) Purpose – The purpose of the grant is to acquire and manage water rights for restoration projects throughout the Colorado River Delta, work with partner organizations to implement the Minute 323 agreement between Mexico and the U.S., continue development of capacity and governance for the Grantee and its water trust functions, and complete restoration of 155 acres at the El Chausse restoration site.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$973,885) grant funds received on December 1, 2017 and none of the funds received on December 6, 2018, 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 – September 10, 2019.
- (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 – Received PC equivalency determination status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee -  
  
Results in Education Foundation  
1360 North Milwaukee Avenue, #3  
Chicago, IL 60622
- (2) Date and Amount of Grant (2017-1357) – September 21, 2017 - \$40,000  
– March 1, 2018 - \$62,500
- (3) Purpose – The purpose of the grant is to support research and analysis that will inform communications efforts of WFF's grantee and partner community and improve national and regional narratives about education reform.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$916) grant funds received on September 21, 2017 and all of the grant funds received on March 1, 2018 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 – March 29, 2019 and September 19, 2019.
- (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 -

Sailors for the Sea Japan  
c/o Inter Continental Yokohama Grand  
1-1-1 Minato Mirai  
Yokohama, Kanagawa, Japan

(2) Date and Amount of Grant (2016-1906) – February 8, 2018 – \$25,000

(3) Purpose – The purpose of the grant is to introduce the issues of Illegal, Unreported and Unregulated (IUU) and sustainable seafood to key audiences in Japan.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on February 8, 2018 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 – July 15, 2018.

(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 -  
  
Schoolzilla PBC  
1999 Harrison Street, Suite 1100  
Oakland, CA 94612
- (2) Date and Amount of Grant (2017-1631) – November 2, 2017 - \$20,000
- (3) Purpose – The purpose of the grant is to support Schoolzilla's Data Champion Summit series that brings together K-12 analyst and leaders from across the country to better understand data's role in furthering equitable outcomes for all students.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on November 2, 2017 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 – June 28, 2019.
- (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.



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

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

- (1) Grantee -  
Seafood Legacy Co., Ltd.  
#804 2-14-6 Tsukiji  
Chuo-Ku  
Tokyo, Japan 104-0045
- (2) Date and Amount of Grant (2016-1616) – January 25, 2018 - \$75,000
- (3) Purpose – The purpose of the grant is to build a platform for Japanese retailers to discuss sustainable seafood, identify the role of the retailer sector in Japan on ending the importation of Illegal, Unreported and Unregulated (IUU) seafood, educate the seafood industry on existing regulations to end IUU, including the Port States Measures Agreement, and to act as a coordinator for the sustainable seafood work emerging in Japan.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on January 25, 2018 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 – May 29, 2019.
- (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 – Not Classified.

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

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

- (1) Grantee -  
  
SmartFish Rescate de Valor, AC  
Miguel L. De Legaspy 760  
Colonia Centro, La Paz  
Baja California Sur, Mexico 23000
- (2) Date and Amount of Grant (2016-475) – July 13, 2017 - \$125,000  
– February 8, 2018 - \$100,000
- (3) Purpose – The purpose of the grant is to support an innovative project to rescue value in Mexico's small-scale fisheries in order to incentivize sustainable fisheries management.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$96,123) grant funds received on July 13, 2017 and all of the grant funds received on February 8, 2018 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 – June 10, 2019.
- (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 PC equivalency determination status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee -  
  
Sociedad Peruana de Derecho Ambiental  
Prolongación Arenales 437, San Isidro  
Lima, Peru
- (2) Date and Amount of Grant (2017-1478) – October 27, 2017 - \$349,997  
– November 15, 2018 - \$349,996
- (3) Purpose – The purpose of the grant is to continue to provide the Foundation and its on-the-ground partners with the legal and policy information necessary to support sustainable management of Peru's fisheries.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$282,033) grant funds received on October 27, 2017 and \$52,576 of the grant funds received on November 15, 2018 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 – June 28, 2019.
- (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 PC equivalency determination status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee -  
  
Springboard Partners  
2755 Ordway St., NW, Apt #108  
Washington, DC 20008
- (2) Date and Amount of Grant (2016-2130) – December 29, 2016 - \$25,000  
– March 23, 2017 - \$90,000
- (3) Purpose – The purpose of the grant is to complete an evaluation, as well as a communications strategy to roll out the findings of the evaluation, in celebration of the 20th anniversary of the sustainable seafood movement.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on December 29, 2016 and all of the grant funds received on March 23, 2017 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 – June 10, 2019.
- (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 -

Springboard Partners  
2755 Ordway St., NW, Apt #108  
Washington, DC 20008

(2) Date and Amount of Grant (2017-1937) – February 15, 2018 - \$21,000

(3) Purpose – The purpose of the grant is to provide communication support to the sustainable seafood community and to conclude the communications initiative supporting the 20th anniversary of the sustainable seafood movement.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on February 15, 2018 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 – June 27, 2019.

(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.

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

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

(1) Grantee -

State Parks and Recreation Foundation of Arkansas  
425 W. Capitol Ave., Suite 3800  
Little Rock, AR 72201

(2) Date and Amount of Grant (2017-1002) – July 20, 2017 - \$155,000

(3) Purpose – The purpose of the grant is to launch the State Parks Foundation, a centralized funding agency that would support maintenance and other infrastructural elements related to the state's 52-park system. This grant would provide critical seed funding to enable the State Parks Foundation to hire an Executive Director and pay operating expenses for years 1-3.

(4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$104,485 of the remaining (\$108,797) grant funds received on July 20, 2017 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 – March 26, 2019.

(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 – Received confirmation of public charity status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee -  
  
Stockholm Resilience Centre  
Stockholm University  
Kräfftriket 2B  
Stockholm, Sweden 106 09
- (2) Date and Amount of Grant (2017-693) – June 22, 2017 - \$165,000  
– April 5, 2018 - \$182,000
- (3) Purpose – The purpose of the grant is to support the second phase of the SeaBOS initiative which will create an actionable work plan to track progress against commitments to improve how fisheries are properly managed with an emphasis on long-term sustainability.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$122,882) grant funds received on June 22, 2017 and all of the grant funds received on April 5, 2018 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 – June 11, 2019.
- (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 – Not Classified.

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

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

- (1) Grantee -  
  
Thaden School (formerly Northwest Arkansas Independent School)  
410 SE Staggerwing Ln.  
Bentonville, AR 72712
- (2) Date and Amount of Grant (2016-1431) – September 8, 2016 - \$132,000
- (3) Purpose – The purpose of the grant is to fund the relocation and preservation of the Louise Thaden House.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the remaining (\$23,459) grant funds received on September 8, 2016 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 – June 17, 2019.
- (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 confirmation of 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 -

The Century Foundation, Inc.  
1 Whitehall St., 15<sup>th</sup> Floor  
New York, NY 10004

- (2) Date and Amount of Grant (2017-134) – April 20, 2017 - \$275,000  
– July 6, 2018 - \$250,000

- (3) Purpose – The purpose of the grant is to support the growth of the diverse charter school sector by directly engaging with school leaders, journalists, and policymakers to around the opening of new schools, expansion of existing schools, and creation of policies that support diverse charter growth.

- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$129,750) grant funds received on April 20, 2017 and \$101,465 of the grant funds received on July 6, 2018 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 – July 12, 2019.

