

For calendar year 2015, or tax year beginning 07-01-2015 , and ending 06-30-2016

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) ► \$ 947,501,477		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) )		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule) . . . . .	0			
	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 . . . . .	35,483	35,483		
	4 Dividends and interest from securities . . . . .	5,405,362	13,501,575		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	9,042,664			
	b Gross sales price for all assets on line 6a 84,268,321				
	7 Capital gain net income (from Part IV, line 2) . . . . .		37,418,448		
	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) . . . . .	 71,802,542	411,902		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	86,286,051	51,367,408		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc . . . . .	2,034,372	131,573		1,815,084
	14 Other employee salaries and wages . . . . .	1,636,315			1,636,315
	15 Pension plans, employee benefits . . . . .	1,288,508	30,067		1,238,397
	16a Legal fees (attach schedule). . . . .	 49,318	32,985	0	16,333
	b Accounting fees (attach schedule). . . . .	 99,534	22,625	0	76,909
	c Other professional fees (attach schedule) . . . . .	 4,410,481	2,758,398		1,652,083
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . . . .	 2,506,222	281,927		
	19 Depreciation (attach schedule) and depletion . . . . .	 175,510			
	20 Occupancy . . . . .	959,892			959,892
	21 Travel, conferences, and meetings. . . . .	676,411			676,411
	22 Printing and publications . . . . .	68,975			68,975
	23 Other expenses (attach schedule). . . . .	 857,403	7,431,004		857,403
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	14,762,941	10,688,579	0	8,997,802
	25 Contributions, gifts, grants paid . . . . .	35,696,682			36,909,982
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	50,459,623	10,688,579	0	45,907,784
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	35,826,428			
	b <b>Net investment income</b> (if negative, enter -0-)		40,678,829		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .			
	<b>2</b>	Savings and temporary cash investments . . . . .	28,241,912	31,734,153	31,734,153
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b>	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b>	Grants receivable . . . . .			
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions). . . . .			
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b>	Inventories for sale or use . . . . .			
	<b>9</b>	Prepaid expenses and deferred charges . . . . .	141,650	174,059	174,059
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)		2,099,215	2,099,215
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	25,528,563	28,796,125	28,796,125
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b>	Investments—mortgage loans . . . . .			
	<b>13</b>	Investments—other (attach schedule) . . . . .	953,933,926	879,536,517	879,536,517
	<b>14</b>	Land, buildings, and equipment basis ▶ <u>2,002,260</u> Less accumulated depreciation (attach schedule) ▶ <u>1,482,606</u>	655,283	519,654	519,654
	<b>15</b>	Other assets (describe ▶ _____)	954,980	4,641,754	4,641,754
	<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,009,456,314	947,501,477	947,501,477
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .	1,965,509	1,029,363	
	<b>18</b>	Grants payable . . . . .	22,995,300	21,742,000	
	<b>19</b>	Deferred revenue . . . . .			
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b>	Other liabilities (describe ▶ _____)			
	<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	24,960,809	22,771,363	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b>	Unrestricted . . . . .	984,495,505	924,730,114	
	<b>25</b>	Temporarily restricted . . . . .			
	<b>26</b>	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .			
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund			
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			
	<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	984,495,505	924,730,114	
	<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,009,456,314	947,501,477	

**Part III** **Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	984,495,505
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	35,826,428
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	1,020,321,933
<b>5</b>	Decreases not included in line 2 (itemize) ▶  _____	<b>5</b>	95,591,819
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	924,730,114

Part IV

Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 53,028,762		46,849,873	6,178,889
b 31,239,559			31,239,559
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0- ) or Losses (from col (h)) (l)
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			6,178,889
b			31,239,559
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	37,418,448
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))
2014	43,921,076	999,233,846	0 043955
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

2	Total of line 1, column (d).	2	0 254282
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 050856
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	936,709,499
5	Multiply line 4 by line 3.	5	47,637,298
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	406,788
7	Add lines 5 and 6.	7	48,044,086
8	Enter qualifying distributions from Part XII, line 4.	8	48,095,203

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 ☐ and enter "N/A" on line 1  
Date of ruling or determination letter \_\_\_\_\_  
(attach copy of letter if necessary—see instructions)

2

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5

Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-

6

Credits/Payments

7

Total credits and payments Add lines 6a through 6d.

8

Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached

9

Tax due.If the total of lines 5 and 8 is more than line 7, enter amount owed

10

Overpayment.If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

11

Enter the amount of line 10 to be Credited to 2015 estimated tax 2,142,448 Refunded

1

406,788

2

3

406,788

4

5

406,788

6a

2,549,236

6b

6c

6d

7

2,549,236

8

9

10

2,142,448

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?	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)?		No
	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		
1c	Did the foundation file Form 1120-POL for this year?		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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? If "Yes," attach a conformed copy of the changes		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	
4b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) CA, NY		
8b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		No

Form 990-PF (2015)



**Part VII-A Statements Regarding Activities (continued)**

<b>11</b>	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). . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.SURDNA.ORG</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ► <u>MATTHEW WALEGIR CONTROLLER</u> Telephone no ► <u>(212) 557-0010</u> Located at ► <u>330 MADISON AVENUE NEW YORK NY</u> ZIP+4 ► <u>10017</u>			
<b>15</b>	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 . . . . . ► <b>15</b>			
<b>16</b>	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 ►	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.			<b>Yes</b>	<b>No</b>
<b>1a</b>	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>b</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"/> Organizations relying on a current notice regarding disaster assistance check here. . . . . ► <input type="checkbox"/>	<b>1b</b>		<b>No</b>
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? . . . . .	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____			
<b>b</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 ). . . . .	<b>2b</b>		
<b>c</b>	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____			
<b>3a</b>	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>b</b>	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i> ). . . . .	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</b>	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	<b>4b</b>		<b>No</b>

