

Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.  
Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).





OMB No 1545-0052








2014


Open to Public Inspection

For calendar year 2014, or tax year beginning 07-01-2014 , and ending 06-30-2015

Name of foundation SURDNA FOUNDATION INC ATT MARC DE VENOGÉ % MATTHEW WALEGIR CONTROLLER		A Employer identification number  13-6108163	
Number and street (or P O box number if mail is not delivered to street address) 330 MADISON AVENUE 30TH FLOOR		B Telephone number (see instructions)  (212) 557-0010	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 100175001		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,009,456,314		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule) . . . . .	14,485,517			
	2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments	7,217	7,217		
	4 Dividends and interest from securities. . . . .	7,074,340	17,442,090		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	24,368,246			
	b Gross sales price for all assets on line 6a 163,708,936				
	7 Capital gain net income (from Part IV , line 2) . . .		55,482,618		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	 116,508,177	8,672,849		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	162,443,497	81,604,774		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	2,085,223	126,481		1,874,422
	14 Other employee salaries and wages . . . . .	1,292,095			1,292,095
	15 Pension plans, employee benefits . . . . .	1,267,750	28,123		1,220,878
	16a Legal fees (attach schedule) . . . . .	 67,265	10,952	0	56,313
	b Accounting fees (attach schedule) . . . . .	 95,135	21,013	0	74,122
	c Other professional fees (attach schedule) . . . . .	 4,216,781	3,040,600		1,176,181
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . . . .	 1,686,102	291,489		0
	19 Depreciation (attach schedule) and depletion . . . . .	 190,769			
	20 Occupancy . . . . .	987,503			987,503
	21 Travel, conferences, and meetings . . . . .	569,198			569,198
	22 Printing and publications . . . . .	24,954			24,954
	23 Other expenses (attach schedule) . . . . .	 722,738	9,192,467		722,738
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	13,205,513	12,711,125	0	7,998,404
	25 Contributions, gifts, grants paid . . . . .	34,242,585			35,581,985
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	47,448,098	12,711,125	0	43,580,389
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	114,995,399			
	b <b>Net investment income</b> (if negative, enter -0-)		68,893,649		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	40,953,951	28,241,912	28,241,912
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	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) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .	0	141,650	141,650
	10a	Investments—U S and state government obligations (attach schedule)	2,760,791		
	b	Investments—corporate stock (attach schedule) . . . . .	24,481,268	 25,528,563	25,528,563
	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) . . . . .	956,336,542	 953,933,926	953,933,926
	14	Land, buildings, and equipment basis ▶ _____ 1,962,379 Less accumulated depreciation (attach schedule) ▶ 1,307,096	709,914	 655,283	655,283
15	Other assets (describe ▶ _____)	 11,805,408	 954,980	 954,980	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,037,047,874	1,009,456,314	1,009,456,314	
Liabilities	17	Accounts payable and accrued expenses . . . . .	779,963	1,965,509	
	18	Grants payable . . . . .	24,334,700	22,995,300	
	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 ▶ _____)	 10,279,610		
	23	Total liabilities (add lines 17 through 22) . . . . .	35,394,273	24,960,809	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .	1,001,653,601	984,495,505	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input 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			
	30	Total net assets or fund balances (see instructions) . . . . .	1,001,653,601	984,495,505	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	1,037,047,874	1,009,456,314	

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 1,001,653,601
2	Enter amount from Part I, line 27a . . . . .	2 114,995,399
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3 . . . . .	4 1,116,649,000
5	Decreases not included in line 2 (itemize) ▶ 	5 132,153,495
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 984,495,505

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1 a	SALE OF PUBLICLY TRADED SECURITIES			
b	NET CAPITAL GAIN FROM PARTNERSHIPS			
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 126,461,356		108,226,318	18,235,038
b 37,247,580			37,247,580
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0- ) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			18,235,038
b			37,247,580
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	55,482,618
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .	}	3	

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2013	47,409,793	946,120,213	0 05011
2012	41,554,950	840,389,978	0 049447
2011	43,775,695	798,039,355	0 054854
2010	44,549,863	796,727,524	0 055916
2009	40,373,154	750,471,060	0 053797

2	Total of line 1, column (d). . . . .	2	0 264124
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	3	0 052825
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5. . . . .	4	999,233,846
5	Multiply line 4 by line 3. . . . .	5	52,784,528
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	688,936
7	Add lines 5 and 6. . . . .	7	53,473,464
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	43,921,076

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

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	1,377,873
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	1,377,873
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	1,377,873
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,927,109
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	
7	Total credits and payments. Add lines 6a through 6d. . . . .	7	1,927,109
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	549,236
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> 549,236 <b>Refunded</b> <input type="checkbox"/>	11	

Part VII-A

Statements Regarding Activities

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? <input type="checkbox"/>		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .	1b		No
	<i>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.</i>			
c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	1c		No
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? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes.</i> <input type="checkbox"/>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	Yes	
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i> <input type="checkbox"/>	5		No
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? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA, NY _____			
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? <i>If "No," attach explanation.</i> . . . . .	8b	Yes	
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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶WWW SURDNA ORG				
14	The books are in care of ▶MATTHEW WALEGIR CONTROLLER Telephone no ▶(212) 557-0010 Located at ▶330 MADISON AVENUE NEW YORK NY ZIP+4 ▶10017			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . <input type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?. . . . . <input type="checkbox"/>	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . . <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i> ). . . . . <input type="checkbox"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ 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

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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
JONATHAN GOLDBERG	DIR GRANTS	193,380	53,091	0
330 MADISON AVENUE NEW YORK, NY 100175001	MGMT/MIS 40 0			
KATRINA MITCHELL	PROGRAM OFFICER	100,625	48,393	0
330 MADISON AVENUE NEW YORK, NY 100175001	40 0			
JOSE GARCIA	PROGRAM OFFICER	98,870	48,163	0
330 MADISON AVENUE NEW YORK, NY 100175001	40 0			
ALISON CORWIN	PROGRAM OFFICER	91,190	26,061	0
330 MADISON AVENUE NEW YORK, NY 100175001	40 0			
JESSICA GARZ	PROGRAM OFFICER	90,000	25,918	0
330 MADISON AVENUE NEW YORK, NY 100175001	40 0			
Total number of other employees paid over \$50,000.				7

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
CAMBRIDGE ASSOCIATES	INVEST CONSULTING	1,808,633
100 SUMMER STREET BOSTON,MA 02110		
THE NORTHERN TRUST COMPANY	CUSTODIAL BANK	309,178
50 S LASALLE STREET CHICAGO,IL 60675		
PARAMETIC	INVEST CONSULTING	125,030
3600 MINNESOTA DRIVE SUITE 325 MINNEAPOLIS,MN 55435		
BWB SOLUTIONS	CONSULTING	124,266
250 WEST MAIN STREET BRANFORD,CT 06405		
SANDS CAPITAL MANAGEMENT	INVEST CONSULTING	120,250
1101 WILSON BOULEVARD SUITE 2300 ARLINGTON,VA 22209		
Total number of others receiving over \$50,000 for professional services. . . . .		3

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	
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 LOAN TO AN IRC 501(C)(3) PUBLIC CHARITY TO FURTHER SURDNA'S CHARITABLE INITIATIVE RELATING TO "SUSTAINABLE ENVIRONMENTS " (SEE GENERAL EXPLANATION ATTACH FOR CONTIN )	204,549
2 LOAN TO AN IRC 501(C)(3) PUBLIC CHARITY TO FURTHER SURDNA'S CHARITABLE INITIATIVE RELATING TO "STRONG LOCAL ECONOMIES " (SEE GENERAL EXPLANATION ATTACHMENT FOR CONTINUATION)	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . .	204,549

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	270,297,071
b	Average of monthly cash balances. . . . .	1b	77,256,878
c	Fair market value of all other assets (see instructions). . . . .	1c	666,896,656
d	Total (add lines 1a, b, and c). . . . .	1d	1,014,450,605
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	1,014,450,605
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	15,216,759
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	999,233,846
6	Minimum investment return. Enter 5% of line 5. . . . .	6	49,961,692

Part XI

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

1	Minimum investment return from Part X, line 6. . . . .	1	49,961,692
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	1,377,873
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	1,377,873
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	48,583,819
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	48,583,819
6	Deduction from distributable amount (see instructions). . . . .	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	48,583,819

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	43,580,389
b	Program-related investments—total from Part IX-B. . . . .	1b	204,549
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	136,138
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	0
b	Cash distribution test (attach the required schedule). . . . .	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	43,921,076
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	43,921,076

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				48,583,819
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only. . . . .			0	
b Total for prior years 2012 , 2011 , 2010		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. . . . .	3,050,907			
b From 2010. . . . .	5,255,185			
c From 2011. . . . .	4,564,051			
d From 2012. . . . .	1,019,579			
e From 2013. . . . .	1,376,116			
f Total of lines 3a through e. . . . .	15,265,838			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 43,921,076				
a Applied to 2013, but not more than line 2a			0	
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 2014 distributable amount. . . . .				43,921,076
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	4,662,743			4,662,743
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	10,603,095			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	10,603,095			
10 Analysis of line 9				
a Excess from 2010. . . .	3,643,349			
b Excess from 2011. . . .	4,564,051			
c Excess from 2012. . . .	1,019,579			
d Excess from 2013. . . .	1,376,116			
e Excess from 2014. . . .				

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . .

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

Tax year	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .				
b 85% of line 2a . . . . .				
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .				
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets . . . . .				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .				
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . .				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SURDNA FOUNDATION INC  
330 MADISON AVENUE  
NEW YORK, NY 10017  
(212) 557-0010

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

SURDNA FOUNDATIONS WEBSITE PROVIDES THE RESOURCES ELIGIBILITY, GUIDELINES AND FREQUENTLY ASKED QUESTIONS IN CONNECTION WITH GRANT APPLICATIONS HTTP //WWW.SURDNA.ORG/GRANTS/HOW-TO-APPLY.HTML

c Any submission deadlines

THERE ARE NO DEADLINES FOR LETTERS OF INQUIRY-LOI'S ARE ACCEPTED ON A ROLLING BASIS THROUGH THE FOUN

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

SURDNA FOUNDATION SEEKS TO FOSTER SUSTAINABLE COMMUNITIES IN THE UNITED STATES, COMMUNITIES GUIDED BY PRINCIPLES OF SOCIAL JUSTICE AND DISTINGUISHED BY HEALTHY ENVIRONMENTS, STRONG LOCAL ECONOMIES AND THRIVING CULTURES SURDNA SEEKS TO DISMANTLE THE STRUCTURAL BARRIERS THAT LIMIT OPPORTUNITY FOR MANY, HELPING TO CREATE COMMUNITIES THAT ARE PROSPEROUS, CULTURALLY ENRICHING, AND SUSTAINABLE SEE SURDNA FOUNDATIONS WEBSITE FOR FURTHER DETAIL HTTP //WWW.SURDNA.ORG/WHAT-WE-FUND/FUNDING-OVERVIEW.HTML

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	35,581,985
b Approved for future payment See Additional Data Table				
Total . . . . .			3b	22,995,300

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>

[illegible]

**b** If "Yes," complete the following schedule

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

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.