- (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 Memphis Lift Parent Institute  
1637 Britton Street  
Memphis, TN 38108
- (2) Date and Amount of Grant (2017-1424) – November 22, 2017 - \$375,000
- (3) Purpose – The purpose of the grant is to support efforts focused on increasing awareness and engagement of parents on education issues.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on November 22, 2017 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 – July 18, 2019.
- (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 confirmation of 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 -  
  
The Peel Compton Foundation  
312 N. Main Street  
Bentonville, AR 72712
- (2) Date and Amount of Grant (2017-1574) – March 8, 2018 - \$1,475
- (3) Purpose – The purpose of the grant is to provide a new roof and rubber ladder system for the Peel Mansion, a historically significant structure located in Benton County, AR.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all grant funds received on March 8, 2018 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 – April 24, 2018.
- (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.

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 (2017-91) – January 4, 2018 - \$17,184  
– January 19, 2018 - \$69,844
- (3) Purpose – The purpose of the grant is to provide support for operations and maintenance of the gardens and preservation of historically significant structures in Benton County, AR.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all grant funds received on January 4, 2018 and January 19, 2018 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 – April 24, 2018.
- (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.

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

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

(1) Grantee -

The Sarara Institute d/b/a The Matalai Foundation  
2582 Bellaire Street  
Denver, CO 80207

- (2) Date and Amount of Grant (2017-2108) – December 15, 2017 - \$274,735  
- December 6, 2018 - \$103,488

- (3) Purpose – The purpose of the grant is to create a long-term sustainable model for educating children in sympathy with the nomadic lifestyle of the Samburu community, with the goal of preserving the magnificent cultural and natural heritage of the Samburu people and lands.

- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$240,927 of the remaining (\$274,723) grant funds received on December 15, 2017 and none of the grant funds received on December 6, 2018 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 – August 15, 2019.

- (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 -  
  
Yayasan Masyarakat Dan Perikanan Indonesian (formerly Masyarakat dan Perikanan Indonesian)  
Istana Regency Blok S7, Jalan Bypass Ngurah Rai, Pesanggaran, 80223  
Bali, Indonesia
- (2) Date and Amount of Grant (2016-2140) – July 20, 2017 - \$140,000
- (3) Purpose – The purpose of the grant is to work within the small-scale sector of Indonesian fisheries to promote and develop infrastructure, methodologies and approaches for improving fisheries management in Indonesia.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$52,797) grant funds received on July 20, 2017 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 – June 25, 2019.
- (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 PC equivalency determination status subsequent to the receipt of the listed grant.

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

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

(1) Grantee -

Yayasan Upaya Indonesia Damai (United in Diversity Foundation)  
Gedung Graha Ganesha, 2nd Floor, Jl. Hayam Wuruk No. 28  
Jakarta Pusat, Jakarta, Indonesia

(2) Date and Amount of Grant (2017-2085) – December 14, 2017 - \$20,000

(3) Purpose – The purpose of the grant is to sponsor the Program of Innovative Dynamic Education and Action for Sustainability for Indonesia 2017/2018, also known as IDEAS-Indonesia 6.0.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on December 14, 2017 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 – June 28, 2019.

(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 -  
  
YouthForce NOLA (formerly Educate Now)  
625 Celeste St. Box 108  
New Orleans, LA 70130
- (2) Date and Amount of Grant (2016-769) – April 27, 2017 - \$300,000  
– May 17, 2018 - \$300,000
- (3) Purpose – The purpose of this grant is to connect New Orleans charter high schools to the business community through work-based learning experiences and career and technical education programming, with the objective of preparing students for high-wage, high demand jobs based on local economic needs.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining grant funds (\$137,000) received on April 27, 2017 and \$103,000 of the grant funds received on May 17, 2018 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 – July 1, 2019.
- (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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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 (2016-1611) – November 30, 2017 - \$150,000
- (3) Purpose – The purpose of the grant is in support of Precision Conservation Management (PCM), an innovative program created to empower farmers to address the water quality problems related to commercial row crop in the Mississippi River.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$90,986) grant funds received on November 30, 2017 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 – July 8, 2019.
- (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 Builders Initiative, Inc.  
P.O. Box 1860  
Bentonville, AR 72712
- (2) Date and Amount of Grant (2017-1317) – August 18, 2017 - \$10,000,000
- (3) Purpose – The purpose of the grant is to provide an Endowment Grant to provide funding for the Grantee's grant-making, mission-related investments and other programs in connection with the Grantee's charitable mission.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has not expended any of the funds received August 18, 2017.
- (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 – September 17, 2019.
- (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 report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Non-Operating Foundation.

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 an interest in the following entity as a program-related investment.  
  
Meloy Fund I GP, LLC  
1310 N. Courthouse Road, Suite 110  
Arlington, VA 22201
- (2) Dates of Investment – (2017-1242) August 3, 2017 - \$250,000  
December 6, 2017 - \$200,000
- (3) Purpose – the Foundation is making the Investment to support investments in enterprises in the Philippines, Indonesia and other countries as determined by the Fund that will compel the adoption of sustainable fisheries strategies in order to protect, preserve and sustain valuable marine ecosystems, combat ecologically harmful overfishing and promote an ecologically balanced and sustainable approach to fishery practices in order to protect and sustain the livelihood and well-being of fishers and vulnerable coastal communities in these areas (the “Charitable Purpose”).
- (3) Amount Expended by Grantee – The initial investment of \$250,000 made on August 3, 2017 and an additional investment of \$200,000 made on December 6, 2017 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 – April 11, 2019.
- (7) Grantor Verification - 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 –  
Ohio Excels  
41 S. High Street, Suite 2240  
Columbus, Ohio 43215
- (2) Date and Amount of Grant (2018-1152) – December 13, 2018 - \$150,000
- (3) Purpose – The purpose of the grant is to support the launch of Ohio Excels, a new statewide advocacy organization whose objective is to engage the Ohio business community in education policy.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has not expended any of the funds received December 13, 2018 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 – July 24, 2019.
- (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 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 -  
Echelon Insights  
121 N Washington Street, Suite 320  
Alexandria, VA 22314
- (2) Date and Amount of Grant (2018-706) – July 6, 2018 - \$199,500
- (3) Purpose – The purpose of the grant is to support the production and dissemination of research about millennial viewpoints on K-12 accountability.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$194,783 of the grant funds received July 6, 2018 in accordance with the terms of the grant agreement. The Grantee has returned the remaining (\$4,717) balance of funds received on July 6, 2018.
- (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 – July 29, 2019.
- (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 report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
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**DECEMBER 31, 2018**

**ATTACHMENT 98**

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

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

(1) Grantee -

BE Nola, Inc.  
9511 Chef Menteur Hwy., Suite 109  
New Orleans, LA 70127

(2) Date and Amount of Grant (2018-741) – August 9, 2018 - \$224,341

(3) Purpose – The purpose of the grant is to advance the growth of high-quality schools by more effectively integrating Black community members towards the goal of increasing equity in schools and to support Black-led single-site schools and the redesign of a school through a community-driven model.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$48,338 of the funds received on August 9, 2018 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 – July 29, 2019.

(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 report; therefore, further verification by the Foundation was deemed unnecessary.

(8) Foundation Status – Not Classified.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
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**DECEMBER 31, 2018**

**ATTACHMENT 99**

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

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

(1) Grantee -

Camara Chilena Norteamericana De Comercio A.G.  
Av. Pdte. Kennedy 5735  
Of. 201 Toore Poniente  
Las Condes, Santiago, Chile

(2) Date and Amount of Grant (2018-568) – May 25, 2018 - \$3,000

(3) Purpose – The purpose of the grant is to organize a meeting, along with partner U.S. foundations, to push for environmental sustainability.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on May 25, 2018 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 – July 26, 2019.