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (Continued)**


<b>5a</b> During the year did the foundation pay or incur any amount to				
<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(2)</b> Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>(4)</b> Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
<b>(5)</b> Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)?			<b>5b</b>	<b>No</b>
Organizations relying on a current notice regarding disaster assistance check here. 				
<b>c</b> 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?		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945–5(d) 				
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			<b>6b</b>	<b>No</b>
If "Yes" to 6b, file Form 8870				
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			<b>7b</b>	

**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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JONATHAN GOLDBERG 330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 10017	DIR LEARN/GRANTS OPS 40 0	199,182	55,331	0
MATTHEW WALEGIR 330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 10017	CONTROLLER 40 0	115,000	54,703	0
JOSE GARCIA 330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 10017	PROGRAM OFFICER 40 0	101,342	52,862	0
ALISON CORWIN 330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 10017	PROGRAM OFFICER 40 0	101,120	28,843	0
ELIZABETH BERRY 330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 10017	PROGRAM OFFICER 40 0	99,107	52,669	0

<b>Total</b> number of other employees paid over \$50,000. 	10
--	----

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	1,732,133
100 SUMMER STREET BOSTON,MA 02110		
THE NORTHERN TRUST COMPANY	CUSTODIAL BANK	291,357
50 S LASALLE STREET CHICAGO,IL 60675		
BWB SOLUTIONS	CONSULTING	157,206
250 WEST MAIN STREET BRANFORD,CT 06405		
HELICON COLLABORATIVE	CONTRACTOR	150,000
187 BALTIC STREET BROOKLYN,NY 11201		
SANDS CAPITAL MANAGEMENT	INVEST CONSULTING	134,345
1101 WILSON BOULEVARD SUITE 2300 ARLINGTON,VA 22209		
Total number of others receiving over \$50,000 for professional services. . . . . ▶		4


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 GROWTH OF THE LATINO SMALL BUSINESS SECTOR (SEE GEN EXPLANATION ATTACH FOR CONTIN )	1,780,000
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)	200,871
All other program-related investments See instructions	
3 	166,667

Total. Add lines 1 through 3 . . . . . ▶	2,147,538
--	-----------

**Part X Minimum Investment Return**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	303,088,073
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	37,362,459
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	610,523,579
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	950,974,111
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	950,974,111
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	14,264,612
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	936,709,499
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	46,835,475

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

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	46,835,475
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5. . . . .	<b>2a</b>	406,788
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	406,788
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	46,428,687
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	46,428,687
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	46,428,687

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	45,907,784
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	2,147,538
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	39,881
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	48,095,203
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	<b>5</b>	406,788
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	47,688,415

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



Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
<b>1</b> Distributable amount for 2015 from Part XI, line 7				46,428,687
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only. . . . .			0	
<b>b</b> Total for prior years 2013 , 2012 , 2011		0		
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010. . . . .				3,643,349
<b>b</b> From 2011. . . . .				4,564,051
<b>c</b> From 2012. . . . .				1,019,579
<b>d</b> From 2013. . . . .				1,376,116
<b>e</b> From 2014. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	10,603,095			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ► \$ 48,095,203				
<b>a</b> Applied to 2014, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2015 distributable amount. . . . .				46,428,687
<b>e</b> Remaining amount distributed out of corpus	1,666,516			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,269,611			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .	3,643,349			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .	8,626,262			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011. . . .				4,564,051
<b>b</b> Excess from 2012. . . .				1,019,579
<b>c</b> Excess from 2013. . . .				1,376,116
<b>d</b> Excess from 2014. . . .				
<b>e</b> Excess from 2015. . . .				1,666,516

## Part XIV

--

**b** Check box to indicate whether the organiza

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

## Part XV

## 1

NONE

NONE

## 2

other conditions, complete items 2a, b, c, and d

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

Any submission deadlines

**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](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)				
<div>a Paid during the year</div> <div>See Additional Data Table</div>				
<div>Total . . . . .</div>			<div>3a</div>	36,909,982
<div>b Approved for future payment</div> <div>See Additional Data Table</div>				
<div>Total . . . . .</div>			<div>3b</div>	21,742,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

<b>1</b> 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>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of				
<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>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</b> should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column <b>(d)</b> the value of the goods, other assets, or services received				

[illegible]

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

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

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

<b>Sign Here</b>	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; height: 40px; width: 100%;"></div> Signature of officer or trustee	<div style="border-bottom: 1px solid black; text-align: center;">2017-03-24</div> Date	<div style="border: 1px solid black; padding: 5px;">         May the IRS discuss this return with the preparer shown below          (see instr.)? <input type="checkbox"/> Yes <input type="checkbox"/> No       </div>