<div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div style="display: flex; justify-content: space-between;"> <span>*****</span> <span>2016-05-06</span> </div> <div style="display: flex; justify-content: space-between;"> <span>Signature of officer or trustee</span> <span>Date</span> </div>	<div style="border-bottom: 1px solid black; margin-bottom: 5px;"></div> <div>*****</div> <div>Title</div>	<div style="border: 1px solid black; padding: 5px;"> May the IRS discuss this return with the preparer shown below  (see instr )? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div>
---	---	--

Print/Type preparer's name Paul Hammerschmidt	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P01384178
Firm's name <input checked="" type="checkbox"/> BDO USA LLP			Firm's EIN <input checked="" type="checkbox"/>	
Firm's address <input checked="" type="checkbox"/> 100 PARK AVENUE NEW YORK, NY 100175001			Phone no (212) 885-8000	


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PHILLIP HENDERSON	PRESIDENT 40 0	553,564	103,268	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
MARC DE VENOGÉ	CFO AND ASSISTANT TREASURER 40 0	421,602	93,743	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
SHARON ALPERT	VP PROGRAMS 40 0	253,593	67,271	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
LETICIA PEGUERO	EXECUTIVE DIRECTOR 40 0	196,262	39,288	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
SHAWN ESCOFFERY	PRGM DIR - STRONG LOCAL ECON 40 0	181,224	37,428	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
JUDILIEE REED	PROGRAM DIR THRIVING CULTURES 40 0	181,614	47,040	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
GEORGE SOULE	COMMUNICATIONS DIRECTOR 40 0	154,500	57,476	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
HELEN CHIN	PRGM DIR - SUSTAINABLE ENVIRON 40 0	142,864	53,593	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
JOCELYN DOWNIE	CHAIRPERSON 4 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
PETER B BENEDICT II	VICE CHAIRPERSON 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
LAWRENCE SC GRIFFITH	TREASURER/SECRETARY 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
BRUCE ABERNETHY	DIRECTOR 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
ELIZABETH H ANDRUS	DIRECTOR 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
JUDY BELK	DIRECTOR 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
CARRA COTE-ACKAH	DIRECTOR 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
JOHN F HAWKINS	DIRECTOR 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
KELLY D NOWLIN	DIRECTOR 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
TRACY PALANDJIAN	DIRECTOR 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
MICHAEL S SPENSLEY	DIRECTOR 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
GWEN WALDEN	DIRECTOR 2 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
A Home Within 2255 Van Ness Ave STE 203 San Francisco, CA 94109	No Relationship	PC	General Support	91,850
ACCE Institute 3655 S Grand Ave Ste 250 Los Angeles, CA 95112	No Relationship	PC	General Support	100,000
Adoption & Foster Care Mentoring 727 Atlantic Ave 3rd Floor Boston, MA 02111	No Relationship	PC	General Support	83,000
Advocates for Human Rights 330 Second Avenue South Suite 800 Minneapolis, MN 55401	No Relationship	PC	General Support	101,800
African Leadership Foundation PO Box 26730 San Francisco, CA 94126	No Relationship	PC	General Support	1,000
Alliance for a Greater New York 50 Broadway 29th Fl New York, NY 10004	No Relationship	PC	General Support	150,000
Alliance for a Just Society 3518 S Edmunds St Seattle, WA 98118	No Relationship	PC	General Support	100,000
Alliance for California Traditional Arts 1245 Van Ness Ave Fresno, CA 93721	No Relationship	PC	General Support	100,000
Alliance For Justice Eleven Dupont Circle NW Washington, DC 20036	No Relationship	PC	General Support	30,000
Alonzo King's LINES Ballet 26 Seventh Street San Francisco, CA 94103	No Relationship	PC	General Support	75,000
Alternate ROOTS 1083 Austin Avenue Atlanta, GA 30307	No Relationship	PC	General Support	130,000
American Civil Liberties Union Fdn of N Cali 39 Drumm Street San Francisco, CA 94111	No Relationship	PC	General Support	5,000
American Council for an Energy-Efficient Economy 529 14th Street NW Suite 600 Washington, DC 20045	No Relationship	PC	General Support	100,000
American Foundation for Suicide Prevention 120 Wall Street29th Floor New York, NY 10005	No Relationship	PC	General Support	100
American Sustainable Business Council 1401 New York Ave NW Suite 122 Washington, DC 20005	No Relationship	PC	General Support	200,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Amrita Performing Arts 10824 Olson Drive C123 Rancho Cordova, CA 95670	No Relationship	PC	General Support	2,000
Animal Welfare Society of Jefferson PO Box 147 Charles Town, WV 25414	No Relationship	PC	General Support	4,000
Arizona State University Foundation PO Box 2260 Tempe, AZ 85280	No Relationship	PC	General Support	57,000
Artspace 50 Orange St New Haven, CT 06510	No Relationship	PC	General Support	82,000
AS220 115 Empire Street Providence, RI 02903	No Relationship	PC	General Support	75,000
Asian Americans For Equality 2 Allen Street 7th Floor NEW YORK, NY 10002	No Relationship	PC	General Support	250,000
Asian Arts Initiative 1219 Vine Street Philadelphia, PA 19107	No Relationship	PC	General Support	75,000
Aspen Institute One Dupont Circle NW 700 Washington, DC 20036	No Relationship	PC	General Support	75,000
Aspiranet 400 Oyster Point Blvd 501 South San Francisco, CA 94080	No Relationship	PC	General Support	85,000
AXIS Dance Company 1428 Alice St 200 Oakland, CA 94612	No Relationship	PC	General Support	50,000
B Lab Company 155 E Lancaster Ave Wayne, PA 19087	No Relationship	PC	General Support	250,000
Barrett Memorial Hall PO Box 154 South Strafford, VT 05070	No Relationship	PC	General Support	2,500
Belmont Hill School 350 Prospect Street Belmont, MA 02478	No Relationship	PC	General Support	2,000
Beloved Community Center of Greensboro 417 Arlington Street Greensboro, NC 27406	No Relationship	PC	General Support	75,000
Bend Science Station 1027 NW Trenton Avenue Bend, OR 97701	No Relationship	PC	General Support	10,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985




Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Bend the Arc 330 Seventh Avenue 19th Floor NEW YORK, NY 10001	No Relationship	PC	General Support	75,000
Bend's Community Center 1036 NE 5th Street Bend, OR 97701	No Relationship	PC	General Support	10,000
Beth Chayim Chadashim 6090 W Pico Blvd Los Angeles, CA 90035	No Relationship	PC	General Support	12,500
Blue Green Alliance Foundation 1300 Godward Street NE 2625 Minneapolis, MN 55413	No Relationship	PC	General Support	100,000
Blue Sky Bridge PO Box 19122 Boulder, CO 80308	No Relationship	PC	General Support	750
Board of Trustees of the Leland Stanford Junior 635 KNIGHT WAY STANFORD, CA 94305	No Relationship	PC	General Support	80,000
BoardSource 750 9th Street NW Suite 650 Washington, DC 20001	No Relationship	PC	General Support	25,000
BOC Capital Corp 85 South Oxford Street Brooklyn, NY 11217	No Relationship	PC	General Support	170,000
Boston Arts Academy Foundation 174 Ipswich Street Boston, MA 02215	No Relationship	PC	General Support	40,000
Boston College 140 Commonwealth Ave Chestnut Hill, MA 02467	No Relationship	PC	General Support	3,000
Breast Cancer Fund 1388 Sutter Street Suite 400 San Francisco, CA 94109	No Relationship	PC	General Support	12,500
Brightline Defense Project 1028A Howard Street San Francisco, CA 94103	No Relationship	PC	General Support	45,000
Brookings Institution 1775 Massachusetts Ave NW Washington, DC 20036	No Relationship	PC	General Support	400,000
Brooklyn Arts Exchange Inc 421 Fifth Ave Brooklyn, NY 11215	No Relationship	PC	General Support	82,000
BuildingCommunity Workshop 416 S Ervey Street Dallas, TX 75201	No Relationship	PC	General Support	100,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Burlington Children's Space 241 N Winooski Avenue Burlington, VT 05401	No Relationship	PC	General Support	5,000
Business Alliance for Local Living Economies PO Box 4199 Bellingham, WA 98227	No Relationship	PC	General Support	150,000
California Partnership for Safe Communities 469 9th Street Suite 210 Oakland, CA 94607	No Relationship	PC	General Support	100,000
Carnegie Museums of Pittsburgh 117 Sandusky Street Pittsburgh, PA 15212	No Relationship	PC	General Support	60,000
Carolina Youth Development Center 5055 Lackawanna Blvd North Charleston, SC 29405	No Relationship	PC	General Support	100,000
Casa Valentina Inc 2990 SW 35th Avenue Ste 2 Miami, FL 33133	No Relationship	PC	General Support	50,000
Center for American Progress 1333 H STREET NW Washington, DC 20005	No Relationship	PC	General Support	45,000
Center for Earth Energy and Democracy 216 Cecil Street SE Minneapolis, MN 55414	No Relationship	PC	General Support	40,000
Center for Effective Philanthropy 675 Massachusetts Ave 7th Fl Cambridge, MN 02139	No Relationship	PC	General Support	25,000
Center for Neighborhood Technology 2125 West North Avenue Chicago, IL 60647	No Relationship	PC	General Support	175,000
Center for Popular Democracy 802 Kent Avenue Brooklyn, NY 11205	No Relationship	PC	General Support	363,000
Center for Teen Empowerment 392 Genesee Street Rochester, NY 14611	No Relationship	PC	General Support	75,000
Center for Urban Pedagogy 232 Third Street D201 Brooklyn, NY 11215	No Relationship	PC	General Support	40,000
Central Oregon Community College Foundation 2600 NW College Way BEND, OR 97701	No Relationship	PC	General Support	2,000
Ceres Inc 99 Chauncy St 6th Floor BOSTON, MA 02111	No Relationship	PC	General Support	150,000
<b>Total</b> . . . . .  <b>3a</b>				35,581,985