(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 report; therefore, further verification by the Foundation was deemed unnecessary.

(8) Foundation Status – Not Classified.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
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**DECEMBER 31, 2018**

**ATTACHMENT 100**

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

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

- (1) Grantee -  
  
Marine Change Limited  
2406 9 Queens Road  
Hong Kong, China
- (2) Date and Amount of Grant (2018-633) – September 27, 2018 - \$100,000
- (3) Purpose – The purpose of the grant is to build a coordination platform for all organizations engaged in tuna fisheries management activities in Indonesia's archipelagic waters to engage in open information sharing, dialogue, and collaboration on tuna management and reform efforts; and to conduct trials to improve bait fish management on Indonesian pole and line fishing vessels.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$49,797 of the grant funds received on September 27, 2018 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 – July 29, 2019.
- (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 report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Not Classified.



**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 101**

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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 (2018-337) – March 15, 2018 - \$20,250
- (3) Purpose – The purpose of the grant is to support staff time on a Strategic Communications project.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on March 15, 2018 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 – July 26, 2019.
- (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.

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

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

- (1) Grantee -  
  
Ernst & Young, LLP  
50 Rowes Wharf, 6<sup>th</sup> Fl  
Boston, MA 02110
- (2) Date and Amount of Grant (2018-1207) – November 15, 2018 - \$390,000
- (3) Purpose – The purpose of the grant is to support a three-phase project with the intended goal of understanding the plausibility of launching a new teacher organization.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on November 15, 2018 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 – July 29, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 103**

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

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

- (1) Grantee -  
  
e.Republic, Inc.  
100 Blue Ravine Road  
Folsom, CA 95630
- (2) Date and Amount of Grant (2018-67) – March 29, 2018 - \$43,500
- (3) Purpose – The purpose of the grant is to support two regional events and a topical insert for Governing magazine.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on March 29, 2018 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 – July 29, 2019.
- (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.

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

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

- (1) Grantee -  
  
Retirement Security Foundation  
1430 Blue Oaks Blvd, Suite 230  
Roseville, CA 95747
- (2) Date and Amount of Grant (2018-25) – June 5, 2018 - \$700,000  
– October 11, 2018 - \$449,750
- (3) Purpose – The purpose of the grant is to execute a strategy for policy change across three states that are ripe for pension reform, as well as to invest in cultivating six additional states for reform in the near future.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on June 5, 2018 and \$65,462 of the grant funds received on October 11, 2018 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 – July 31, 2019.
- (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.

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

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

- (1) Grantee -  
  
World Resources Institute Indonesia  
Jalan Wijaya 1 No. 63  
South Jakarta, Indonesia, 12160
- (2) Date and Amount of Grant (2018-437) – June 21, 2018 - \$75,000
- (3) Purpose – The purpose of the grant is to undertake a systematic economy-wide assessment and modeling exercise that identifies the Indonesian policies and investments required to achieve long-term sustainable fisheries; identify the socioeconomic impacts of such policies and investments; and bring together stakeholders from government, the private sector, the international community and civil society to advance the identified policies and investments.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on June 21, 2018 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 – August 4, 2019.
- (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.

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

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

- (1) Grantee -  
  
Sailors for the Sea Japan  
c/o Inter Continental Yokohama Grand  
1-1-1 Minato Mirai, Yokohama, Kanagawa, Japan
- (2) Date and Amount of Grant (2018-168) – July 13, 2018 - \$125,000
- (3) Purpose – The purpose of the grant is to build support for sustainable seafood in two influential categories, the business sector and Japanese society more broadly, in order to raise awareness around the importance of sustainable and traceable seafood.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on July 13, 2018 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 – July 20, 2019.
- (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.

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

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

- (1) Grantee -

The Latina Circle  
4 Copley Place, Suite 145  
Boston, MA 02116

- (2) Date and Amount of Grant (2018-1107) – December 13, 2018 - \$150,000

- (3) Purpose – The purpose of the grant is to grow the Latina Circle's Amplify Latinx-branded programming across the state of Massachusetts, expand its network of civically engaged Latinx leaders, and develop a sustainable coalition of partners serving the Latinx community in the state.

- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$3,200 of the grant funds received on December 13, 2018 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 – July 18, 2019.

- (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 confirmation of public charity status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee -  
  
Alpha Phi Alpha Fraternity, Inc.  
2313 Saint Paul Street  
Baltimore, MD 21218
- (2) Date and Amount of Grant (2018-1038) – October 11, 2018 - \$10,000
- (3) Purpose – The purpose of the grant is to support the Grantee's 95th General Convention with a focus on training and learning opportunities around K-12 education reform issues.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$5,710 of the grant funds received on July 13, 2018 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 – August 12, 2019.
- (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.



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

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

- (1) Grantee -  
  
Carnegie Foundation for the Advancement of Teaching  
51 Vista Lane  
Stanford, CA 94305
- (2) Date and Amount of Grant (2018-971) – August 24, 2018 - \$25,000
- (3) Purpose – The purpose of the grant is to support the 2019 Summit on Improvement in Education, which will take place April 16-18, 2019 in San Francisco, CA.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on August 24, 2018 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 – August 12, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 110**

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

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

- (1) Grantee -  
  
Vestigo Partners  
4615 Lambert Place  
Alexandria, VA 22311
- (2) Date and Amount of Grant (2018-96) – March 22, 2018 - \$50,000  
- October 18, 2018 - \$15,000
- (3) Purpose – The purpose of the grant is to support the 2019 Summit on Improvement in Education, which will take place April 16-18, 2019 in San Francisco, CA.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on March 22, 2018 and all of the grant funds received on October 18, 2018 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 – August 12, 2019.
- (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.

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

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

(1) Grantee -

Farm Journal, Inc.  
1600 Market Street, Suite 1530  
Philadelphia, PA, 19103

(2) Date and Amount of Grant (2018-1142) – November 15, 2018 - \$100,000

(3) Purpose – The purpose of the grant is to improve the environmental performance of agriculture in central Illinois and, by extension, improve water quality in the Mississippi River and its tributaries. The grant will do this by educating farmers on the environmental and economic benefits of conservation practices through the Grantee's publications. This grant will also result in the Grantee developing a replicable model to use their existing print and social media networks to encourage farmers to seek support for practices that reduce nutrient runoff and prioritize cover crops in central Illinois. This model and the learning from developing it will then be shared with the Foundation and other grantees.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$33,333 of the grant funds received on November 15, 2018 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 – July 18, 2019.

(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.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
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**DECEMBER 31, 2018**

**ATTACHMENT 112**

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

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

- (1) Grantee -  
  
Pastorek Partners, LLC  
8913 Darby Lane  
River Ridge, LA 70123
- (2) Date and Amount of Grant (2018-254) – April 5, 2018 - \$25,000
- (3) Purpose – The purpose of the grant is to support transportation and other expenses for up to 30 individuals from WFF communities to travel to Puerto Rico in order to offer testimony and other forms of communications and messaging support for Puerto Rico's K-12 charter and other public school reform efforts.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$15,735 of the grant funds received on April 5, 2018 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 – July 22, 2019.
- (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.

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

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

(1) Grantee -

American Soybean Association  
12125 Woodcrest Executive Drive, Suite 100  
St. Louis, MO 63141

(2) Date and Amount of Grant (2018-1227) – November 21, 2018 - \$200,000

(3) Purpose – The purpose of the grant is to support the development of an environmental sustainability program focused on improving water quality while more broadly encouraging adoption of farm conservation practices and building farmer champions for agricultural conservation.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$11,450 of the grant funds received on November 21, 2018 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 – June 21, 2019.