<b>Paid Preparer Use Only</b>	Print/Type preparer's name Paul Hammerschmidt	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01384178
	Firm's name ▶ BDO USA LLP			Firm's EIN ▶	
	Firm's address ▶ 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	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
PHILLIP HENDERSON	PRESIDENT 40 0	576,164	110,422	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
MARC DE VENOGÉ	CFO AND ASSISTANT TREASURER 40 0	438,576	100,222	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
SHARON ALPERT	VP PROGRAMS 40 0	111,137	35,262	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
LETICIA PEGUERO	EXECUTIVE DIRECTOR 40 0	202,150	41,585	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
SHAWN ESCOFFERY	PRGM DIR - STRONG LOCAL ECON 40 0	186,661	39,671	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
JUDILIEE REED	PROGRAM DIR THRIVING CULTURES 40 0	187,071	63,663	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
GEORGE SOULE	COMMUNICATIONS DIRECTOR 40 0	158,363	60,118	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
HELEN CHIN	PRGM DIR - SUSTAINABLE ENVIRON 40 0	174,250	61,801	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
JOCELYN DOWNIE	CHAIRPERSON 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
PETER B BENEDICT II	VICE CHAIRPERSON 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
LAWRENCE SC GRIFFITH	TREASURER/SECRETARY 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
BRUCE ABERNETHY	DIRECTOR 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
ELIZABETH H ANDRUS THRU 1115	DIRECTOR 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
JUDY BELK	DIRECTOR 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
CARRA COTE-ACKAH	DIRECTOR 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
JOHN F HAWKINS THRU 1115	DIRECTOR 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
KELLY D NOWLIN	DIRECTOR 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
TRACY PALANDJIAN	DIRECTOR 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
MICHAEL S SPENSLEY	DIRECTOR 1 0	0	0	0
330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 100175001				
GWEN WALDEN	DIRECTOR 1 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> Paid during the year				
A Long Walk Home 1658 N Milwaukee Ave Suite 104 Chicago,IL 60647	No relationship	PC	General support	1,000
Advocates for Human Rights 330 Second Avenue South Suite 800 Minneapolis,MN 55401	No relationship	PC	General support	101,800
ALIGN the Alliance for a Greater New York 50 Broadway 29th Fl New York,NY 10004	No relationship	PC	General support	85,000
Alliance for a Just Society 3518 S Edmunds St Seattle,WA 98118	No relationship	PC	General support	350,000
Alliance For Justice Eleven Dupont Circle NW Second Flo Washington,DC 20036	No relationship	PC	General support	25,000
Allied Media Projects 4126 Third St Detroit,MI 48201	No relationship	PC	General support	25,000
Alternate ROOTS 115 Martin Luther King Jr Dr Suite Atlanta,GA 30303	No relationship	PC	General support	100,000
American Conservation Film Festival PO Box 889 Shepherdstown,WV 25443	No relationship	PC	General support	4,000
American Council for an Energy-Efficient Economy 529 14th Street NW Suite 600 Washington,DC 20045	No relationship	PC	General support	100,000
American Repertory Theatre 64 Brattle St Cambridge,MA 02138	No relationship	PC	General support	1,000
American Society For The Prevention Of Cruelty To 424 East 92nd Street New York,NY 10128	No relationship	PC	General support	165
American Sustainable Business Council 1401 New York Ave NW Suite 122 Washington,DC 20005	No relationship	PC	General support	175,000
American Youth Policy Forum 1836 Jefferson Place NW Washington,DC 20036	No relationship	PC	General support	50,000
Amrita Performing Arts 10824 Olson Drive C123 Rancho Cordova,CA 95670	No relationship	PC	General support	2,500
Anchorage Museum 625 C Street Anchorage,AK 99501	No relationship	PC	General support	50,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
Animal Welfare Society of Jefferson PO Box 147 Charles Town, WV 25414	No relationship	PC	General support	2,500
Appalachian Mountain Club 5 Joy Street Boston, MA 02108	No relationship	PC	General support	5,000
Appetite for Change 1200 West Broadway Avenue 180 Minneapolis, MN 55411	No relationship	PC	General support	10,000
Architects Designers and Planners 128 Burnside Ave San Francisco, CA 94131	No relationship	PC	General support	50,000
Arizona State University Foundation PO Box 2260 Tempe, AZ 85280	No relationship	PC	General support	250,000
Arts Council of New Orleans 935 Gravier Street New Orleans, LA 70112	No relationship	PC	General support	20,000
AS220 115 Empire Street Providence, RI 02903	No relationship	PC	General support	75,000
Asian American Writers' Workshop 2 Allen Street 7th Floor New York, NY 10002	No relationship	PC	General support	75,000
Asian Arts Initiative 1219 Vine Street Philadelphia, PA 19107	No relationship	PC	General support	75,000
Astraea Foundation 116 East 16th Street 7th Floor New York, NY 10003	No relationship	PC	General support	650
AXIS Dance Company 1428 Alice St 200 Oakland, CA 94612	No relationship	PC	General support	50,000
Bard College Attn Gift Recorder PO Box 5000 Annandale on Hudson, NY 12504	No relationship	PC	General support	1,000
Beloved Community Center of Greensboro 417 Arlington Street Greensboro, NC 27406	No relationship	PC	General support	45,000
Bend Science Station 1027 NW Trenton Avenue Bend, OR 97701	No relationship	PC	General support	10,000
Bend the Arc 330 Seventh Avenue 19th Floor New York, NY 10001	No relationship	PC	General support	37,500
<b>Total . . . . . ▶ 3a</b>				36,909,982



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> Paid during the year				
Bend's Community Center 1036 NE 5th Street Bend,OR 97001	No relationship	PC	General support	10,000
Beth Chayim Chadashim 6090 W Pico Blvd Los Angeles,CA 90035	No relationship	PC	General support	16,000
Blue Green Alliance Foundation 1300 Godward Street NE 2625 Minneapolis,MN 55413	No relationship	PC	General support	100,000
Board of Trustees of the Leland Stanford Jr Univer UW-Madison GAR Account Milwaukee,WI 53278	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	125,000
Boston Children's Hospital 401 Park Drive 602 Boston,MA 02215	No relationship	PC	General support	1,000
Boston College 140 Commonwealth Ave Chestnut Hill,MA 02467	No relationship	PC	General support	2,000
Boys & Girls Clubs of Boston 50 Congress St Suite 730 Boston,MA 02109	No relationship	PC	General support	3,000
Breast Cancer Fund 1388 Sutter Street Suite 400 San Francisco,CA 94109	No relationship	PC	General support	10,000
Brookings Institution 1775 Massachusetts Avenue NW Washington,DC 20036	No relationship	PC	General support	300,000
BuildingCommunity Workshop 416 S Ervay Street Dallas,TX 75201	No relationship	PC	General support	100,000
Business Alliance for Local Living Economies PO Box 4199 Bellingham,WA 98227	No relationship	PC	General support	125,000
California Partnership for Safe Communities 469 9th Street suite 210 Washington,DC 20004	No relationship	PC	General support	100,000
Camp Tamarack 2608 NW Robert Way Bend,OR 97701	No relationship	PC	General support	10,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
Campaign for the Fair Sentencing of Youth 1319 F St NW Ste 303 Washington,DC 20004	No relationship	PC	General support	90,000
Campaign for Youth Justice 1220 L St NW Suite 605 Washington,DC 20005	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 Suite 2 Miami,FL 33133	No relationship	PC	General support	50,000
Center for American Progress 1333 H Street NW 10th Floor Washington,DC 20005	No relationship	PC	General support	50,000
Center for Cultural Innovation 244 S San Pedro St Suite 401 Los Angeles,CA 90012	No relationship	PC	General support	250,000
Center for Effective Philanthropy 675 Massachusetts Avenue 7th Floor Cambridge,MA 02139	No relationship	PC	General support	25,000
Center for Neighborhood Technology 2125 W North Avenue Chicago,IL 60647	No relationship	PC	General support	175,000
Center for Popular Democracy 449 Troutman Street Suite A Brooklyn,NY 11237	No relationship	PC	General support	380,000
Center for Social Inclusion 150 Broadway Suite 303 New York,NY 10038	No relationship	PC	General support	325,500
Center for the Study of Social Policy 1575 Eye Street NW Suite 500 Washington,DC 20005	No relationship	PC	General support	75,000
Center for Urban Pedagogy 232 Third Street D201 Brooklyn,NY 11215	No relationship	PC	General support	75,000
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
Chapel of Saint Andrew Episcopal Church 2707 NW 37th Street Boca Raton,FL 33434	No relationship	PC	General support	2,500
<b>Total . . . . . ▶ 3a</b>				36,909,982