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Chewonki Foundation Inc 485 Chewonki Neck Road Wiscasset, ME 04578	No Relationship	PC	General Support	7,500
Chicago United 300 E Randolph Street Chicago, IL 60601	No Relationship	PC	General Support	75,000
Children's Institute 2121 West Temple St Los Angeles, CA 90026	No Relationship	PC	General Support	2,500
Cincinnati USA Regional Chamber of Commerce Found 441 Vine St Suite 300 Cincinnati, OH 45202	No Relationship	PC	General Support	125,000
Cities at Peace Inc 104 W 27th Street 12th Floor NEW YORK, NY 10001	No Relationship	PC	General Support	40,000
Citizen Engagement Lab Education Fund 2150 Allston Way Suite 360 Berkeley, CA 94704	No Relationship	PC	General Support	48,000
City College 21st Century Foundation Inc 160 Convent Avenue NEW YORK, NY 10031	No Relationship	PC	General Support	110,000
City of New Orleans 1300 Perdido Street Suite 8E08 New Orleans, LA 70112	No Relationship	PC	General Support	100,000
Clean Energy Group 50 State Street Suite 1 Montpelier, VT 05602	No Relationship	PC	General Support	100,000
Collateral Repair Project PO Box 8160 Medford, OR 97501	No Relationship	PC	General Support	2,000
College for Creative Studies-Detroit Creative Corr 201 East Kirby Detroit, MI 48202	No Relationship	PC	General Support	150,000
Common Counsel Foundation 405 14th St 809 Oakland, CA 94612	No Relationship	PC	General Support	49,000
Common Market Philadelphia Inc 428 E Erie Ave Philadelphia, PA 19134	No Relationship	PC	General Support	150,000
Community Arts Stabilization Trust 70 Otis Street 1st Floor San Francisco, CA 94103	No Relationship	PC	General Support	150,000
Community Capital Works 111 S Independence Mall East Suit Philadelphia, PA 19106	No Relationship	PC	General Support	50,000
<b>Total</b> . . . . .  <b>3a</b>				35,581,985


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Community Catalyst One Federal Street 5th Floor Boston,MA 02110	No Relationship	PC	General Support	45,000
Community Foundation for Southeast Michigan 333 West Fort Street Detroit,MI 48226	No Relationship	PC	General Support	200,000
Community Foundation of New Jersey Post Office Box 338 Morristown,NJ 07963	No Relationship	PC	General Support	1,250
Community Labor United 6 Beacon Street Suite 910 BOSTON,MA 02108	No Relationship	PC	General Support	100,000
Community LIFT 301 Washington Avenue Memphis,TN 38103	No Relationship	PC	General Support	100,000
Corbin Hill Food Project 119 West 120th Street New York,NY 10027	No Relationship	PC	General Support	75,000
Coro New York Leadership Center 42 Broadway 18th Floor NEW YORK,NY 10004	No Relationship	PC	General Support	115,000
Corporation for Enterprise Development 1200 G Street NW Washington,DC 20005	No Relationship	PC	General Support	100,000
Culver Educational Foundation 1300 Academy Road 153 Culver,IN 46511	No Relationship	PC	General Support	4,000
Cumberland Region Tomorrow 511 Union Street Suite 1600 NASHVILLE,TN 37219	No Relationship	PC	General Support	100,000
CUNY Graduate Center Foundation 365 Fifth Avenue New York,NY 10016	No Relationship	PC	General Support	10,000
Cystic Fibrosis Foundation 220 North Main Ste Suite 104 NATICK,MA 01760	No Relationship	PC	General Support	1,000
Danspace Projects 131 East 10th Street NEW YORK,NY 10003	No Relationship	PC	General Support	500
Democracy at Work Institute 1904 Franklin St Suite 400 Oakland,CA 94612	No Relationship	PC	General Support	85,000
Democracy Collaborative Foundation 6930 Carroll Ave 5th Floor Takoma Park,MD 20912	No Relationship	PC	General Support	150,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Demos A Network for Ideas & Actions 220 Fifth Avenue 2nd Floor New York, NY 10001	No Relationship	PC	General Support	200,000
Deschutes United Way PO Box 5969 Bend, OR 97708	No Relationship	PC	General Support	3,000
Detroit Economic Growth Association 500 Griswold Suite 2200 Detroit, MI 48226	No Relationship	PC	General Support	45,000
Discover Your Northwest-On Belay Ty 164 S Jackson Street Seattle, WA 98104	No Relationship	PC	General Support	5,000
Downtown Community Television Center 87 Lafayette Street New York, NY 10013	No Relationship	PC	General Support	60,000
D-Rev 695 Minnesota Street San Francisco, CA 94107	No Relationship	PC	General Support	75,000
Dudley Street Neighborhood Initiative 504 Dudley Street Roxbury, MA 02119	No Relationship	PC	General Support	75,000
Duke University Box 90403 Durham, NC 27708	No Relationship	PC	General Support	70,000
East Bay Alliance for a Sustainable Economy 1814 Franklin Street Ste 325 Oakland, CA 94612	No Relationship	PC	General Support	105,000
Eastern Market Corporation 2934 Russell Detroit, MI 48230	No Relationship	PC	General Support	175,000
EcoDistricts 1223 SW Washington St Suite 200 Portland, OR 97205	No Relationship	PC	General Support	200,000
Economic Community Development Institute 1655 Old Leonard Avenue Columbus, OH 43219	No Relationship	PC	General Support	100,000
Economic Policy Institute 1333 H Street NW Suite 300 Washington, DC 20005	No Relationship	PC	General Support	110,000
Educate Tomorrow Corp 1717 N Bayshore Drive Ste 203 Miami, FL 33132	No Relationship	PC	General Support	100,000
Educational Resources - The Miami Valley School 5151 Denise Drive Dayton, OH 45429	No Relationship	PC	General Support	5,000
<b>Total . . . . .</b>			<b>3a</b>	35,581,985


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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Efforts of Grace Inc 1712 Oretha Castle Haley Boulevard New Orleans, LA 70113	No Relationship	PC	General Support	100,000
Ella Baker Center for Human Rights 1970 Broadway Suite 450 Oakland, CA 94612	No Relationship	PC	General Support	50,000
Emerald Cities Collaborative Inc 1140 Connecticut Ave NW Suite 1210 Washington, DC 20036	No Relationship	PC	General Support	375,000
Energy Programs Consortium 1228 31st NW Suite 5 Washington, DC 20007	No Relationship	PC	General Support	125,000
Eno Center for Transportation 1710 Rhode Island Ave NW Ste 500 Washington, DC 20036	No Relationship	PC	General Support	75,000
Enterprise Center Capital Corporation 4548 Market Street Philadelphia, PA 19139	No Relationship	PC	General Support	100,000
Enterprise Community Partners 11000 Broken Land Parkway Ste 700 Columbia, MD 21044	No Relationship	PC	General Support	160,000
Environmental and Energy Study Institute 1112 16th St NW Suite 300 Washington, DC 20036	No Relationship	PC	General Support	125,000
Environmental Film Festival in the Nation's Capita 1228 1/2 31st St NW Washington, DC 20009	No Relationship	PC	General Support	5,000
Episcopal Academy 1785 Bishop White Drive Newtown Square, PA 19073	No Relationship	PC	General Support	12,000
Equine Encore Performance at Charles Town 835 E Washington Street Suite 105 Washington, DC 25443	No Relationship	PC	General Support	2,000
Equine Partners Inc 112 E Main Street Hopkinton, MA 01748	No Relationship	PC	General Support	2,000
exalt youth 175 Remsen Street Suite 1000 Brooklyn, NY 11201	No Relationship	PC	General Support	50,000
Facing History and Ourselves 16 Hurd Road Brookline, MA 02146	No Relationship	PC	General Support	20,000
Fair Food 1315 Walnut Street Ste 532 Philadelphia, PA 19107	No Relationship	PC	General Support	100,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment


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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Family Alternatives 1089 SE 10th Ave Minneapolis, MN 55414	No Relationship	PC	General Support	50,000
Family Values at Work A Multi-State Consortium 207 E Buffalo St Suite 211 Milwaukee, WI 53202	No Relationship	PC	General Support	150,000
First Peoples Fund PO Box 2977 Rapid City, SD 57709	No Relationship	PC	General Support	200,000
First Place for Youth 426 17th Street Suite 100 Oakland, CA 10031	No Relationship	PC	General Support	100,000
First Star Inc 901 K Street NW Washington, DC 20001	No Relationship	PC	General Support	25,000
Flynn Center for the Performing Arts 153 Main Street Burlington, VT 05401	No Relationship	PC	General Support	80,000
Forum for Youth Investment 7064 Eastern Avenue NW Washington, DC 20012	No Relationship	PC	General Support	25,000
Foundation Center 79 Fifth Ave New York, NY 10003	No Relationship	PC	General Support	80,000
Foundation for Louisiana 4354 S Sherwood Forest Blvd Baton Rouge, LA 70816	No Relationship	PC	General Support	275,000
Foundation for National ProgressMother Jones 222 Sutter Street 6th floor San Francisco, CA 94108	No Relationship	PC	General Support	150,000
Four Bands Community Fund Box 932 Eagle Butte, SD 57625	No Relationship	PC	General Support	100,000
Franklin and Eleanor Roosevelt Institute 570 Lexington Ave 5th Floor New York, NY 10022	No Relationship	PC	General Support	125,000
Friends of Happy Retreat PO Box 1427 Charles Town, WV 25414	No Relationship	PC	General Support	4,000
Fund Good Jobs 2323 Broadway Oakland, CA 94612	No Relationship	PC	General Support	100,000
Funders' Network for Smart Growth and Livable Comm 1500 San Remo Avenue Suite 249 Coral Gables, FL 33146	No Relationship	PC	General Support	405,000
<b>Total . . . . .</b>			<b>3a</b>	35,581,985

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
Gary Sinise Charitable Foundation PO Box 50008 Studio City,CA 91614	No Relationship	PC	General Support	57,000
Georgetown University 37th O Streets NW Washington,DC 20057	No Relationship	PC	General Support	150,000
Gladwyne Montessori School 920 Youngsford Road Gladwyne,PA 19035	No Relationship	PC	General Support	5,000
Global Action Project Inc 130 West 25th St 2C NEW YORK,NY 10001	No Relationship	PC	General Support	60,000
Global Green USA 2218 MAIN ST 2ND FLOOR SANTA MONICA,CA 90405	No Relationship	PC	General Support	45,000
Global Philanthropy Partnership 1916 N Mohawk Street 7 Chicago,IL 60614	No Relationship	PC	General Support	350,000
Good Jobs First 1616 P Street NW Suite 210 Washington,DC 20036	No Relationship	PC	General Support	245,000
Good Work Network 2028 Oretha Castle Haley Blvd New Orleans,LA 70113	No Relationship	PC	General Support	165,000
Grand Teton National Park Foundation PO Box 249 Moose,WY 83012	No Relationship	PC	General Support	5,000
Grand Valley State University GVSU-BIK-200 201 Front Avenue SW Grand Rapids,MI 49504	No Relationship	PC	General Support	10,000
Grantmakers for Effective Organizations 1725 DeSales St NW 404 Washington,DC 20036	No Relationship	PC	General Support	75,000
Grantmakers in the Arts 4055 21st Ave W Ste 100 Seattle,WA 98199	No Relationship	PC	General Support	10,000
Grants Managers Network 1666 K Street NW Suite 440 Washington,DC 20006	No Relationship	PC	General Support	50,000
Greater Baltimore Cultural Alliance 1800 N Charles Street Suite 810 Baltimore,MD 21201	No Relationship	PC	General Support	50,000
Greater New Orleans Development Foundation 365 Canal St Ste 2300 New Orleans,LA 70130	No Relationship	PC	General Support	200,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985