(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.

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 Pkwy  
Ankeny, IA 50023
- (2) Date and Amount of Grant (2018-1247) – November 15, 2018 - \$271,033
- (3) Purpose – The purpose of the grant is to develop a model to dramatically advance watershed planning and implementation to improve water quality in Iowa.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$33,727 of the grant funds received on November 15, 2018 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 – June 26, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 115**

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

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

(1) Grantee -

PRENDA, Inc.  
1646 N Chestnut Cir  
Mesa, AZ 85213

(2) Date and Amount of Grant (2018-791) – August 24, 2018 - \$325,000

(3) Purpose – The purpose of the grant is to support the start-up of a public charter school located in Mesa, AZ.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$50,780 of the grant funds received on August 24, 2018 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 – June 28, 2019.

(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.

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

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

- (1) Grantee -  
  
Results in Education Foundation  
P.O. Box 498  
Oak Forest, IL 60452
- (2) Date and Amount of Grant (2018-460) – May 3, 2018 - \$500,000
- (3) Purpose – The purpose of the grant is to support its efforts to identify, amplify and build the capacity of authentic spokespeople and education reform advocates.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on May 3, 2018 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 – July 8, 2019.
- (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.



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

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

- (1) Grantee -  
  
Mercury Public Affairs, LLC  
200 Varick Street, Suite 600  
New York, NY 10014-4809
- (2) Date and Amount of Grant (2018-203) – June 5, 2018 - \$75,000
- (3) Purpose – The purpose of the grant is to execute a proactive media strategy around K-12 education reform issues in the Bay Area and nationally.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on June 5, 2018 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 – July 9, 2019
- (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.

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

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

(1) Grantee -

Mile High Strategies, LLC  
2525 15<sup>th</sup> Street, Suite 2C  
Denver, CO 80211

(2) Date and Amount of Grant (2018-255) – April 12, 2018 - \$250,000  
– October 25, 2018 - \$250,000

(3) Purpose – The purpose of the grant is to support States Pave the Way, a project that will produce a policy and implementation catalogue with innovative pathways to advance state education reform and related initiatives and also convene representatives from at least eight states to explore how these states can pave the way in implementing the initiatives described in the policy catalogue.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$245,879 of the grant funds received on April 12, 2018 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 – July 9, 2019.

(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.

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

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

(1) Grantee -

PT Hatfield Indonesia  
LIPI Building 3rd Floor, Jl. Ir. H. Juanda No. 18  
Bogor 16122, West Java, Indonesia 16710

- (2) Date and Amount of Grant (2018-257) – April 20, 2018 - \$75,025  
– August 24, 2018 - \$75,000

- (3) Purpose - The purpose of this grant is to conduct a fisheries characterization study and make recommendations to improve management of the tuna purse seine sector and develop a white paper with recommendations for the Ministry of Marine Affairs and Fisheries on how to design and implement a national Tuna Commission – a collaborative platform bringing government together with scientists, the private sector and other important stakeholders to put the new harvest control rule for tuna into action.

- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on April 20, 2018 and all of the grant funds received on August 24, 2018 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 – May 20, 2019.

- (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 – Not Classified.

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

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

(1) Grantee -

Coral Triangle Center  
Ji Danau Tamblingan No. 78  
Sanur, Denpasar, Selatan, Bali, Indonesia

- (2) Date and Amount of Grant (2018-313) – May 17, 2018 - \$50,000  
- October 18, 2018 - \$50,000

- (3) Purpose – The purpose of this grant is to support the Our Oceans Conference in Indonesia in October 2018.

- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on May 17, 2018 and all of the funds received on October 18, 2018 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 – April 30, 2019.

- (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 – Not Classified.

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

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

- (1) Grantee -  
  
Kimbell Art Foundation  
3333 Camp Bowie Blvd  
Fort Worth, TX 76107
- (2) Date and Amount of Grant (2018-185) – March 8, 2018 - \$40,000
- (3) Purpose – The purpose of the grant is to support 2018 general operations of the Kimbell Art Museum.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on March 8, 2018 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 – February 5, 2019.
- (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

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 (2018-1348) – December 13, 2018 - \$300,000
- (3) Purpose – The purpose of the grant is to develop aquaculture improvement project guidelines for Indonesian shrimp farms, implementing pilot projects, trainings on the guidelines and promoting certifications of sustainable shrimp farms.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$6,316 of the funds received on December 13, 2018 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 – May 2, 2019.
- (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.

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

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

- (1) Grantee -  
  
Institute Deliverology Indonesia  
Menara Rajawali, Level 7 – I  
Jl. DR Ide Anak Agung Gde Agung  
Jakarta Raya, Indonesia 12950
- (2) Date and Amount of Grant (2018-1072) – October 25, 2018 - \$125,000
- (3) Purpose – The purpose of this grant is to support the Ministry of Marine Affairs and Fisheries Delivery Unit in finalizing and adopting the One Data, or Satu Data, Initiative and to ensure its implementation is fully transitioned to the Ministry's Center for Data, Statistics, and Information (Pusdatin).
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$72,457 of the grant funds received on October 25, 2018 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 – June 27, 2019.
- (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

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 (2018-44, 2018-1209, 2018-1120) – Various 2018 - \$784,822
- (3) Purpose – The purpose of the grant(s) is to provide support for Peel Mansion, Peel Garden Operations, Professional Fees, the Peel Conference Center, and Compton Garden's Operations.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received in 2018 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 – August 28, 2019.
- (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.



**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2018**

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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 (2018-478) – March 26, 2018 - \$46,596  
– May 3, 2018 - \$23,428  
– May 25, 2018 - \$14,246  
– June 28, 2018 - \$38,742
- (3) Purpose – The purpose of the grant is to support the remodel and update efforts of Peel Mansion.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all grant funds received on March 26, 2018, May 3, 2018, May 25, 2018, and June 28, 2018 respectively, 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 – August 19, 2019.
- (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.

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

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

- (1) Grantee -  
  
PT Hatfield Indonesia  
LIPI Building 3rd Floor, Jl. Ir. H. Juanda No. 18  
Bogor 16122, West Java, Indonesia 16710
- (2) Date and Amount of Grant (2018-992) – August 9, 2018 - \$112,675
- (3) Purpose – The purpose of this grant is to support a blended learning curriculum that will help shrimp smallholders learn about best practices towards sustainability and environmental and social improvements.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$20,654 of the grant funds received on August 9, 2018 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 – May 3, 2019.
- (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 – Not Classified.

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 (2018-761) – June 8, 2018 - \$265,000
- (3) Purpose – The purpose of the grant is to support AMI Global in capitalizing on the opportunities identified in the Bold Goal project, provide services to the Montessori community to enable access to affordable Montessori resources and to build up AMI's internal capacity to meet the demands of an increased network of schools, members and training.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$39,015 of the grant funds received on June 8, 2018 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 – March 22, 2019.
- (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.