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> Paid during the year				
Chicago United Inc 300 E Randolph Street Chicago,IL 60601	No relationship	PC	General support	75,000
Children's Aid Society 105 East 22nd Street New York,NY 10010	No relationship	PC	General support	5,000
Children's Forest of Central Oregon 63095 Deschutes Market Road Bend,OR 97701	No relationship	PC	General support	5,000
Children's Institute 2121 West Temple St Los Angeles,CA 90026	No relationship	PC	General support	3,000
CHSMPA Inc PO Box 36 South Orange,NJ 07079	No relationship	PC	General support	1,000
Cincinnati USA Regional Chamber Foundation 3 East 4th Street Suite 200 Cincinnati,OH 45202	No relationship	PC	General support	150,000
Citizen Engagement Lab Education Fund-Transform Fi 1330 Broadway Suite 300 Oakland,CA 94612	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
Coalition for Juvenile Justice 1319 F Street NW Suite 402 Wasington,DC 20004	No relationship	PC	General support	75,000
Coalition For the Homeless 129 Fulton Street New York,NY 10038	No relationship	PC	General support	5,000
College for Creative Studies-Detroit Creative Corr 201 East Kirby Detroit,MI 48202	No relationship	PC	General support	150,000
ColorOfChangeorg Education Fund 1714 Franklin St Ste 100-136 Oakland,CA 94612	No relationship	PC	General support	75,000
Columbia Film Society PO Box 7063 Columbia,SC 29202	No relationship	PC	General support	10,000
Common Market Philadelphia Inc 428 E Erie Ave Philadelphia,PA 19134	No relationship	PC	General support	150,000
Communications Consortium Media Center 1300 I Street NW Suite 400E Washington,DC 20005	No relationship	PC	General support	75,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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 Capital Works 111 S Independence Mall East Suite Philadelphia, PA 19106	No relationship	PC	General support	300
Community Foundation of Greater Dubuque 700 Locust Street Suite 195 Dubuque, IA 52001	No relationship	PC	General support	65,000
Community Labor United 6 Beacon Street Suite 910 Boston, MA 02108	No relationship	PC	General support	80,000
Community LIFT 119 S Court Avenue Memphis, TN 38103	No relationship	PC	General support	100,000
Community Partners-The City Project 1000 N Alameda Suite 240 Los Angeles, CA 90012	No relationship	PC	General support	75,000
Congregation Beth Elohim 274 Garfield Place Brooklyn, NY 11215	No relationship	PC	General support	1,540
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
Culver Educational Foundation 1300 Academy Road 153 Culver, IN 46511	No relationship	PC	General support	8,000
Cystic Fibrosis Foundation 220 North Main Ste Suite 104 Natick, MA 01760	No relationship	PC	General support	1,000
Deep Center Box 5582 Savannah, GA 31414	No relationship	PC	General support	2,000
Democracy at Work Institute 1904 Franklin St Suite 400 Oakland, CA 94612	No relationship	PC	General support	280,000
Democracy Collaborative Foundation 6930 Carroll Ave 5th Floor Takoma Park, MD 20912	No relationship	PC	General support	210,000
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	80,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
Didtechnology Inc 45 W 132nd St 16N New York,NY 10037	No relationship	PC	General support	100,000
Downtown Community Television Center 87 Lafayette Street New York,NY 10013	No relationship	PC	General support	60,000
Dream Corps 1611 Telegraph Avenue Suite 600 Oakland,CA 94612	No relationship	PC	General support	375,000
DreamYard Project 1085 Washington Avenue Ground Floo Bronx,NY 10456	No relationship	PC	General support	50,000
Dudley Street Neighborhood Initiative 504 Dudley Street Roxbury,MA 02119	No relationship	PC	General support	85,000
Duke University - Office of Research Support Duke Human Rights Center Box 90403 Durham,NC 27708	No relationship	PC	General support	63,710
Earth Island Institute-Food Shift 2150 Allston Way Suite 460 Berkeley,CA 94704	No relationship	PC	General support	2,500
East Bay Community Foundation 200 Frank H Ogawa Plaza Oakland,CA 94612	No relationship	PC	General support	180,000
Eastern Market Corporation 2934 Russell Street Detroit,MI 48207	No relationship	PC	General support	200,000
EcoDistricts 1223 SW Washington St Suite 200 Portland,OR 97205	No relationship	PC	General support	250,000
Economic Policy Institute 1333 H Street NW Suite 300 Washington,DC 20005	No relationship	PC	General support	150,000
Edible Schoolyard Project 1517 Shattuck Avenue Berkeley,CA 94709	No relationship	PC	General support	2,500
Edinboro University Foundation 210 Meadville Street Edinboro,PA 16444	No relationship	PC	General support	1,000
Educate Tomorrow Corp 1717 N Bayshore Drive Suite 203 Miami,FL 33132	No relationship	PC	General support	100,000