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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Green For All 1611 Telegraph Avenue Suite 600 Oakland, CA 94612	No Relationship	PC	General Support	200,000
Greenlining Institute 1918 University Ave 2nd Floor Berkeley, CA 94704	No Relationship	PC	General Support	150,000
Griot Theatre of the West Valley PO Box 2449 Winnetka, CA 91396	No Relationship	PC	General Support	10,000
Grist Magazine 710 Second Ave Ste 860 Seattle, WA 98104	No Relationship	PC	General Support	100,000
Groundswell Community Mural Project 540 President Street BROOKLYN, NY 11215	No Relationship	PC	General Support	50,000
Groundwork USA 22 Main Street Yonkers, NY 10701	No Relationship	PC	General Support	45,000
Guadalupe Cultural Arts Center 723 Brazos Street San Antonio, TX 78207	No Relationship	PC	General Support	60,000
Guy Harvey Ocean Fund 10408 West State Rd 84 Suite 104 Davie, FL 33324	No Relationship	PC	General Support	7,000
Heart of Los Angeles Youth Inc 2701 Wilshire Blvd Suite 100 Los Angeles, CA 90057	No Relationship	PC	General Support	125,000
Hedgebrook Foundation POB 1231 Freeland, WA 98249	No Relationship	PC	General Support	15,000
Hester Street Collaborative 113 Hester Street New York, NY 10002	No Relationship	PC	General Support	175,000
Hill School 860 Beech Street Pottstown, PA 19464	No Relationship	PC	General Support	7,500
Hobe Sound Community Chest PO Box 511 Hobe Sound, FL 33475	No Relationship	PC	General Support	5,000
Hopkinton Country Club Charitable Foundation PO Box 624 Hopkinton, MA 01748	No Relationship	PC	General Support	3,000
Hopkinton Education Foundation PO Box 109 Hopkinton, MA 01748	No Relationship	PC	General Support	3,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Hopkinton High School Athletics Boosters Club 41 Blueberry Lane Hopkinton,MA 01748	No Relationship	PC	General Support	1,000
Hopkinton Music Association PO Box 242 Hopkinton,MA 01748	No Relationship	PC	General Support	1,000
Hospice of the Panhandle 122 Waverly Court Martinsburg,WV 25403	No Relationship	PC	General Support	4,000
Ifetayo Cultural Arts Academy Inc 629 East 35th Street 2 Brooklyn,NY 11203	No Relationship	PC	General Support	100,000
ImpactAssets Inc 7315 Wisconsin Avenue Suite 1000W Bethesda,MD 20814	No Relationship	PC	General Support	20,000
Independent Sector 1602 L Street NW Washington,DC 20036	No Relationship	PC	General Support	25,000
Inner City Advisors 283 - 4th Street Suite 101 Oakland,CA 94607	No Relationship	PC	General Support	150,000
Innovation Network for Communities PO Box 248 Beaver Island,MI 49782	No Relationship	PC	General Support	48,000
Innovative Services NW 9414 NE Fourth Plain Road Vancouver,WA 98662	No Relationship	PC	General Support	75,000
Institute for Community Peace 410 4th ST NE Washington,DC 20002	No Relationship	PC	General Support	25,000
Institute for Local Self-Reliance 2001 S Street NW Suite 570 Washington,DC 20009	No Relationship	PC	General Support	45,000
Institute for Sustainable Economic Edu and Envir 1625 Clay Street Suite 600 Oakland,CA 94612	No Relationship	PC	General Support	200,000
Institute of Contemporary Art 100 Northern Avenue Boston,MA 02210	No Relationship	PC	General Support	80,000
Institute of Women and Ethnic Studies 935 Gravier St Ste 1140 New Orleans,LA 70112	No Relationship	PC	General Support	25,000
International Development Exchange 333 Valencia Street 250 San Francisco,CA 94103	No Relationship	PC	General Support	100,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ISIAIH 2356 University Ave W ST PAUL, MN 55114	No Relationship	PC	General Support	125,000
Japanese American Cultural and Community Center 244 S San Pedro Street Los Angeles, CA 90012	No Relationship	PC	General Support	30,000
Jazz at Lincoln Center 3 Columbus Circle New York, NY 10019	No Relationship	PC	General Support	100,000
Jefferson County Historical Society PO Box 485 Charles Town, WV 25414	No Relationship	PC	General Support	2,000
Jilkaat Kwaan Heritage Center PO Box 976 Haines, AK 99827	No Relationship	PC	General Support	57,000
Jobs For The Future 88 Broad St 8th Floor Boston, MA 02110	No Relationship	PC	General Support	100,000
Jobs with Justice Education FundUnity 1616 P Street NW Suite 150 Washington, DC 20036	No Relationship	PC	General Support	75,000
John E Andrus Memorial Inc 185 Old Broadway HastingsonHudson, NY 10706	No Relationship	PC	General Support	1,200,000
Johns Hopkins University 600 North Wolfe Street Baltimore, MD 21287	No Relationship	PC	General Support	130,000
Joy Outdoor Education Center Foundation PO Box 157 Clarksville, OH 45113	No Relationship	PC	General Support	5,000
Julia Dyckman Andrus Memorial 1156 North Broadway Yonkers, NY 10701	No Relationship	PC	General Support	1,201,000
Juma Ventures 131 Steuart Street Ste 201 San Francisco, CA 94105	No Relationship	PC	General Support	218,000
Junebug Productions Inc 900 Camp St New Orleans, LA 70130	No Relationship	PC	General Support	57,000
Just Communities Central Coast 1528 Chapala St Ste 308 Santa Barbara, CA 93101	No Relationship	PC	General Support	40,000
Justice Resource Institute 160 Gould St Suite 300 Needham, MA 02494	No Relationship	PC	General Support	2,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


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Juxtaposition Arts 2007 Emerson Avenue North Minneapolis, MN 55411	No Relationship	PC	General Support	200,000
Khmer Arts Academy 375 Redondo Avenue Suite 156 Long Beach, CA 90814	No Relationship	PC	General Support	35,000
Kidsave International 100 Corporate Pointe Culver City, CA 90230	No Relationship	PC	General Support	25,000
Kounkuey Design Initiative 108 West 2nd Street 809 Los Angeles, CA 90012	No Relationship	PC	General Support	165,000
Legal Aid Justice Center 1000 Preston Ave Suite A Charlottesville, VA 22903	No Relationship	PC	General Support	20,000
Living Cities 1040 Avenue of the Americas New York, NY 10018	No Relationship	PC	General Support	670,000
Los Angeles Alliance for a New Economy 464 Lucas Ave Suite 202 Los Angeles, CA 90017	No Relationship	PC	General Support	240,000
Los Angeles Poverty Department PO Box 26190 Los Angeles, CA 90026	No Relationship	PC	General Support	57,000
Los Cenzontles Mexican Arts Center 13108 San Pablo Avenue San Pablo, CA 94805	No Relationship	PC	General Support	50,000
Louisiana Center for Children's Rights 1820 St Charles Avenue New Orleans, LA 70130	No Relationship	PC	General Support	90,000
Lower Manhattan Cultural Council 125 Maiden Lane New York, NY 10038	No Relationship	PC	General Support	100,000
Maine Wabanaki State Child Welfare Truth and Recon 89 Main Street Suite 3 Ellsworth, ME 04605	No Relationship	PC	General Support	90,000
Maltz Theatre 1001 East Indiantown Road Jupiter, FL 33477	No Relationship	PC	General Support	2,000
Manufacturing Renaissance 3411 W Diversey Avenue Suite 10 Chicago, IL 60647	No Relationship	PC	General Support	125,000
Marlborough School 250 South Rossmore Avenue Los Angeles, CA 90004	No Relationship	PC	General Support	5,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Maryland Institute College of Art 1300 W Mt Royal Avenue Baltimore, MD 21217	No Relationship	PC	General Support	56,600
Massachusetts Audubon Society 208 South Great Road Lincoln, MA 01773	No Relationship	PC	General Support	1,000
Massachusetts Institute of Technology 77 Massachusetts Ave Cambridge, MA 02139	No Relationship	PC	General Support	100,000
MassArt Foundation 621 Huntington Avenue Boston, MA 02115	No Relationship	PC	General Support	75,000
Mattress Factory 500 Sampsonia Way Pittsburgh, PA 15212	No Relationship	PC	General Support	35,000
Media Alliance-Voices of Our Nations Arts Found 1904 Franklin Street 500 Oakland, CA 94612	No Relationship	PC	General Support	50,000
Meridian Institute 105 Village Place Dillon, CO 80435	No Relationship	PC	General Support	125,000
Metropolitan Economic Development Association 250 Second Avenue South Minneapolis, MN 55401	No Relationship	PC	General Support	125,000
Metropolitan Planning Council 140 S Dearborn Street Chicago, IL 60603	No Relationship	PC	General Support	45,000
Metropolitan Waterfront Alliance 217 Water Street Ste 300 New York, NY 10038	No Relationship	PC	General Support	75,000
Michael Carter Lisnow Respite Center 112 Main Street Hopkinton, MA 01748	No Relationship	PC	General Support	5,000
Michigan Roundtable for Diversity and Inclusion 3031 West Grand Boulevard Detroit, MI 48202	No Relationship	PC	General Support	40,000
Michigan State University College of Veterinary M 784 Wilson Road East Lansing, MI 48824	No Relationship	PC	General Support	4,000
Mid-South Peace & Justice Center 3573 Southern Ave Memphis, TN 38111	No Relationship	PC	General Support	114,750
Milton Academy 170 Center Street Milton, MA 02186	No Relationship	PC	General Support	10,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