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

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

- (1) Grantee -  
  
Asociación Mundo Azul  
Francisco del Castillo 506  
Lima, Miraflores, Peru 15047
- (2) Date and Amount of Grant (2018-818) – June 28, 2018 - 20,000
- (3) Purpose – The purpose of the grant is to support economic development regarding coastal fishing communities in Peru.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on June 28, 2018 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 – May 1, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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

(I) Grantee -

Causa Natura, A.C.  
Ave. Insurgentes 601, Oficina 14-115  
Colonia Nápoles  
Delegación Benito Juárez, Mexico C.P. 03810

- (2) Date and Amount of Grant (2018-256) – May 25, 2018 - \$175,000
- (3) Purpose – The purpose of the grant is to increase transparency, accountability and public participation in fisheries management in Mexico.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$82,311 of the grant funds received on May 25, 2018 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 – May 2, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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

- (1) Grantee -  
  
The Atlantic Monthly Group, LLC  
600 New Hampshire Ave., NW  
Washington, DC 20037
- (2) Date and Amount of Grant (2018-35) - March 8, 2018 - \$400,000
- (3) Purpose – The purpose of the grant is to support the 2018 Aspen Ideas Festival as a presenting sponsor.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds issued on March 8, 2018 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 – April 10, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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

(1) Grantee -

The Atlantic Monthly Group, LLC  
600 New Hampshire Ave., NW  
Washington, DC 20037

(2) Date and Amount of Grant (2017-1743) – February 1, 2018 - \$200,000

(3) Purpose – The purpose of the grant is to support the fourth annual AtlanticLIVE 2018 Education Summit May 1, 2018 in Washington, D.C.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on February 1, 2018 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 – August 1, 2019.

(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.

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

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

- (1) Grantee -  
  
Yayasan Masyarakat Dan Perikanan Indonesian (formerly Masyarakat dan Perikanan Indonesian)  
Istana Regency Blok S7, Jalan Bypass Ngurah Rai, Pesanggaran, 80223  
Bali, Indonesia
- (2) Date and Amount of Grant (2018-75) – March 29, 2018 - \$372,660
- (3) Purpose – The purpose of the grant is to ensure that good data and data systems exist to sustainably manage small-scale tuna fisheries in Indonesia, and that this data informs policymaking in a way that is collaborative and inclusive of the needs of the small scale fisheries sector.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$244,268 of the grant funds received on March 29, 2018 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 – June 23, 2019.
- (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 PC equivalency determination status subsequent to the receipt of the listed grant.



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

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

- (1) Grantee -  
  
Mississippi Public School Consortium  
110 Commerce Loop  
Forest, MS 39074
- (2) Date and Amount of Grant (2018-450) – August 24, 2018 - \$53,269
- (3) Purpose – The purpose of the grant is to support the first two years of a three-year Advanced Placement pilot program.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on August 24, 2018 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 – August 23, 2019.
- (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.

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

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

- (1) Grantee -  
  
Congressional Black Caucus Political Education and Leadership Institute  
413 New Jersey Ave, SE  
Washington, DC 20003
- (2) Date and Amount of Grant (2018-535) – October 25, 2018 - \$100,000
- (3) Purpose – The purpose of the grant is to expand the Grantee's Political Leadership Development Program.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$68,877 of the grant funds received on October 25, 2018 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 – July 25, 2019.
- (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.

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

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

- (1) Grantee -  
  
Museum of Native American History, Inc.  
202 SW 0 St.  
Bentonville, AR 72712
- (2) Date and Amount of Grant (2017-1624) – January 18, 2018 - \$40,000
- (3) Purpose – The purpose of the grant is to support programming at the museum, located in Bentonville, Arkansas.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on January 18, 2018 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 – April 17, 2019.
- (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.

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

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

- (1) Grantee -  
  
MilesHerndon  
55 Monument Circl #701  
Indianapolis, IN 46204
- (2) Date and Amount of Grant (2018-290) – March 29, 2018 - \$25,500  
– August 9, 2018 - \$18,000
- (3) Purpose – The purpose of the grant is to develop a strategic and comprehensive messaging and communications campaign in partnership with a coalition of education-focused organizations, including: The Mind Trust, EdChoice, Stand for Children Indiana, the Institute for Quality Education and Enroll Indy.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on March 29, 2018 and all of the grant funds received on August 9, 2018 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 – August 28, 2018.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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

(1) Grantee -

The University of Amsterdam  
PO Box 15629 1001 NC  
Amsterdam, Netherlands

(2) Date and Amount of Grant (2018-359) – March 29, 2018 - \$200,050

(3) Purpose – The purpose of the grant is to support research by the Amsterdam Institute for Social Science Research (AISSR), to more deeply understand the phenomenon of "policy transfer" (or "policy learning") study tours of sustainable transportation from matured cycling environments to emerging cycling environments, and the tours' impact on both short-term project delivery and systemic, long-term institutional change.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$23,867 of the grant funds received on March 29, 2018 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 – February 4, 2019.

(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.

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

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

- (1) Grantee -  
  
Coahoma County Chamber of Commerce  
P.O. Box 160 1540 DeSoto Ave  
Clarksdale, MS 38614
- (2) Date and Amount of Grant (2018-280) – May 10, 2018 - \$25,000
- (3) Purpose – The purpose of the grant is to fund the 10-seat expansion of the community-based youth leadership and development program for ages 14-16 and additional operating funds for enhanced, technology-based program design and cultural immersion learning field lessons.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended none of the grant funds received on May 10, 2018 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 – April 16, 2019.
- (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.

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

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

- (1) Grantee -  
  
Environmental Justice Foundation  
1 Amwell Street  
London, United Kingdom EC1R 1UL
- (2) Date and Amount of Grant (2018-1226) – December 13, 2018 - \$275,000
- (3) Purpose – The purpose of the grant is to support the work of a coalition of non-government organizations (NGOs) in the European Union (E.U.) to align E.U. import control requirements with the U.S. and Japan, and to transition the E.U. catch documentation system from paper to electronic.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended none of the grant funds received on December 13, 2018 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 – April 23, 2019.
- (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.

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

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

- (1) Grantee -  
  
Instituto de Fomento Pesquero  
Blanco 839 Valparaiso  
Region de Valparaiso, Chile
- (2) Date and Amount of Grant (2017-1974) – February 1, 2018 - \$75,000  
– September 7, 2018 - \$75,000
- (3) Purpose – The purpose of the grant is to improve fishery management plans (Planes de Manejos, or PdMs) for four benthic fisheries as tools for change toward sustainable fisheries – reducing the risk of failed implementation by enhancing the scientific knowledge used in management of each fishery; building capacity among stakeholders; and incorporating the ecosystem-based approach.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on February 1, 2018 and \$28,902 of the grant funds received on September 7, 2018 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 – June 16, 2019.
- (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 PC equivalency determination status subsequent to the receipt of the listed grant.



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

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

- (1) Grantee -  
  
ARD, Inc. dba TetraTech ARD  
159 Bank Street, Suite 300  
Burlington, VT 05401
- (2) Date and Amount of Grant (2018-1164) – November 21, 2018 - \$100,000
- (3) Purpose – The purpose of the grant is to assess and design capacity-building efforts to improve the Indonesian Ministry of Marine Affairs and Fisheries (MMAF) fisheries stock assessment and vessel licensing and registration systems, two fundamental components of fisheries management.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$14,150 of the grant funds received on November 21, 2018 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 – June 19, 2019.
- (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.

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

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

(1) Grantee -

Consejo Mexicano De Promocion De Los Productos Pesqueros Y Aquicolas A.C.  
Calle José María Coss Pte. Ext. 8 Int. 1  
Col. Ignacio Zaragoza  
Zitacuaro, Mexico CP 61516

(2) Date and Amount of Grant (2018-587) – June 21, 2018 - \$213,000

(3) Purpose – The purpose of the grant is to execute the #PescaConFuturo campaign, designed to promote the consumption of sustainable Mexican seafood, and expand the campaign strategy to communicate the importance of the sector for social development, economic growth and the future health of Mexico's oceans.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$183,000 of the grant funds received on June 21, 2018 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 – June 15, 2019.