EdVestors 140 Clarendon St Boston,MA 02116	No relationship	PC	General support	5,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
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 1125 Oakland, CA 94612	No relationship	PC	General support	50,000
Emerald Cities Collaborative Inc 1140 Connecticut Ave NW Washington, DC 20036	No relationship	PC	General support	300,000
Energy Programs Consortium 1228 31st NW Suite 5 Washington, DC 20007	No relationship	PC	General support	100,000
Eno Center for Transportation 1710 Rhode Island Avenue NW Suite Washington, DC 20036	No relationship	PC	General support	75,000
Enterprise Community Partners 70 Corporte Center 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	75,000
Episcopal Academy 1785 Bishop White Drive Newtown Square, PA 19073	No relationship	PC	General support	38,000
Fair Food 1315 Walnut Street Suite 532 Philadelphia, PA 19107	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	225,000
Farm Fresh Rhode Island 1005 Main St 8130 Pawtucket, RI 02860	No relationship	PC	General support	75,000
Firelight Media 324 Convent Avenue New York, NY 10031	No relationship	PC	General support	200,000
First Peoples Fund 706 West Boulevard Rapid City, SD 57701	No relationship	PC	General support	205,000
FJC - A Foundation of Donor Advised Funds 520 Eighth Avenue 20th Floor New York, NY 10018	No relationship	PC	General support	5,000
Flynn Center for the Performing Arts 153 Main Street Burlington, VT 05401	No relationship	PC	General support	80,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
Foundation Center 79 Fifth Ave New York, NY 10003	No relationship	PC	General support	50,000
Foundation for Louisiana 4354 S Sherwood Forest Blvd Suit Baton Rouge, LA 70816	No relationship	PC	General support	154,000
Four County Library System 304 Clubhouse Rd Vestal, NY 13850	No relationship	PC	General support	250
Fractured Atlas Productions Inc 248 W 35th St 10th Floor New York, NY 10001	No relationship	PC	General support	50,000
Franklin and Eleanor Roosevelt Institute 570 Lexington Ave 5th Floor New York, NY 10022	No relationship	PC	General support	100,000
Friends of Happy Retreat PO Box 1427 Charles Town, WV 25414	No relationship	PC	General support	2,500
Friends of WHEELS 511 West 182nd Street 4th Floor New York, NY 10033	No relationship	PC	General support	300
Funders' Network for Smart Growth and Livable Comm 1500 San Remo Avenue Suite 249 Coral Gables, NY 33146	No relationship	PC	General support	350,000
Genetics Policy Institute 11924 Forest Hill Blvd Suite 10A - Wellington, FL 33414	No relationship	PC	General support	300
Girls for Gender Equity Inc 30 3rd Avenue Ste 104 Brooklyn, NY 11217	No relationship	PC	General support	50,000
Gladwyne Montessori School 920 Youngsford Road Gladwyne, PA 19035	No relationship	PC	General support	1,000
Global Action Project Inc 130 West 25th St 2C New York, NY 10001	No relationship	PC	General support	60,000
Global Philanthropy Partnership 1916 N Mohawk Street Apt 7 Chicago, IL 60614	No relationship	PC	General support	450,000
Good Jobs First 1616 P Street NW Suite 210 Washington, DC 20036	No relationship	PC	General support	200,000
Good Work Network 2028 Oretha Castle Haley Blvd New Orleans, LA 70113	No relationship	PC	General support	125,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
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	50,250
Greater Baltimore Cultural Alliance 1800 N Charles Street Suite 808 Baltimore,MD 21201	No relationship	PC	General support	50,000
Greater New Orleans Foundation 1055 St Charles Ave Suite 100 New Orleans,LA 70130	No relationship	PC	General support	175,000
Greenlining Institute 1918 University Ave 2nd Floor Berkeley,CA 94704	No relationship	PC	General support	150,000
Grist Magazine 1201 Western Avenue Suite 410 Seattle,WA 98101	No relationship	PC	General support	75,000
Groundswell Community Mural Project 540 President Street Suite 1A Brooklyn,NY 11215	No relationship	PC	General support	50,000
Groundwork USA 22 Main Street Yonkers,NY 10701	No relationship	PC	General support	100,000
Guadalupe Cultural Arts Center 723 Brazos Street San Antonio,TX 78207	No relationship	PC	General support	60,000
Health Leads 2 Oliver Street 10th Floor Boston,MA 02109	No relationship	PC	General support	1,000
Heart of Los Angeles Youth Inc 2701 Wilshire Blvd Suite 100 Los Angeles,CA 90057	No relationship	PC	General support	125,000
Hester Street Collaborative 113 Hester Street New York,NY 10002	No relationship	PC	General support	125,000
Highlander Research And Education Center 1959 Highlander Way New Market,TN 37820	No relationship	PC	General support	100
Hill School 860 Beech Street Pottstown,PA 19464	No relationship	PC	General support	32,500
<b>Total . . . . . ▶ 3a</b>				36,909,982