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Minneapolis Institute of Arts 2400 Third Avenue South Minneapolis, MN 55404	No Relationship	PC	General Support	10,000
Mobile Action Ministries 102 Boutwell Ct N Stillwater, MN 55082	No Relationship	PC	General Support	750
Morris Animal Foundation 10200 East Girard Ave B430 Denver, CO 80231	No Relationship	PC	General Support	3,000
Mount Auburn Hospital 330 Mount Auburn Street Cambridge, MA 02138	No Relationship	PC	General Support	5,000
Museum of Contemporary African Diasporan Arts 80 Hanson Place Brooklyn, NY 11217	No Relationship	PC	General Support	67,000
Museum of New Mexico Foundation PO Box 2065 Santa Fe, NM 87504	No Relationship	PC	General Support	10,000
National Association for Latino Community Asset 1313 Guadalupe Street Suite 203 San Antonio, TX 78207	No Relationship	PC	General Support	150,000
National Association of Episcopal Schools 815 Second Avenue Third Floor New York, NY 10017	No Relationship	PC	General Support	5,000
National Association of Latino Arts & Culture 1208 Buena Vista San Antonio, TX 78207	No Relationship	PC	General Support	150,000
National Audubon Society 700 Broadway New York, NY 10003	No Relationship	PC	General Support	5,000
National Committee for Responsive Philanthropy 1331 H Street NW Suite 200 Washington, DC 20009	No Relationship	PC	General Support	75,000
National Day Laborer Organizing Network 675 S Park View St Suite B Los Angeles, CA 90057	No Relationship	PC	General Support	57,000
National Domestic Workers Alliance 395 Hudson Street 4th Floor New York, NY 10014	No Relationship	PC	General Support	320,000
National Employment Law Project 75 Maiden Lane Suite 601 New York, NY 10038	No Relationship	PC	General Support	220,000
National Housing Institute 60 South Fullerton Avenue Suite 20 Montclair, NJ 07042	No Relationship	PC	General Support	75,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
National Parks Conservation Association 450 N Park Road Suite 301 Hollywood,FL 33021	No Relationship	PC	General Support	2,000
National People's Action 810 N Milwaukee Ave Chicago,IL 60642	No Relationship	PC	General Support	175,000
National Puerto Rican Day Parade Inc PO Box 975 New York,NY 10272	No Relationship	PC	General Support	40,000
National Skills Coalition 1730 Rhode Island Avenue NW Washington,DC 20036	No Relationship	PC	General Support	100,000
National Urban Fellows 989 Avenue of the Americas New York,NY 10018	No Relationship	PC	General Support	1,000
Natural Resources Defense Council 40 West 20th Street New York,NY 10011	No Relationship	PC	General Support	225,000
Nature Conservancy - Minnesota Chapter 1101 West River Parkway Suite 200 Minneapolis,MN 55414	No Relationship	PC	General Support	2,000
Neighborhood Funders Group 436 14th Street Suite 425 Oakland,CA 94612	No Relationship	PC	General Support	198,500
Neighborhood Story Project PO Box 19742 New Orleans,LA 70179	No Relationship	PC	General Support	80,000
New Jersey Performing Arts Center 1 Center Street Newark,NJ 07102	No Relationship	PC	General Support	75,000
New Mexico Community Development Loan Fund 1525 Religious Street New Orleans,LA 70130	No Relationship	PC	General Support	100,000
New Orleans Business Alliance 935 Gravier St New Orleans,LA 70112	No Relationship	PC	General Support	200,000
New Orleans Startup Fund 1525 Religious Street New Orleans,LA 70130	No Relationship	PC	General Support	125,000
New Transitions Inc 698 Cheyenne Blvd Nashville,TN 37115	No Relationship	PC	General Support	115,000
New Venture Fund 1201 Connecticut Ave NW 300 Washington,DC 20036	No Relationship	PC	General Support	547,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985

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<b>a</b> <i>Paid during the year</i>				
New World Found-Anchor Institutions Task Force 666 West End Ave Suite 1B New York, NY 10025	No Relationship	PC	General Support	75,000
New York City Energy Efficiency Corporation 1359 Broadway Ave 19th Fl New York, NY 10018	No Relationship	PC	General Support	75,000
New York Civil Liberties Union Foundation 125 Broad Street 19th Floor New York, NY 10004	No Relationship	PC	General Support	150,000
NewCorp Inc 2924 St Bernard Avenue New Orleans, LA 70119	No Relationship	PC	General Support	100,000
Next City 1500 JFK Blvd 1220 Philadelphia, PA 19102	No Relationship	PC	General Support	300,000
Nexus Community Partners 2314 University Ave Suite 18 St Paul, MN 55114	No Relationship	PC	General Support	100,000
Northwest Atlantic Marine Alliance PO Box 7066 Gloucester, MA 01930	No Relationship	PC	General Support	50,000
Nurse-Family Partnership 1900 Grant Street Suite 400 Denver, CO 80203	No Relationship	PC	General Support	1,000
Oakland Baptist Church 3408 King Street Alexandria, VA 22302	No Relationship	PC	General Support	2,500
On Belay Ty 2608 NW Robert Way Bend, OR 97701	No Relationship	PC	General Support	10,000
On The Move 780 Lincoln Avenue Napa, CA 94558	No Relationship	PC	General Support	125,000
One Day on Earth Foundation 110 Greene Street Suite 502 New York, NY 10012	No Relationship	PC	General Support	48,000
One Voice 11606 Southfork Avenue Suite 102 Baton Rouge, LA 70817	No Relationship	PC	General Support	75,000
Opportunity Finance Network 620 Chestnut Street Suite 572 Philadelphia, PA 19106	No Relationship	PC	General Support	150,000
Pacific Community Ventures Inc 51 Federal Street Suite 100 San Francisco, CA 94107	No Relationship	PC	General Support	100,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985




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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Pangea World Theater 711 West Lake Street Suite 101 Minneapolis, MN 55408	No Relationship	PC	General Support	75,000
Park Slope Schoolhouse 556 Fifth Avenue Brooklyn, NY 11215	No Relationship	PC	General Support	500
Partnership for Working Families 1825 K Street NW Suite 210 Washington, DC 20006	No Relationship	PC	General Support	175,000
Penn Vet Working Dog Center 3900 Delancey St Philadelphia, PA 19104	No Relationship	PC	General Support	2,000
Penumbra Theatre Company 270 North Kent Street Saint Paul, MN 55102	No Relationship	PC	General Support	101,000
People Animals Love 731 8th street SE Suite 202 Washington, DC 20003	No Relationship	PC	General Support	2,000
People United for Sustainable Housing Inc 271 Grant Street Buffalo, NY 14213	No Relationship	PC	General Support	160,000
Philadelphia Fringe Festival 140 N Columbus Blvd Philadelphia, PA 19106	No Relationship	PC	General Support	50,000
Philadelphia Mural Arts Advocates 1727-29 Mt Vernon Street Philadelphia, PA 19130	No Relationship	PC	General Support	130,000
Philanthropy New York 79 Fifth Avenue 4th Floor New York, NY 10003	No Relationship	PC	General Support	73,000
PICO National Network 171 Santa Rosa Avenue Oakland, CA 94610	No Relationship	PC	General Support	125,000
Pittsburgh United 841 California Avenue 3rd Floor Pittsburgh, PA 15212	No Relationship	PC	General Support	150,000
Planned Parenthood of Minnesota NDSD 671 Vandalia St Saint Paul, MN 55114	No Relationship	PC	General Support	35,000
Planned Parenthood of Northern New England 128 Lakeside Avenue Suite 301 Burlington, VT 05401	No Relationship	PC	General Support	2,500
PolicyLink 1438 Webster St Oakland, CA 94612	No Relationship	PC	General Support	150,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Positive Futures Network (YES) 284 Madrona Way NE Unit 116 Bainbridge Island, WA 98110	No Relationship	PC	General Support	100,000
Preservation Trust of Vermont 104 Church Street Burlington, VT 05401	No Relationship	PC	General Support	2,500
President and Fellows of Harvard College 1033 Massachusetts Ave Ste 3 Cambridge, MA 02138	No Relationship	PC	General Support	150,000
Project Row Houses 2521 Holman Street Houston, TX 77004	No Relationship	PC	General Support	37,000
Public Advocates 131 Steuart Street Suite 300 San Francisco, CA 94105	No Relationship	PC	General Support	150,000
Public Health Solutions 40 Worth Street 5th Floor New York, NY 10013	No Relationship	PC	General Support	100,000
Queens Council on the Arts 37-11 35th Avenue Astoria, NY 11101	No Relationship	PC	General Support	80,000
Race Forward 32 Broadway Suite 1801 New York, NY 10004	No Relationship	PC	General Support	100,000
Raw Art Works 37 Central Square Lynn, MA 01901	No Relationship	PC	General Support	60,000
Rebuild Foundation 6918 South Dorchester Avenue Chicago, IL 60637	No Relationship	PC	General Support	40,000
Rector & Visitors of the University of Virginia PO Box 400807 Charlottesville, VA 22904	No Relationship	PC	General Support	37,000
Regional Plan Association 4 Irving Place Suite 711-S New York, NY 10003	No Relationship	PC	General Support	40,000
Rising Tide Capital 334 Martin Luther King Drive Jersey City, NJ 07305	No Relationship	PC	General Support	100,000
River Network 209 SW Oak St 300 Portland, OR 97204	No Relationship	PC	General Support	49,000
Rockefeller Philanthropy Advisors 6 W 48th St 10th Floor New York, NY 10036	No Relationship	PC	General Support	500,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Root Cause Institute 11 Avenue de Lafayette Boston,MA 02111	No Relationship	PC	General Support	5,000
Roots of Music Inc 828 Royal Street 521 New Orleans,LA 70116	No Relationship	PC	General Support	50,000
RSF Social Finance 1002 O'Reilly Avenue San Francisco,CA 94129	No Relationship	PC	General Support	50,000
Rutgers University Foundation 7 College Ave Winants Hall New Brunswick,NJ 08901	No Relationship	PC	General Support	150,000
Ruth Ellis Center 77 Victor Street Highland Park,MI 48203	No Relationship	PC	General Support	100,000
Saint John's Health Center Foundation 2121 Santa Monica Blvd Santa Monica,CA 90404	No Relationship	PC	General Support	5,000
Saint Paul Foundation 101 Fifth Street East Suite 2400 Saint Paul,MN 55101	No Relationship	PC	General Support	100,000
San Diego State University Research FDN 5250 Campanile Drive San Diego,CA 92182	No Relationship	PC	General Support	25,000
San Francisco Chamber of Commerce Foundation 235 Montgomery Street San Francisco,CA 94104	No Relationship	PC	General Support	75,000
SAY Si (San Antonio Youth Yes) 1518 S Alamo San Antonio,TX 78204	No Relationship	PC	General Support	75,000
SCO Family of Services (Center for Family Life) 1 Alexander Place Glen Cove,NY 11542	No Relationship	PC	General Support	100,000
Shadhika Project Inc 3253 Vallejo Street Denver,CO 80211	No Relationship	PC	General Support	100
Shenendoah Horse Park 3832 Shepherd Grade Road Shepherdstown,WV 25443	No Relationship	PC	General Support	4,000
Ski Gull Inc PO Box 612 Nisswa,MN 56468	No Relationship	PC	General Support	1,000
Skid Row Housing Trust 1317 E 7th Street Los Angeles,CA 90021	No Relationship	PC	General Support	75,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Slideluck 154 Morgan Avenue Brooklyn, NY 11221	No Relationship	PC	General Support	250
Smart Growth America 1707 L Street NW Washington, DC 20036	No Relationship	PC	General Support	650,000
smartMeme Strategy & Training Project 1946 Washintgon St 2nd Fl Boston, MA 55345	No Relationship	PC	General Support	45,000
Social and Environmental Entrepreneurs 23532 Calabasas Road Suite A Calabasas, CA 91302	No Relationship	PC	General Support	35,000
Social Enterprise Alliance 4737 County Road 101 311 Minnetonka, MN 55345	No Relationship	PC	General Support	150,000
Solar Richmond 2730 Maine Avenue Richmond, CA 94804	No Relationship	PC	General Support	85,000
Soulsville Foundation 926 E McLemore Ave Memphis, TN 38106	No Relationship	PC	General Support	50,000
Southeast Energy Efficiency Alliance 50 Hurt Plaza Suite 1250 Atlanta, GA 30303	No Relationship	PC	General Support	100,000
Springboard for the Arts 308 Prince St Suite 270 Saint Paul, MN 55101	No Relationship	PC	General Support	250,000
St Mary's RC Church 1300 Northern Boulevard Manhasset, NY 11030	No Relationship	PC	General Support	3,000
St Paul's School 325 Pleasant Street Concord, NH 03301	No Relationship	PC	General Support	6,000
STAR Communities 777 North Capitol Street NE Suite Washington, DC 20002	No Relationship	PC	General Support	100,000
Sundance Institute 5900 Wilshire Boulevard Los Angeles, CA 90036	No Relationship	PC	General Support	75,000
Sustainable Business Education Initiative Inc 1617 JFK Blvd Suite 1855 Philadelphia, PA 19103	No Relationship	PC	General Support	150,000
Tacoma Art Museum 1701 Pacific Avenue Tacoma, WA 98402	No Relationship	PC	General Support	82,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Teach for America 315 W 36th Street 7th Floor New York, NY 10018	No Relationship	PC	General Support	5,000
Techsoup Global 435 Brannan St Suite 100 San Francisco, CA 94107	No Relationship	PC	General Support	30,000
Tectonic Theater Project Inc 520 8th Avenue Suite 313 New York, NY 10018	No Relationship	PC	General Support	82,000
Temple University 1801 North Broad Street Philadelphia, PA 19122	No Relationship	PC	General Support	57,000
Texas Civic Engagement Table - Be One Texas 503-A Walsh Street Austin, TX 78703	No Relationship	PC	General Support	-1,000
The American Prospect 1333 H Street NW Suite 300 Washington, DC 20005	No Relationship	PC	General Support	125,000
The Attic Youth Center 255 South 16th Street Philadelphia, PA 19102	No Relationship	PC	General Support	50,000
The BASE 11 Walnut Park Roxbury, MA 02119	No Relationship	PC	General Support	1,000
The Evergreen State College Foundation 2700 Evergreen Parkway NW Olympia, WA 98505	No Relationship	PC	General Support	31,500
The Housing Fund 305 11th Ave South Nashville, TN 37203	No Relationship	PC	General Support	100,000
The Loft Literary Center 1011 Washington Avenue South Minneapolis, MN 55415	No Relationship	PC	General Support	75,000
The Mockingbird Society 2100 24th Ave S Suite 240 Seattle, WA 98144	No Relationship	PC	General Support	61,000
THE POINT Community Development Corporation 940 Garrison Ave Bronx, NY 10474	No Relationship	PC	General Support	115,000
The Reinvestment Fund 1700 Market Street Philadelphia, PA 19103	No Relationship	PC	General Support	100,000
The Reset Foundation 1500 Mission Street Boston, MA 02116	No Relationship	PC	General Support	90,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985