(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.

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

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

- (1) Grantee -  
  
We the People Public Schools  
7925 E. Ring St.  
Long Beach, CA 90808
- (2) Date and Amount of Grant (2018-796) – August 30, 2018 - \$375,000
- (3) Purpose – The purpose of the grant is to support We the People High School.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$84,213 of the grant funds received on August 30, 2018 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 – July 17, 2019.
- (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.

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

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

- (1) Grantee -  
  
Social Capital Markets  
6 Mercer St, Suite 24  
Princeton, NJ 08540
- (2) Date and Amount of Grant (2018-493) – May 3, 2018 - \$30,000
- (3) Purpose – The purpose of the grant is to support the SOCAP 2018 to be held October 23-26, 2018 in San Francisco, CA.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on May 3, 2018 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 – June 5, 2019.
- (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.

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

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

- (1) Grantee -  
  
Solidaridad Network Asia Limited  
Room 1318-20 Hollywood Plaza  
610 Nathan Road, Mong Kok  
Kowloon, Hong Kong
- (2) Date and Amount of Grant (2018-946) –September 27, 2018- \$160,000
- (3) Purpose – The purpose of the grant is to implement the 2nd Annual Aquaculture Innovation Challenge in Indonesia in 2018-2019 to promote environmental sustainability with a focus on the shrimp sector.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$50,578 of the grant funds received on September 27, 2018 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 – August 28, 2019.
- (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.

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

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

- (1) Grantee -  
  
PT Hatfield Indonesia  
LIPI Building 3rd Floor, Jl. Ir. H. Juanda No. 18  
Bogor 16122, West Java, Indonesia 16710
- (2) Date and Amount of Grant (2018-1341) – December 13, 2018 - \$149,500
- (3) Purpose – The purpose of this grant is to support the coordination of portfolio projects, organizing travel, organizing and facilitating three convenings of all aquaculture grantees for learning and information sharing, and developing an M&E framework for the grants portfolio.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$3,563 of the funds received on December 13, 2018 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 – May 3, 2019.
- (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 – Not Classified.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2018**

**ATTACHMENT 147**

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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 (2018-1050) – August 16, 2018 - \$1,326
- (3) Purpose – The purpose of the grant is to support the costs of two bike racks.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on August 16, 2018 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 – August 19, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2018**

**ATTACHMENT 148**

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

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

- (1) Grantee -  
  
POLITICO  
1000 Wilson Blvd 8<sup>th</sup> Floor  
Arlington, VA 22209
- (2) Date and Amount of Grant (2018-330) – April 26, 2018 - \$200,000
- (3) Purpose – The purpose of the grant is to support the Playbook University event series.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$11,000 of the grant funds received on April 26, 2018 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 – May 6, 2019.
- (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 – Not Classified.



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

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

- (1) Grantee -  
  
Fishery Networks Limited  
Blk 712 Pasir Ris St. 72, #15-47  
Singapore, Singapore 510712
- (2) Date and Amount of Grant (2018-1196) – November 21, 2018 - \$124,815
- (3) Purpose – The purpose of the grant is to pilot and document the feasibility of developing a sustainable Asian moon scallop (*Amusium pleuronectes*) aquaculture system for Indonesia and to determine its commercial viability.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$16,718 of the grant funds received on November 21, 2018 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 – May 31, 2019.
- (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 – Not Classified.

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

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

- (1) Grantee -  
  
Women in the World Media, LLC  
575 Fifth Avenue, 14<sup>th</sup> Floor  
New York, NY 10017
- (2) Date and Amount of Grant (2018-1323) – December 13, 2018 - \$175,000
- (3) Purpose – The purpose of the grant is to support the VIP Luncheon during the 10th Anniversary Women in the World New York event, scheduled for April 10-12, 2019.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on December 13, 2018 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 – May 29, 2019.
- (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 – Not Classified.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2018**

**ATTACHMENT 151**

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

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

- (1) Grantee -  
Kitamba Management, Inc.  
300 Broadacres Drive, Suite 150  
Bloomfield, NJ 07003
- (2) Date and Amount of Grant (2018-773) – August 2, 2018 - \$174,000
- (3) Purpose – The purpose of the grant is to build out a strategy to bridge the gap between K-12 and post-secondary systems (college and career).
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$140,214 of the grant funds received on August 2, 2018 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 – July 24, 2019.
- (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 – Not Classified.

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

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

(1) Grantee -

Consejo Mexicano De Promocion De Los Productos Pesqueros Y Aquicolas A.C.  
Calle José María Coss Pte. Ext. 8 Int. 1  
Col. Ignacio Zaragoza  
Zitacuaro, Mexico CP 61516

(2) Date and Amount of Grant (2018-320) – March 29, 2018 - \$30,000

(3) Purpose – The purpose of the grant is to execute the #PescaConFuturo campaign, designed to promote the consumption of sustainable Mexican seafood, and expand the campaign strategy to communicate the importance of the sector for social development, economic growth and the future health of Mexico's oceans.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on March 29, 2018 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 – April 23, 2019.

(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.

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

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

- (1) Grantee -  
  
Forever Our Rivers Foundation  
601 Rambling Road  
Grand Junction, Colorado 81507
- (2) Date and Amount of Grant (2018-494) – May 17, 2018 - \$74,915
- (3) Purpose – The purpose of the grant is to develop an innovative, royalties-based income framework that supports river conservation and restoration.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$13,754 of the grant funds received on May 17, 2018 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 – June 5, 2019.
- (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.

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

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

(1) Grantee -

Harriet Tubman School of Science and Tech  
5616 Jamerson Drive  
Atlanta, GA 30349

(2) Date and Amount of Grant (2018-693) – December 13, 2018 - \$325,000

(3) Purpose – The purpose of the grant is to support the Harriet Tubman School of Science & Tech.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended none of the grant funds received on December 13, 2018 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 – July 20, 2019.

(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 confirmation of public charity status subsequent to the receipt of the listed grant.

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

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

- (1) Grantee -  
  
Promise54  
1536 W. Ingomar Road  
Pittsburgh, PA 15237
- (2) Date and Amount of Grant (2018-1146) – December 13, 2018 - \$300,000
- (3) Purpose – The purpose of the grant is to support the academic performance of all students by ensuring the schools and organizations that support them are operationally sustainable, inclusive, and representative of the students they seek to serve.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$38,004 of the grant funds received on December 13, 2018 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 – July 19, 2019.
- (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.

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

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

- (1) Grantee -  
  
ReformED, Inc.  
3445 Peachtree Road NE, Suite 175  
Atlanta, GA 30326
- (2) Date and Amount of Grant (2018-1156) – October 25, 2018 - \$30,000
- (3) Purpose – The purpose of the grant is to develop policy concepts, policy support services, and outreach efforts in support of a variety of WFF grantees pursuing stronger public policies related to charter schools, private school choice, pension reform, and student-based budgeting.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on October 25, 2018 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 – July 10, 2019.
- (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.



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

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

- (1) Grantee -  
  
Head and Heart Philanthropy  
5111 Telegraph, 146  
Oakland, CA 94609
- (2) Date and Amount of Grant (2018-1201) – December 6, 2018 - \$100,000
- (3) Purpose – The purpose of the grant is to support a series of convenings that will serve to both cultivate African-American funders and engage African-American influencers in K-12 education.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$16,750 of the grant funds received on December 6, 2018 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 – July 9, 2019.
- (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.