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>				
Hobe Sound Community Chest PO Box 511 Hobe Sound, FL 33475	No relationship	PC	General support	20,000
Hopkinton Music Association PO Box 242 Hopkinton, MA 01748	No relationship	PC	General support	1,000
Hospice of the Panhandle 330 Hospice Lane Kearneysville, WV 25430	No relationship	PC	General support	2,500
Huntington Theatre Company 264 Huntington Avenue Boston, MA 02115	No relationship	PC	General support	2,000
Ifetayo Cultural Arts Academy Inc 495 Flatbush Avenue 2nd Floor Brooklyn, NY 11225	No relationship	PC	General support	100,000
ImpactAssets Inc-Fourth Sector Network 7315 Wisconsin Avenue Suite 1000W Bethesda, MD 20814	No relationship	PC	General support	47,000
Independent Sector 1602 L Street NW Washington, DC 20036	No relationship	PC	General support	25,000
Inner City Advisors 2335 Broadway Suite 102 Oakland, CA 94612	No relationship	PC	General support	150,000
Innovation Network for Communities 156 Grover Lane Tamworth, NH 03886	No relationship	PC	General support	75,000
Innovative Services NW 9414 NE Fourth Plain Road Vancouver, WA 98662	No relationship	PC	General support	50,000
Insight Center for Community Economic Development 1999 Harrison Street Suite 1800 Oakland, CA 94612	No relationship	PC	General support	100,000
Institute of Contemporary Art 100 Northern Avenue Boston, MA 02210	No relationship	PC	General support	80,000
Interise 197 Portland Street Boston, MA 02114	No relationship	PC	General support	125,000
International House 500 Riverside Drive New York, NY 10027	No relationship	PC	General support	1,000
ISAIAH 2356 University Ave W Suite 405 St Paul, MN 55114	No relationship	PC	General support	125,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
Japanese American Cultural and Community Center 244 S San Pedro Street Los Angeles, CA 90012	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 HC 60 Box 2204 Haines, AK 99827	No relationship	PC	General support	50,000
Jobs with Justice Education Fund 1616 P Street NW Suite 150 Washington, DC 20036	No relationship	PC	General support	50,000
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	40,000
Joseph C Cornwall Center for Metropolitan Studies 47 bleeker street newark, NJ 07102	No relationship	PC	General support	-4,125
Julia Dyckman Andrus Memorial 1156 North Broadway Yonkers, NY 10701	No relationship	PC	General support	1,200,000
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
JustleadershipUSA 112 West 34th Street Suite 2104 New York, NY 10120	No relationship	PC	General support	85,000
Juxtaposition Arts 2007 Emerson Avenue North Minneapolis, MN 55411	No relationship	PC	General support	175,000
KeepSmilin4Abbie Foundation 12 Teresa Rd Hopkinton, MA 01748	No relationship	PC	General support	1,000
Kentucky Coalition PO Box 1450 London, KY 40743	No relationship	PC	General support	100,000
Khmer Arts Academy 375 Redondo Avenue Suite 156 Long Beach, CA 90814	No relationship	PC	General support	47,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	36,909,982