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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Theater Offensive 565 Boylston Street 3rd Floor Boston,MA 02116	No Relationship	PC	General Support	75,000
The Trustees of the University of Pennsylvania 3451 Walnut Street Philadelphia,PA 19104	No Relationship	PC	General Support	125,000
The Wooden Floor 1810 North Main Street Santa Ana,CA 92706	No Relationship	PC	General Support	100,000
Thunder Valley Community Development Corporation PO Box 290 Porcupine,SD 57772	No Relationship	PC	General Support	50,000
Tides CtrEmerging Practitioners in Philanthropy 1014 Torney Avenue San Francisco,CA 94129	No Relationship	PC	General Support	70,000
TransForm 436 14TH STREET SUITE 600 OAKLAND,CA 94612	No Relationship	PC	General Support	145,000
Transportation Choices Coalition 219 1st Ave S 420 Seattle,WA 98104	No Relationship	PC	General Support	150,000
Trust for Public Land 101 Montgomery Street San Francisco,CA 94104	No Relationship	PC	General Support	250,000
Trustees of the University of Pennsylvania 3620 Locust Walk Philadelphia,PA 19104	No Relationship	PC	General Support	15,000
Tucson Meet Yourself Inc PO Box 42044 Tucson,AZ 85733	No Relationship	PC	General Support	37,500
Tulane University-Tulane City Center 1555 Poydras Street New Orleans,LA 70112	No Relationship	PC	General Support	120,000
Turn 2 Foundation 215 Park Avenue South New York,NY 10003	No Relationship	PC	General Support	3,000
UBW Inc 138 South Oxford Street Brooklyn,NY 11217	No Relationship	PC	General Support	135,000
Union of Minority Neighborhoods 42 Seaverns Ave Boston,MA 02130	No Relationship	PC	General Support	125,000
United Church of Strafford PO Box 124 Strafford,VT 05072	No Relationship	PC	General Support	2,500
<b>Total . . . . .</b>  <b>3a</b>				35,581,985

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
United for a Fair Economy 1 Milk Street 5th Floor Boston,MA 02109	No Relationship	PC	General Support	2,500
United States Artists 980 N Michigan Ave Suite 1300 Chicago,IL 60611	No Relationship	PC	General Support	15,000
United Way of Greater Atlanta 100 Edgewood Ave NE Atlanta,GA 30303	No Relationship	PC	General Support	2,000
University of Detroit Mercy 4001 W McNichols Rd Detroit,MI 48221	No Relationship	PC	General Support	75,000
University of Maine System 96 Falmouth Street Box 9300 Portland,ME 04104	No Relationship	PC	General Support	85,000
University of Minnesota Foundation 200 Oak Street SE Suite 500 Minneapolis,MN 55455	No Relationship	PC	General Support	1,000
University of New Mexico School of Architecture 1 University of New Mexico Albuquerque,NM 87131	No Relationship	PC	General Support	100,000
University of North Carolina at Greensboro PO Box 26170 Greensboro,NC 27402	No Relationship	PC	General Support	2,000
University of Southern California 950 W Jefferson JEF 102 Los Angeles,CA 90089	No Relationship	PC	General Support	200,000
University of Virginia 104 Emmet Street North Charlottesville,VA 22903	No Relationship	PC	General Support	-1,715
University of Wisconsin System 21 N Park Street Suite 6401 Madison,WI 53715	No Relationship	PC	General Support	150,000
University System of Maryland Foundation 3300 Metzerott Road Adelphi,MD 20783	No Relationship	PC	General Support	40,000
Urban Homesteading Assistance Board 120 Wall Street 20th Floor New York,NY 10005	No Relationship	PC	General Support	25,000
Urban Innovation21 1901 Centre Ave Pittsburgh,PA 15219	No Relationship	PC	General Support	275,000
Urban Institute 2100 M Street NW 5th Floor Washington,DC 20037	No Relationship	PC	General Support	25,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Urban Justice Center 123 William Street 16TH FLOOR NEW YORK, NY 10038	No Relationship	PC	General Support	50,000
Urbano Project Inc 29 Germania Street Boston, MA 02130	No Relationship	PC	General Support	50,000
Vassar College 124 Raymond Avenue Poughkeepsie, NY 12604	No Relationship	PC	General Support	25,000
Vera Institute of Justice 233 Broadway 12th Floor New York, NY 10279	No Relationship	PC	General Support	230,000
Verde 6899 NE Columbia Blvd Portland, OR 97218	No Relationship	PC	General Support	150,000
Vermont Community Loan Fund 15 State Street PO Box 827 Montpelier, VT 05601	No Relationship	PC	General Support	1,000
Vermont Land Trust 8 Bailey Avenue Montpelier, VT 05602	No Relationship	PC	General Support	1,500
Vermont Public Radio 365 Troy Avenue Colchester, VT 05446	No Relationship	PC	General Support	5,000
Vital Healthcare Capital (V-Cap) 475 10th Avenue 14th Floor New York, NY 10018	No Relationship	PC	General Support	125,000
Walden Family Services Foundation Inc 6150 Mission Gorge Road San Diego, CA 92120	No Relationship	PC	General Support	40,000
Walker Art Center 1750 Hennepin Avenue Minneapolis, MN 55403	No Relationship	PC	General Support	6,000
Wellstone Action Fund 2446 University Ave W St Paul, MN 55114	No Relationship	PC	General Support	200,000
Wesleyan University 237 High Street Middletown, CT 06459	No Relationship	PC	General Support	45,000
Women Make Movies 115 West 29th Street 12th Floor New York, NY 10001	No Relationship	PC	General Support	57,000
Women's Housing And Economic Development Corp 50 East 168th Street BRONX, NY 10452	No Relationship	PC	General Support	50,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985



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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Workers Defense Project Inc 5604 Manor Road Austin,TX 78723	No Relationship	PC	General Support	45,000
Working Classroom 423 Atlantic SW Albuquerque,NM 87102	No Relationship	PC	General Support	50,000
YMCA of the Greater Twin Cities 2125 E Hennepin Avenue Minneapolis,MN 55413	No Relationship	PC	General Support	50,000
Youth Communication New York Center 224 West 29th Street New York,NY 10001	No Relationship	PC	General Support	25,000
Youth Empowerment Project 1600 Oretha Castle Haley Boulevard New Orleans,LA 70113	No Relationship	PC	General Support	50,000
Youth Villages Foundation 3320 Brother Blvd Memphis,TN 38133	No Relationship	PC	General Support	1,000
Zaccho Dance Theatre 1777 Yosemite Ave 330 San Francisco,CA 94124	No Relationship	PC	General Support	80,000
Zion Episcopal Church 301 East Congress St Charles Town,WV 25414	No Relationship	PC	General Support	2,000
<b>Total . . . . .</b>  <b>3a</b>				35,581,985

**TY 2014 Accounting Fees Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT & TAX PREP	95,135	21,013		74,122

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

EIN: 13-6108163

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE &FIXT	2009-01-01	144,851	110,169	SL	5	11,447			
LEASEHOLD IMPRV	2009-01-01	1,333,097	714,474	SL	11	137,560			
COMPUTER EQUIP	2009-01-01	400,031	210,613	SL	5	38,433			
ART WORK	2009-01-01	84,400	81,071	SL	5	3,329			

**TY 2014 General Explanation Attachment****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Identifier	Return Reference	Explanation
PART IX-B, LINE 1	PART IX-B, LINE 1	SUMMARY OF PROGRAM-RELATED INVESTMENTS - Loan to an IRC 501(c)(3) public charity to further Surdna's charitable initiative relating to "sustainable environments " The purpose of the loan is to promote growth of sustainable agriculture and rebuilding of regional food infrastructure Under the terms of the agreement, the public charity will use proceeds of the loan solely to make loans to social enterprises which may be for-profit or nonprofit organizations) for the purpose of enabling them to do work (or conduct their work) in a manner that is socially beneficial and charitable within the meaning of Section 170(c)(2)(B) of the Internal Revenue Code (i.e., "Qualifying Loans") The Loan Agreement will further provide that the focus area of loans to social enterprises will be food and agriculture, including loans to projects supporting local food systems based on sustainable agriculture The loan duration is 5 years from time of issuance and the interest rate by Surdna is fixed at 1%