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

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

- (1) Grantee -  
  
Head and Heart Philanthropy  
5111 Telegraph, 146  
Oakland, CA 94609
- (2) Date and Amount of Grant (2018-580) – July 6, 2018 - \$35,000
- (3) Purpose – The purpose of the grant is to support Head and Heart's Philanthropy on the Vineyard convening a Mosaic Genius gathering.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on July 6, 2018 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 – July 9, 2019.
- (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.

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

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

- (1) Grantee -  
  
Ladies AllRide  
2285 NW Torrey Pines Dr.  
Bend, OR 97703
- (2) Date and Amount of Grant (2018-42) – February 8, 2018 - \$6,000
- (3) Purpose – The purpose of the grant is to promote accessibility to this year's Mountain Bike Camp that will take place in Bentonville, Arkansas, by providing scholarships to offset the cost of the female mountain bike camp.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$3,090 of the grant funds received on February 8, 2018 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 – June 14, 2019.
- (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.

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 (2018-1144) – November 21, 2018 - \$150,000
- (3) Purpose – The purpose of the grant is to continue the first-time user cover cropping programs and develop a pilot five-year transition program for farmers to scale up conservation practices, mainly cover crops, to their entire farm.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended none of the grant funds received on November 21, 2018..
- (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 – June 19, 2019.
- (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.

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

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

- (1) Grantee -  
  
Fundación Geute Conservación Sur  
Independencia 050, Office 4  
Puerto Varas, Chile 5550000
- (2) Date and Amount of Grant (2018-1267) – December 6, 2018 - \$200,000
- (3) Purpose – The purpose of the grant is to build capacity to improve fisheries management in Chile by identifying opportunities to strengthen the policies that govern fisheries management as well as to improve the agency charged with administering and enforcing existing fisheries sustainability programs.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$12,808 of the grant funds received on December 6, 2018 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 – June 21, 2019.
- (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.

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 Pkwy.  
Ankeny, IA 50023
- (2) Date and Amount of Grant (2018-325) – August 2, 2018 - \$225,000
- (3) Purpose – The purpose of the grant is to support the development of a feasibility study exploring the potential for three Iowa cities to pay farmers to implement best management practices to improve water quality and reduce flooding for these communities.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$31,506 of the grant funds received on August 2, 2018 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 – June 26, 2019.
- (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.

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

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

- (1) Grantee -  
  
GSV Summit, LLC  
875 N. Michigan Avenue, Suite 3520  
Chicago, IL 60611
- (2) Date and Amount of Grant (2018-879) – October 18, 2018 - \$250,000
- (3) Purpose – The purpose of the grant is to support Grantee's 2019 ASU GSV Summit April 8-10, 2019 in San Diego, CA.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on October 18, 2018 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 – June 26, 2019.
- (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.

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

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

- (1) Grantee -  
  
Level Field Charter Partners, LLC  
3752 Jocelyn St. NW  
Washington, DC 20015
- (2) Date and Amount of Grant (2018-830) – November 1, 2018 - \$75,000
- (3) Purpose – The purpose of the grant is to provide high-quality technical assistance to charter school operators in the areas of facilities development and facilities financing.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$48,720 of the grant funds received on November 1, 2018 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 – July 25, 2019.
- (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.



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

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

- (1) Grantee -  
  
Lincoln Institute of Land Policy  
11010 N. Tatum Boulevard, Suite D101  
Phoenix, AZ 85028
- (2) Date and Amount of Grant (2018-1260) – November 15, 2018 - \$37,500
- (3) Purpose – The purpose of the grant is to support the Grantee's Babbitt Center to host the 2019 Journalists Forum in Phoenix, Arizona, which will highlight and explore pressing issues impacting the sustainability of the Colorado River.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended none of the grant funds received on November 15, 2018.
- (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 – May 23, 2019.
- (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.

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

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

- (1) Grantee -  
  
Seafood Legacy Co., Ltd.  
#804 2-14-6 Tsukiji, Chuo-Ku  
Tokyo, Japan 104-0045
- (2) Date and Amount of Grant (2018-52) – March 29, 2018 - \$300,000
- (3) Purpose – The purpose of the grant is to engage with various organizations in Japan regarding environmental sustainability of the oceans resources.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$165,188 of the grant funds received on March 29, 2018 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 – May 29, 2019.
- (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.

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

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

- (1) Grantee -  
  
Memorial University of Newfoundland  
230 Elizabeth Ave  
St John's, NL, Canada A1C 5S7
- (2) Date and Amount of Grant (2018-906) – August 9, 2018 - \$55,000
- (3) Purpose – The purpose of the grant is to support the 3rd World Small-Scale Fisheries Congress (WSFC, or Congress), to take place in Chiang Mai, Thailand on October 22-26, 2018.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on August 9, 2018 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 – May 22, 2019.
- (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.

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

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

- (1) Grantee -  
  
Catena Foundation  
P.O. Box 994  
Carbondale, CO 81623
- (2) Date and Amount of Grant (2018-1240) – October 1, 2018 - \$3,000,000
- (3) Purpose – The purpose of the grant is to provide operational support for the Grantee's grant-making, mission-related investments and other programs in connection with the Grantee's charitable mission.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on October 1, 2018 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 – March 31, 2019.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2018**

**ATTACHMENT 169**

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

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

- (1) Grantee -  
  
Catena Foundation  
P.O. Box 994  
Carbondale, CO 81623
- (2) Date and Amount of Grant (2018-505) – April 5, 2018 - \$10,000,000
- (3) Purpose – The purpose of the grant is to provide operational support for the Grantee's grant-making, mission-related investments and other programs in connection with the Grantee's charitable mission.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$3,171,088 of the grant funds received on April 5, 2018 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 – March 31, 2019.
- (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.

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

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

- (1) Grantee -  
  
Grand View Group Consulting  
600 Cameron Street, Suite 309  
Alexandria, VA 22314
- (2) Date and Amount of Grant (2018-1257) – December 6, 2018 - \$87,500
- (3) Purpose – The purpose of the grant is to more directly support on-the-ground agricultural infrastructure and practices needed to respond to ongoing drought conditions in the Colorado River Basin.
- (4) Amount Expended by Grantee – After repeated efforts, the grantee has not provided the Foundation with the required annual report.
- (5) Diversion – To the knowledge of the Foundation, no part of the funds have been diverted to a non-charitable use.
- (6) Date of Report from Grantee – N/A
- (7) Grantor Verification – To date, the grantee has not provided the Foundation with the required reports. The Foundation will discontinue any future funding to this organization.
- (8) Foundation Status – Not Classified.

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

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

(1) Grantee -

New Generation Festival Limited  
35 Stepney Green  
London, E1 3JX, UK

(2) Date and Amount of Grant (2018-1293) – November 8, 2018 - \$17,656

(3) Purpose – The purpose of the grant is to provide support for production of Grantee's 2019 New Generation Festival, an event bringing together all genres of music in a single event to reach a wide range of audiences and break down barriers between generations.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on November 8, 2018 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 – August 23, 2019.

(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.

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

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

- (1) Grantee -  
  
Ampersand Education, LLC  
100 Grant Ave, Suite 2202  
Oakland, CA 94612
- (2) Date and Amount of Grant (2018-1185) – November 29, 2018 - \$100,000
- (3) Purpose – The purpose of the grant is to provide strategic advice and facilitation support for the DC Charter Advocacy Coalition and to conduct a national private school supply landscape analysis.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on November 8, 2018 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 – August 26, 2019.
- (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.