**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>				
Kiva MicroFunds 875 Howard Street Suite 340 San Francisco, CA 94103	No relationship	PC	General support	125,000
Kounkuey Design Initiative 108 West 2nd Street 809 Los Angeles, CA 90012	No relationship	PC	General support	165,000
La Mama 66 East 4th Street New York, NY 10003	No relationship	PC	General support	100
Lakota Funds Inc PO Box 340 Kyle, SD 57752	No relationship	PC	General support	20,000
Laundromat Project 127 West 127th Street Ste 324 New York, NY 10027	No relationship	PC	General support	40,000
LeadersUp 2401 Elliott Avenue Suite 375 Seattle, WA 98121	No relationship	PC	General support	100,000
Living Cities 1040 Avenue of the Americas Fl 17 New York, NY 10018	No relationship	PC	General support	660,000
Local Initiatives Support Corporation New York Cit 501 7th Ave 7th Floor New York, NY 10018	No relationship	PC	General support	95,000
Los Angeles Alliance for a New Economy 464 Lucas Ave Suite 202 Los Angeles, CA 90017	No relationship	PC	General support	300,000
Los Angeles Poverty Department PO Box 26190 Los Angeles, CA 90026	No relationship	PC	General support	50,000
Los Cenzontles Mexican Arts Center 13108 San Pablo Avenue San Pablo, CA 94805	No relationship	PC	General support	50,000
Lower Manhattan Cultural Council 125 Maiden Lane New York, NY 10038	No relationship	PC	General support	90,000
Make the Road New York 301 Grove Street Brooklyn, NY 11237	No relationship	PC	General support	50,000
MAPP International Productions Inc 140 SECOND AVENUE New York, NY 10003	No relationship	PC	General support	15,000
Maria Seymour Brooker Memorial 157 Litchfield St Torrington, CT 06790	No relationship	PC	General support	5,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
Marlborough School 250 South Rossmore Avenue Los Angeles, CA 90004	No relationship	PC	General support	10,000
Marwen Foundation 833 N Orleans Street Chicago, IL 60610	No relationship	PC	General support	80,000
Maryland Institute College of Art 1300 W Mt Royal Avenue Baltimore, MD 21217	No relationship	PC	General support	200,000
Mass Mentoring Partnership 75 Kneeland St 11th Floor Boston, MA 02111	No relationship	PC	General support	5,000
Massachusetts Audubon Society 208 South Great Road Lincoln, MA 01773	No relationship	PC	General support	1,000
Massachusetts Museum of Contemporary Art Foundatio 1040 MASS MoCA Way North Adams, MA 01247	No relationship	PC	General support	50,000
Memorial Sloan-Kettering Cancer Center 1275 York Avenue New York, NY 10065	No relationship	PC	General support	500
Meridian Institute PO Box 1829 105 Village Place Dillon, CO 80435	No relationship	PC	General support	125,000
Metropolitan Economic Development Association  250 Second Avenue South Suite 106 Minneapolis, MN 55401	No relationship	PC	General support	150,000
Metropolitan Organizing Strategy Enabling Strength 220 Bagley Street Suite 212 Detroit, MI 48226	No relationship	PC	General support	35,000
Michael Carter Lisnow Respite Center 112 Main Street Hopkinton, MA 01748	No relationship	PC	General support	3,000
Michigan Roundtable for Diversity and Inclusion 3031 West Grand Boulevard 525 Detroit, MI 48202	No relationship	PC	General support	40,000
Milton Academy 170 Center Street Milton, MA 02186	No relationship	PC	General support	10,000
Minneapolis Institute of Arts 2400 Third Avenue South Minneapolis, MN 55404	No relationship	PC	General support	60,000
Minnesota Landscape Arboretum Foundation 3675 Arboretum Drive Chaska, MN 55318	No relationship	PC	General support	10,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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> Paid during the year				
Mississippi State University 449 Hardy Rd 133 Etheredge Hall Mississippi State, MS 39762	No relationship	PC	General support	150,000
More Than Words 376 Moody Street Waltham, MA 02453	No relationship	PC	General support	100,000
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
Movement Strategy Center 436 14th St 5th floor Oakland, CA 94612	No relationship	PC	General support	145,000
Ms Foundation for Women 12 MetroTech Center 26th Floor Brooklyn, NY 11201	No relationship	PC	General support	100,000
Museum for Contemporary Arts 429 N Eutaw Street 1S Baltimore, MD 21201	No relationship	PC	General support	25,000
Museum of Fine Arts 465 Huntington Avenue Boston, MA 02115	No relationship	PC	General support	1,000
National Association of Latino Arts & Culture 1208 Buena Vista San Antonio, TX 78207	No relationship	PC	General support	150,000
National Center for Family Philanthropy 1101 Connecticut Ave NW Suite 22 Washington, DC 20036	No relationship	PC	General support	15,000
National Committee for Responsive Philanthropy 1331 H Street NW Suite 200 Washington, DC 20005	No relationship	PC	General support	70,000
National Day Laborer Organizing Network 675 S Park View St Suite B Los Angeles, CA 90057	No relationship	PC	General support	50,000
National Domestic Workers Alliance 395 Hudson Street 4th Floor New York, NY 10014	No relationship	PC	General support	355,000
National Employment Law Project 75 Maiden Lane Suite 601 New York, NY 10038	No relationship	PC	General support	175,000
National Housing Institute 60 South Fullerton Avenue Suite 20 Montclair, NJ 07042	No relationship	PC	General support	75,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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> Paid during the year				
National League of Cities Institute Inc 1301 Pennsylvania Ave NW 550 Washington,DC 20004	No relationship	PC	General support	350,000
National Parks Conservation Association 777 6th Street NW Suite 700 Washington,DC 20001	No relationship	PC	General support	20,000
National People's Action 810 N Milwaukee Ave Chicago,IL 60642	No relationship	PC	General support	100,000
National Performance Network PO Box 56698 New Orleans,LA 70117	No relationship	PC	General support	70,000
National Urban Fellows 1120 Avenue of the Americas New York,NY 10036	No relationship	PC	General support	72,000
Natural Resources Defense Council 40 West 20th Street New York,NY 10011	No relationship	PC	General support	5,000
Neighborhood Funders Group 436 14th Street Suite 425 Oakland,CA 94612	No relationship	PC	General support	202,000
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 Moran Inc Moran Plant PO Box 8502 Burlington,VT 05402	No relationship	PC	General support	25,000
New Orleans Business Alliance 935 Gravier Street Suite 2020 New Orleans,LA 70112	No relationship	PC	General support	125,000
New Orleans Startup Fund 1100 Poydras Street Suite 3475 New Orleans,LA 70163	No relationship	PC	General support	45,000
New Venture Fund (Climate Interactive) 1201 Connecticut Ave NW 300 Washington,DC 20036	No relationship	PC	General support	448,000
New World Foundation-Anchor Institutions Task Forc 666 West End Ave Suite 1B New York,NY 10025	No relationship	PC	General support	75,000
New York City Environmental Justice Alliance 166A 22nd Street Brooklyn,NY 11232	No relationship	PC	General support	50,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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> Paid during the year				
New York Civil Liberties Union Foundation 125 Broad Street 19th Floor New York, NY 10004	No relationship	PC	General support	150,000
New York Foundation 10 East 34th Street 10th Floor New York, NY 10118	No relationship	PF	General support	150,000
New York Public Radio 160 Varick Street New York, NY 10013	No relationship	PC	General support	200
Next City 1500 JFK Blvd 1220 Philadelphia, PA 19102	No relationship	PC	General support	275,000
Nexus Community Partners 2314 University Ave Suite 18 St Paul, MN 55114	No relationship	PC	General support	100,000
North Shore Animal League America 25 Davis Avenue Port Washington, NY 11050	No relationship	PC	General support	300
Northern Stage 76 Gates St White River Junction, VT 05001	No relationship	PC	General support	25,000
Northwest Connecticut Arts Council 40 Main Street Suite 1 Torrington, CT 06790	No relationship	PC	General support	10,000
Northwestern University 1201 Davis Street Evanston, IL 60208	No relationship	PC	General support	10,000
Old Charles Town Library 200 East Washington Street Charles Town, WV 25414	No relationship	PC	General support	2,000
One Day on Earth Foundation 111 North 8th Street Brooklyn, NY 11249	No relationship	PC	General support	170,000
One Voice 11606 Southfork Avenue Suite 102 Baton Rouge, LA 70817	No relationship	PC	General support	25,000
Opa-locka Community Development Corporation Inc 490 OPA-LOCKA BOULEVARD OpaLocka, FL 33054	No relationship	PC	General support	150,000
Orion Society 187 Main Street Great Barrington, MA 01230	No relationship	PC	General support	2,500
PACE Center for Girls Inc 1 West Adams Street Suite 301 Jacksonville, FL 32202	No relationship	PC	General support	90,000
Total . . . . . ▶ <b>3a</b>				36,909,982