Identifier	Return Reference	Explanation
PART IX-B, LINE 1	PART IX-B, LINE 2	SUMMARY OF PROGRAM-RELATED INVESTMENTS - Loan to an IRC 501(c)(3) public charity to further Surdna's charitable initiative relating to "strong local economies " Under the terms of the agreement, the public charity will use proceeds of the loan solely to make Facility Loans to facility Borrow ers under the Program that meet the facility Borrow er Eligibility Requirements The proceeds of the loan (including a loan from a commercial bank) will partially capitalize a \$3 5 million loan facility which will make loans to minority and w omen-ow ned contractors and sub-contractors ("MVBES") that have already been aw arded a public or private contract from the NYC Department of Environment Protection of other city agencies engaged in Hurricane sandy recovery The loan facility funded by Surdna is over a tw o-year commitment period The maturity date of the loans will be three years follow ing the start of the Commitment period The interest rate of the loans by Surdna is fixed at 0 5%

TY 2014 Investments Corporate  
Stock Schedule

Name: SURDNA FOUNDATION INC  
ATT MARC DE VENOGÉ  
EIN: 13-6108163

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOOGLE NAME CHANGE ALPHABET 26	234,230	234,230
GOOGLE NAME CHANGE ALPHABET 26	542,740	542,740
ADOBE SYS INC COM	538,717	538,717
ADR ALIBABA GROUP HLDG LTD-SP	619,082	619,082
ADR ARM HLDS PLC SPONSORED ISI	428,649	428,649
ADR ASML HLDG NV NY REG 2012 (	348,836	348,836
ADR BAIDU INC SPONSORED ADR	836,136	836,136
AEROJET ROCKETDYNE HLDGS INC C	390,044	390,044
ALEXION PHARMACEUTICALS INC CO	564,906	564,906
AMERISAFE INC COM	416,481	416,481
ARES CAP CORP COM	172,419	172,419
ATHENAHEALTH INC COM MON STOCK	243,483	243,483
BELMOND LTD COM STOCK	167,366	167,366
BIOGEN INC COMMON STOCK	686,698	686,698
BIOMARIN PHARMACEUTICAL INC CO	543,701	543,701
BROOKDALE SR LIVING INC COM ST	361,748	361,748
CERNER CORP COM	364,292	364,292
CHIPOTLE MEXICAN GRILL INC COM	529,366	529,366
CORRECTIONS CORP AMER	339,070	339,070
DORMAN PRODS INC COM	440,855	440,855
FACEBOOK INC CL A CL A	982,009	982,009
FIRST CASH FINANCIAL SERVICES	247,326	247,326
FMC TECHNOLOGIES INC COM	298,728	298,728
GANNETT CO INC COM	261,613	261,613
GUANGDONG INVT LTD COM	119,100	119,100
HAYNES INTL INC COM NEW COM NE	213,309	213,309
HOWARD HUGHES CORP COM STOCK	470,094	470,094
HSN INC NEW COM	484,311	484,311
HURON CONSULTING GROUP INC COM	4,766	4,766
ILLUMINA INC COM	191,502	191,502

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INFINITY PPTY & CAS CORP COM	337,488	337,488
INTERPUBLIC GROUP COMPANIES IN	405	405
JARDEN CORP COM	737,438	737,438
LAS VEGAS SANDS CORP COM STK	236,565	236,565
LENDINGCLUB CORP COM	250,750	250,750
LINKEDIN CORP CL A	681,879	681,879
MEDIDATA SOLUTIONS INC COM	164,318	164,318
MONSANTO CO NEW COM	455,672	455,672
MSC INDL DIRECT INC CL A COM	354,083	354,083
MTS SYS CORP COM	346,474	346,474
NIKE INC CL B	491,491	491,491
PALO ALTO NETWORKS INC COM USD	235,845	235,845
POOL CORP COM STK	235,103	235,103
REGENERON PHARMACEUTICALS INC	785,600	785,600
RINGCENTRAL INC CL A CL A	125,344	125,344
RUSH ENTERPRISES INC CL A CL A	279,792	279,792
SALESFORCE COM INC COM STK	1,016,598	1,016,598
SCHLUMBERGER LTD COM COM	486,974	486,974
SCHWAB CHARLES CORP COM NEW	432,613	432,613
SOUTHWESTERN ENERGY CO COM	127,288	127,288
SPLUNK INC COMSTK COM USD0.001	450,790	450,790
STANCORP FINL GROUP INC COM	257,074	257,074
STRATEGIC HOTELS & RESORTS INC	298,152	298,152
TESARO INC COM	162,790	162,790
TESCO CORP COM	111,180	111,180
THE PRICELINE GROUP INC	604,469	604,469
THERMON GROUP HLDGS INC	220,241	220,241
TWENTY-FIRST CENTY FOX INC CL	344,977	344,977
UNIFIRST CORP MASS COM	335,550	335,550
VIASAT INC COM	357,944	357,944

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VISA INC COM CL A STK	1,235,560	1,235,560
WALTER INVT MGMT CORP	281,873	281,873
WHOLE FOODS MKT INC COM	299,744	299,744
ZEBRA TECHNOLOGIES CORP CL A	744,922	744,922



TY 2014 Investments - Other Schedule

**Name:** SURDNA FOUNDATION INC  
ATT MARC DE VENOGÉ  
**EIN:** 13-6108163

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MFC SPDR DOW JONES GLOBAL REAL	FMV	15,445,706	15,445,706
MFO DFA EMERGING MARKETS VALUE	FMV	21,406,781	21,406,781
MFO GMO QUAL FD III	FMV	11,051,243	11,051,243
MFO GMO TR GLOBAL EQUITY ALLOC	FMV	75,148,591	75,148,591
MFO HARDING LOEVNER FDS INC IN	FMV	18,649,394	18,649,394
MFO MORGAN STANLEY INSTL FD IN	FMV	14,761,265	14,761,265
MFO PRUDENTIAL JENNISON NATURA	FMV	26,306,580	26,306,580
FUTURES CONTRACTS	FMV	9,940,913	9,940,913
ROCKEFELLER ESCROW CASH	FMV	2,409	2,409
4D GLOBAL ENERGY INVESTMENTS P	FMV	1,892,403	1,892,403
ABRY ADVANCED SECURITIES FUND	FMV	386,866	386,866
ABRY PARTNERS VII LP	FMV	3,546,143	3,546,143
ABRY PARTNERS VIII, LP	FMV	981,518	981,518
ABRY SENIOR EQUITY III	FMV	1,603,283	1,603,283
ABRY SENIOR EQUITY IV	FMV	1,565,393	1,565,393
ADAGE CAPITAL PARTNERS, LP	FMV	57,528,933	57,528,933
APOLLO EUROPEAN PRINCIPAL FINA	FMV	1,777,586	1,777,586
ARCLIGHT ENERGY PARTNERS FUND	FMV	1,910,654	1,910,654
ARSENAL CAPITAL PARTNERS III L	FMV	2,303,632	2,303,632
ARTIMAN VENTURES 2014, LP	FMV	375,631	375,631
ARTIMAN VENTURES SELECT 2014,	FMV	203,875	203,875
ARTIMAN VENTURES SPECIAL OPPOR	FMV	1,391,950	1,391,950
ASIA ALTERNATIVES CAPITAL PART	FMV	502,352	502,352
ASIA ALTERNATIVES CAPITAL PTRS	FMV	3,918,455	3,918,455
ASIA ALTERNATIVES DELAWARE III	FMV	90,718	90,718
ASPECT VENTURES, LP	FMV	586,358	586,358
BAIN CAPITAL ASIA FUND, LP	FMV	1,831,105	1,831,105
BAIN CAPITAL EUROPE FUND III,	FMV	5,202,606	5,202,606
BAIN CAPITAL FUND IX, LP	FMV	7,303,086	7,303,086
BAIN CAPITAL FUND X LP	FMV	9,817,203	9,817,203

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BAIN CAPITAL IX COINVESTMENT F	FMV	1,900,424	1,900,424
BAUPOST VALUE PARTNERS IV, LP	FMV	34,120,179	34,120,179
BERKSHIRE MULTIFAMILY VALUE FU	FMV	4,907,209	4,907,209
BLUE WATER ENERGY FUND 1-A LP	FMV	1,375,744	1,375,744
BPG INVESTMENT PARTNERSHIP VII	FMV	2,964,824	2,964,824
BROOKSIDE CAYMAN, LTD	FMV	7,753,421	7,753,421
CARMEL PARTNERS INVESTMENT FUN	FMV	504,359	504,359
CF ABSOLUTE RETURN CAYMAN LTD	FMV	8,448,740	8,448,740
CF BENNETT OFFSHORE RESTRUCTUR	FMV	9,481,244	9,481,244
CF COATUE OFFSHORE LTD CL A D-	FMV	14,481,781	14,481,781
CF CONTRARIAN C1A CL A SER 1 F	FMV	10,663,266	10,663,266
CF ESG CROSS BORDER EQUITY OFF	FMV	12,221,345	12,221,345
CF GREENLIGHT CAPITAL OFFSHORE	FMV	9,409,151	9,409,151
CF HHR ATLAS LTD CL C SER 1 FD	FMV	16,361,718	16,361,718
CF HIGHLINE CAPITAL INTERNATIO	FMV	18,151,889	18,151,889
CF HITCHWOOD CAPITAL FUND LTDS	FMV	11,197,568	11,197,568
CF MASON CAPITAL LTD - F INITI	FMV	14,653,789	14,653,789
CF SILCHESTER INTL VALUE EQTY	FMV	22,396,431	22,396,431
CF SIRIOS OVERSEAS CLASS A UNR	FMV	5,303,057	5,303,057
CF SIRIOS OVERSEAS FD A/1E	FMV	11,724,083	11,724,083
CF TACONIC OFFSHORE 1.5 LTD CL	FMV	9,408,254	9,408,254
CF VIKING GLOBAL EQ III LTD CL	FMV	19,223,964	19,223,964
CF WELLINGTON SPINDRIFT CL S S	FMV	259,209	259,209
CF WELLINGTON SPINDRIFT CL S S	FMV	35,043	35,043
CF WELLINGTON SPINDRIFT CL S S	FMV	180,594	180,594
CF WELLINGTON SPINDRIFT CL S S	FMV	63,786	63,786
CF WELLINGTON SPINDRIFT CL S S	FMV	335,340	335,340
CF WELLINGTON SPINDRIFT CL S S	FMV	183,592	183,592
CF WGI EMERGING MARKETS LLC FD	FMV	14,232,415	14,232,415
CHARLESBANK EQUITY FUND VII	FMV	4,170,211	4,170,211