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

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

- (1) Grantee -  
  
Kitamba Management, Inc.  
300 Broadacres Drive, Suite 150  
Bloomfield, NJ 07003
- (2) Date and Amount of Grant (2018-675) – July 26, 2018 - \$350,000
- (3) Purpose – The purpose of the grant is to accelerate the Texas Education Agency's efforts to identify and support districts implementing the Texas System of Great Schools theory of action.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$349,400 of the grant funds received on July 26, 2018 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 – July 24, 2019.
- (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 – Not Classified.

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

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

- (1) Grantee -  
  
International Center for Living Aquatic Resources Management  
Batu Maung 11960 Bayan Lepas  
Penang, Malaysia
- (2) Date and Amount of Grant (2017-2191) – January 18, 2018 - \$200,000
- (3) Purpose – The purpose of the grant is to support the exploration of mitigation strategies associated with revised policies and practices for reducing the environmental impact of the aquaculture industry and how these will affect the consequences of 'Indonesian Aquaculture Futures'; and to project the required suitable space for different scenarios that take improved production practices and policies into account to support meaningful coastal spatial planning for a more sustainable growth in aquaculture.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$130,575 of the grant funds received on January 18, 2018 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 – August 26, 2019.
- (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 – Not Classified.

**WALTON FAMILY FOUNDATION, INC.**  
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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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

- (1) Grantee -  
  
The Builders Initiative, Inc.  
P.O. Box 1860  
Bentonville, AR 72712
- (2) Date and Amount of Grant (2018-1374) – December 13, 2018 - \$1,000,000
- (3) Purpose – The purpose of the grant is to provide operational support for the Grantee's grant-making, mission-related investments and other programs in connection with the Grantee's charitable mission.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has not expended any of the funds received on December 13, 2018.
- (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 – September 17, 2019.
- (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 report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Non-Operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY

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

- (1) Grantee -  
  
The Builders Initiative, Inc.  
P.O. Box 1860  
Bentonville, AR 72712
- (2) Date and Amount of Grant (2018-713) – June 5, 2018 - \$418,847
- (3) Purpose – The purpose of the grant is to provide operational support for the Grantee's grant-making, mission-related investments and other programs in connection with the Grantee's charitable mission.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has not expended any of the funds received on June 5, 2018.
- (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 – September 17, 2019.
- (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 report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Non-Operating Foundation.

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

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

- (1) Grantee -  
  
Costa Humboldt  
Canonigo Madariaga 570  
Nunoa, Santiago, Chile 7501467
- (2) Date and Amount of Grant (2018-483) – June 21, 2018 - \$169,898
- (3) Purpose – The purpose of the grant is to create the first Marine and Coastal Areas for Indigenous People network, which will support sustainable management of nearshore fisheries.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$104,098 of the grant funds received on June 21, 2018 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 – June 4, 2019.
- (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.

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

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

- (1) Grantee -  
  
Lincoln Institute of Land Policy  
11010 N. Tatum Boulevard, Suite D101  
Phoenix, AZ 85028
- (2) Date and Amount of Grant (2018-202) – April 12, 2018 - \$60,000
- (3) Purpose – The purpose of the grant is to develop a shared agenda and build relationships between philanthropic interest and representatives of the 29 Colorado River basin tribes, who hold the rights to significant water resources within the Colorado River basin.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$32,311 of the grant funds received on April 12, 2018 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 – May 23, 2019.
- (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.

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

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

- (1) Grantee -  
Diversified Communications  
121 Free Street  
Portland, ME 04103
- (2) Date and Amount of Grant (2018-277) – June 14, 2018 - \$100,000
- (3) Purpose – The purpose of the grant is to host Seafood Summits and increase industry ownership of both the content and the financial support for the Summits.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on June 14, 2018 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 – June 24, 2019.
- (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.

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

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

- (1) Grantee -  
  
Pontifica Universidad Catolica  
Alameda 340, Santiago, Chile
- (2) Date and Amount of Grant (2018-1268) – December 13, 2018 - \$200,000
- (3) Purpose – The purpose of the grant is to support the Center of Applied Ecology and Sustainability to help advance scientific research of territorial use rights in fisheries systems in Chile and provide the government with an understanding of the drivers of illegal, unregulated and unreported IUU fishing.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$2,000 of the grant funds received on December 13, 2018 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 – June 5, 2019.
- (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 -  
  
Stitching Seafood Trade Intelligence Portal  
't Goylaan 85, 3525AA  
Utrecht, The Netherlands
- (2) Date and Amount of Grant (2018-1337) – December 13, 2018 - \$69,500
- (5) Purpose – The purpose of the grant is to use the leading international publication in aquaculture to highlight other Indonesian sustainable aquaculture projects.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$13,468 of the grant funds received on December 13, 2018 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 – July 19, 2019.
- (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.

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 (2018-215) – February 22, 2018 - \$114,000
- (3) Purpose – The purpose of the grant is to engage a consultant to support the transition of the Coler and Osage park properties into Grantee's portfolio.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$103,491 of the grant funds received on February 22, 2018 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 – May 24, 2019.
- (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.

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

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

- (1) Grantee -  
  
SKDKnickerbocker, LLC  
1150 18<sup>th</sup> Street NW, Suite 800  
Washington, DC 20036
- (2) Date and Amount of Grant (2018-139) – April 20, 2018 - \$40,000
- (3) Purpose – The purpose of the grant is to finalize the strategy for Project Restore, a paid media campaign designed to restore the reputation of public charter schools in WFF K-12 investment sites where there has been significant drop in public support and advocates are attempting to secure significant policy advances this year.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on April 20, 2018 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 – September 19, 2019.
- (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 – Not Classified.

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

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

- (1) Grantee -  
  
HATCH Accelerator Holding, Ltd.  
7/8 Liberty St.  
Cork, Ireland
- (2) Date and Amount of Grant (2018-1018) – August 13, 2018 - \$125,310
- (3) Purpose – The purpose of the grant is to support the production of a shrimp farm technology supply chain report that could provide a first-time scan of challenges and technology solutions to shrimp farm management and supply chain challenges and pathways towards greater uptake of technology solutions.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on August 13, 2018 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 – September 24, 2019.
- (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 – Not Classified.

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

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

- (1) Grantee -  
  
Axios Media, Inc.  
3100 Clarendon Blvs, 2<sup>nd</sup> Floor  
Arlington, VA 22201
- (2) Date and Amount of Grant (2018-78) – February 22, 2018 - \$75,000
- (3) Purpose – The purpose of the grant is to support Grantee's first-ever Education Symposium. The event, which will feature three governors and be timed to capitalized on the National Governors Association Winter Meeting.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on February 22, 2018 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 – September 20, 2019.
- (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 – Not Classified.

**WALTON FAMILY FOUNDATION, INC.**  
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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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

- (1) Grantee -  
  
Charter School Incubator Initiative  
910 17<sup>th</sup> St. NW, Suite 1030  
Washington DC 20006
- (2) Date and Amount of Grant (2018-375) – June 25, 2018 - \$500,000
- (3) Purpose – The purpose of the grant is to increase access to charter school facilities in Washington, DC.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on June 25, 2018 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 – September 26, 2019.
- (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 Foundation.

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

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

- (1) Grantee -  
Zoma Foundation.  
100 Jackson Street, Suite 202  
Denver, CO 80206
- (2) Date and Amount of Grant (2018-953) – October 19, 2018 - \$46,000,000
- (3) Purpose – The purpose of the grant is to provide Endowment support for the Grantee's grant-making, mission-related investments and other programs in connection with the Grantee's charitable mission.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has not expended any of the funds received on October 19, 2018.
- (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 – October 2, 2019.
- (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 report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private Non-Operating Foundation.