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CHARLESBANK EQUITY FUND VIII L	FMV	502,681	502,681
COMMONFD CAPITAL INTL PARTNERS	FMV	2,185,742	2,185,742
COMMONFUND CAP PRIVATE EQUITY	FMV	2,228,117	2,228,117
COMMONFUND CAP PRIVATE EQUITY	FMV	4,098,670	4,098,670
COMMONFUND CAPITAL INTL PARTNE	FMV	740,621	740,621
COMMONFUND CAPITAL NATURAL RES	FMV	6,140,690	6,140,690
COMMONFUND CAPITAL VENTRUE PTR	FMV	3,508,617	3,508,617
COMMONFUND CAPITAL VENTURE PTR	FMV	1,152,967	1,152,967
CONVEXITY CAPITAL OFFSHORE	FMV	22,855,360	22,855,360
DAVIDSON KEMPNER INST PTRS	FMV	18,682,963	18,682,963
DBL PARTNERS III LP	FMV	333,491	333,491
DOVER STREET VII CAYMAN FUND,	FMV	2,757,764	2,757,764
ENCAP ENERGY CAPITAL FUND VI-B	FMV	412,452	412,452
ENCAP ENERGY CAPITAL FUND VII-	FMV	1,084,473	1,084,473
ENCAP FLATROCK MIDSTREAM FUND	FMV	2,353,401	2,353,401
ENCAP FLATROCK MIDSTREAM FUND	FMV	181,196	181,196
ENDOWMENT PRIVATE EQUITY PARTN	FMV	948,333	948,333
ENDOWMENT VENTURE PARTNERS V,	FMV	2,094,292	2,094,292
ENERVEST ENERGY INSTITUTIONAL	FMV	2,779,981	2,779,981
ENERVEST ENERGY INSTITUTIONAL	FMV	4,914,964	4,914,964
ENERVEST ENERGY INSTITUTIONAL	FMV	4,463,505	4,463,505
EUROPA FUND III	FMV	1,996,582	1,996,582
FARALLON CAPITAL INSTITUTIONAL	FMV	2,530,593	2,530,593
FORTRESS INVESTMENT FUND V (CO	FMV	2,105,939	2,105,939
FORTRESS INVESTMENT FUND V B,	FMV	6,450,255	6,450,255
FRONTIER SMALL CAP GROWTH FUND	FMV	10,627,687	10,627,687
GENERAL CATALYST GROUP VI	FMV	5,581,623	5,581,623
GENERAL CATALYST GROUP VII, LP	FMV	1,650,648	1,650,648
GENERAL MOTORS CORP CONT NOTE	FMV	74,300	74,300
GREENFIELD ACQUISITION PARTNER	FMV	1,576,118	1,576,118

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
HIGHFIELDS CAPITAL IV, LP	FMV	20,018,200	20,018,200
HIGHLAND CAPITAL PARTNERS 9 LP	FMV	944,354	944,354
HIGHLAND CAPITAL PARTNERS VIII	FMV	2,582,311	2,582,311
ICON VENTURES V, LP FORMERLY J	FMV	1,673,137	1,673,137
INDUS ASIA PACIFIC FUND LTD	FMV	103,591	103,591
INTERWEST PARTNERS X, LP	FMV	3,121,930	3,121,930
JC FLOWERS II, LP	FMV	1,496,434	1,496,434
KABOUTER INTERNATIONAL OPPORTU	FMV	17,620,609	17,620,609
KAYNE ANDERSON ENERGY FUND V (	FMV	2,189,616	2,189,616
KAYNE ANDERSON ENERGY FUND VI	FMV	1,688,601	1,688,601
LONE STAR FUND IV (US), LP	FMV	98,353	98,353
LONE STAR FUND V (US), LP	FMV	3,295,147	3,295,147
LONE STAR FUND VI (US), LP	FMV	2,779,316	2,779,316
LONE STAR FUND VII (US) LP	FMV	686,260	686,260
LONE STAR FUND VIII (U.S.), LP	FMV	3,174,531	3,174,531
LONE STAR REAL ESTATE FUND (US	FMV	713,893	713,893
MADISON DEARBORN CAPITAL PARTN	FMV	310,242	310,242
MADISON DEARBORN CAPITAL PTRS	FMV	2,742,763	2,742,763
MADISON INTERNATIONAL RE LIQUI	FMV	3,739,018	3,739,018
MADISON INTERNATIONAL RE LIQUI	FMV	2,161,226	2,161,226
MADISON INTERNATIONAL REAL EST	FMV	2,005,455	2,005,455
MORGENTHALER VENTURE PARTNERS	FMV	8,829,795	8,829,795
NCD PARTNERS V, LP	FMV	3,008,467	3,008,467
NORTH BRIDGE GROWTH EQUITY II,	FMV	1,698,148	1,698,148
NORTHGATE PRIVATE EQUITY PARTN	FMV	11,415,193	11,415,193
NORTHGATE VENTURE PARTNERS III	FMV	10,738,727	10,738,727
OZ OVERSEAS FUND, LTD	FMV	623,848	623,848
PARK STREET CAPITAL NATURAL RE	FMV	3,796,528	3,796,528
PATRON CAPITAL LP III	FMV	1,304,750	1,304,750
PATRON CAPITAL LP IV	FMV	3,360,970	3,360,970

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PERRY PARTNERS INTERNATIONAL,	FMV	32,297	32,297
PHOENIX ASIA REAL ESTATE INVES	FMV	2,549,037	2,549,037
PROSPECT HARBOR CREDIT PARTNER	FMV	224,582	224,582
RIVERSIDE CAPITAL APPRECIATION	FMV	1,995,595	1,995,595
RMS EVERGREEN US FORESTLAND	FMV	14,146,281	14,146,281
SANKATY CREDIT OPPORTUNITIES (	FMV	965,142	965,142
SANKATY CREDIT OPPORTUNITIES I	FMV	2,494,175	2,494,175
SHORENSTEIN REALTY INVESTORS N	FMV	2,202,669	2,202,669
SIGMA PRIME PARTNERS IX	FMV	949,612	949,612
SOMERSET GLOBAL EMERGING MARKE	FMV	13,254,631	13,254,631
SOUTHERN CROSS LATIN AMERICA P	FMV	2,945,966	2,945,966
SUMMIT PARTNERS GROWTH EQUITY	FMV	2,074,683	2,074,683
SUMMIT PARTNERS VENTURE CAPITA	FMV	917,749	917,749
TIFF PARTNERS III, LLC	FMV	1,100,037	1,100,037
TPG ENDOWMENT FUND V, LP	FMV	3,253,069	3,253,069
TPG ENDOWMENT FUND VI, LP	FMV	4,613,158	4,613,158
VENROCK ASSOCIATES VI	FMV	5,290,620	5,290,620
VENROCK ASSOCIATES VII	FMV	648,231	648,231
WESTBROOK RE FUND IX	FMV	1,468,895	1,468,895
CF SSGA U.S GOVT CREDIT BOND I	FMV	84,087,756	84,087,756
MFB NTGI-QM COMMON DIVERSIFIED	FMV	10,238,741	10,238,741
NTGI-QM COMMON DAILY S&P 500 E	FMV	300	300

**TY 2014 Land, Etc. Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE &FIXT.	144,851	121,616	23,235	
LEASEHOLD IMPRV.	1,333,097	852,034	481,063	
COMPUTER EQUIP.	400,031	249,046	150,985	
ART WORK	84,400	84,400		

## TY 2014 Legal Fees Schedule

**Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
VARIOUS LEGAL	67,265	10,952		56,313

**TY 2014 Other Assets Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PROGRAM RELATED INVESTMENTS	11,805,408	954,980	954,980



## TY 2014 Other Decreases Schedule

**Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Description	Amount
NET UNREALIZED LOSS ON INVESTMENTS	89,434,726
NET UNREALIZED LOSS FROM PARTNERSHIPS	42,718,769

## TY 2014 Other Expenses Schedule

**Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOOKS & SUBSCRIPTIONS	6,598			6,598
CONFERENCE/REGISTRATION	49,727			49,727
INSURANCE	58,612			58,612
INTERNET/SOFTWARE	103,460			103,460
MEMBERSHIPS	131,658			131,658
MISCELLANEOUS	58,599			58,599
OFFICE SUPPLIES	96,995			96,995
PARTNERSHIP EXP		9,192,467		
PER DIEM SALARIES	99,391			99,391
POSTAGE	13,594			13,594
TELEPHONE	86,865			86,865
ANNUAL REPORT	17,239			17,239

**TY 2014 Other Income Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME - OTHER PORTFOLIO			
INCOME	116,496,948	11,026,756	
RSF PRI INTEREST INCOME	7,473	7,473	
BOC CAPITAL PRI INTEREST INCOME	3,756	3,756	
LESS INCOME TAXED AS UNRELATED BUSINESS			
INCOME (IRC 4940(C)(2))		-2,365,136	

**TY 2014 Other Liabilities Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Description	Beginning of Year - Book Value	End of Year - Book Value
COLLATERAL PAYABLE UNDER	0	
SECURITIES LENDING	0	
AGREEMENT	10,279,610	

**TY 2014 Other Professional Fees Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANT PROGRAM CONSULTANTS	1,051,635			1,051,635
EXECUTIVE SEARCH FEES	124,546			124,546
INVESTMENT MANAGEMENT	3,040,600	3,040,600		

**TY 2014 Taxes Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON NET INVEST INC	1,686,102			0
FOREIGN TAXES PAID		278,649		
STATE UNRELATED BUSINESS				
INCOME TAX		12,840		

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a>.</div>	<div>OMB No 1545-0047</div> <div>2014</div>
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<div>Name of the organization</div> <div>SURDNA FOUNDATION INC</div> <div>ATT MARC DE VENOGÉ</div>	<div>Employer identification number</div> <div>13-6108163</div>
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)( ) (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

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

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

<b>Name of organization</b> SURDNA FOUNDATION INC ATT MARC DE VENOGÉ	<b>Employer identification number</b> 13-6108163
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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
<u>1</u>	TRUST UA JOHN E ANDRUS RESIDUARY TRUSTEE US TRUST CO 45 WALL ST  NEW YORK, NY 10005	\$ 14,485,517	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
 	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
 	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
 	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
 	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
 	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
 	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )



<b>Name of organization</b> SURDNA FOUNDATION INC ATT MARC DE VENOGE	<b>Employer identification number</b> 13-6108163
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**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____

<b>Name of organization</b> SURDNA FOUNDATION INC ATT MARC DE VENOGÉ	<b>Employer identification number</b> 13-6108163
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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	
_____		_____	
_____		_____	
_____		_____	
(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	
_____		_____	
_____		_____	
_____		_____	
(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	
_____		_____	
_____		_____	
_____		_____	
(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	
_____		_____	
_____		_____	
_____		_____	