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>				
Pacific Community Ventures Inc 51 Federal Street Suite 100 San Francisco, CA 94107	No relationship	PC	General support	100,000
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 Southern Equity 100 Peachtree St NE Ste 1960 Atlanta, GA 30303	No relationship	PC	General support	75,000
Partnership for Working Families 1939 Harrison St Suite 150 Oakland, CA 94612	No relationship	PC	General support	75,000
Penumbra Theatre Company 270 North Kent Street Saint Paul, MN 55102	No relationship	PC	General support	100,000
People Animals Love 731 8th Street SE Suite 301 Washington, DC 20003	No relationship	PC	General support	4,000
People United for Sustainable Housing Inc 271 Grant Street Buffalo, NY 14213	No relationship	PC	General support	115,000
People's Emergency Center Community Dev Corp 325 N 39th Street Philadelphia, PA 19104	No relationship	PC	General support	100,000
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	185,000
Philanthropy New York 1500 Broadway 7th Floor New York, NY 10036	No relationship	PC	General support	50,000
Phipps Neighborhoods 902 Broadway 13th Floor New York, NY 10010	No relationship	PC	General support	70,000
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	125,000
<b>Total . . . . . ▶ 3a</b>				36,909,982



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> Paid during the year				
Planned Parenthood Federation of America 434 West 33rd Street New York, NY 10001	No relationship	PC	General support	200
Planned Parenthood League of Massachusetts 1055 Commonwealth Avenue Boston, MA 02215	No relationship	PC	General support	1,000
Planned Parenthood of Minnesota ND SD 671 Vandalia St Saint Paul, MN 55114	No relationship	PC	General support	5,000
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 Suite 303 Oakland, CA 94612	No relationship	PC	General support	200,000
Positive Futures Network (YES) 284 Madrona Way NE Unit 116 Bainbridge Island, WA 98110	No relationship	PC	General support	125,000
Pratt Institute 200 Willoughby Avenue Brooklyn, NY 11205	No relationship	PC	General support	250,000
Preservation Trust of Vermont 104 Church Street Burlington, VT 05401	No relationship	PC	General support	5,000
President and Fellows of Harvard College 1033 Massachusetts Avenue 5th Floo Cambridge, MA 02138	No relationship	PC	General support	40,000
Press Pass TV 22 Warren St Boston, MA 02119	No relationship	PC	General support	1,000
Project South 9 Gammon Ave Atlanta, GA 30315	No relationship	PC	General support	50,250
Project& 220 N Green St Chicago, IL 02119	No relationship	PC	General support	60,000
Public Advocates 131 Steuart Street Suite 300 San Francisco, CA 94105	No relationship	PC	General support	150,000
Public Allies-Power Coalition 735 N Water Street Suite 550 Milwaukee, WI 53202	No relationship	PC	General support	140,000
Queens Council on the Arts 37-11 35th Avenue Astoria, NY 11101	No relationship	PC	General support	40,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
Queens Museum of Art New York City Building Queens, NY 11368	No relationship	PC	General support	200,000
Race Forward 32 Broadway Suite 1800 New York, NY 10004	No relationship	PC	General support	100,000
Raise the Floor Alliance 1 N LaSalle St Suite 1275 Chicago, IL 60602	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	75,000
Resource Generation 18 West 27th St 2nd Fl New York, NY 10001	No relationship	PC	General support	10,000
Responsible Endowments Coalition 33 Flatbush Avenue Fifth Floor Brooklyn, NY 11217	No relationship	PC	General support	400
Restaurant Opportunities Centers United 275 Seventh Ave Ste 1703 New York, NY 10001	No relationship	PC	General support	200,000
Rising Tide Capital 334 Martin Luther King Drive Jersey City, NJ 07305	No relationship	PC	General support	45,000
Rockefeller Philanthropy Advisors 6 W 48th St 10th Floor New York, NY 10036	No relationship	PC	General support	655,000
Roots of Music Inc 828 Royal Street 521 New Orleans, LA 70116	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
San Diego State University Research Foundation 5250 Campanile Drive San Diego, CA 92182	No relationship	PC	General support	37,500
<b>Total . . . . . ▶ 3a</b>				36,909,982

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> Paid during the year				
San Francisco Chamber of Commerce Foundation 235 Montgomery Street 12th Floor 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
School Justice Project 1380 Monroe St NW Box 410 Washington, DC 20010	No relationship	PC	General support	50,000
Shadhika Project Inc 3253 Vallejo Street Denver, CO 80211	No relationship	PC	General support	500
Shenandoah Horse Park 3832 Shepherd Grade Road Shepherdstown, WV 25443	No relationship	PC	General support	4,000
Silver Lining Mentoring 727 Atlantic Ave 3rd Floor Boston, MA 02111	No relationship	PC	General support	1,000
Skid Row Housing Trust 1317 E 7th Street Los Angeles, CA 90021	No relationship	PC	General support	100,000
Slideluck 154 Morgan Avenue Brooklyn, NY 11221	No relationship	PC	General support	100
Smart Growth America (Transportation for America) 1707 L Street NW Suite 250 Washington, DC 20036	No relationship	PC	General support	625,000
Smithsonian Institution 600 Maryland Dr SW MRC 509 Suite Washington, DC 20024	No relationship	PC	General support	14,500
Social and Environmental Entrepreneurs (BreakOUT) 23532 Calabasas Road Suite A Calabasas, CA 91302	No relationship	PC	General support	45,000
Social Innovation Forum 11 Avenue de Lafayette Boston, MA 02111	No relationship	PC	General support	5,000
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	185,000
Southwest Folklife Alliance PO Box 42044 Tucson, AZ 85733	No relationship	PC	General support	50,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
Southwest Georgia Project For Community Education 1216 Dawson Road Suite 108 Albany,GA 31707	No relationship	PC	General support	56,000
Spirit In Action 21 Wilbraham Street Box C Palmer,MA 01069	No relationship	PC	General support	3,000
Spitfire Strategies 1800 M Street NW Suite 300 North Washington,DC 20036	No relationship	NC	General support	35,000
St Paul's School 325 Pleasant Street Concord,NH 03301	No relationship	PC	General support	1,000
STAR Communities 777 North Capitol Street NE Suite Washington,DC 20002	No relationship	PC	General support	175,000
Strategic Actions for a Just Economy 152 West 32nd Street Los Angeles,CA 90007	No relationship	PC	General support	75,000
Sundance Institute 5900 Wilshire Boulevard Suite 800 Los Angeles,CA 90036	No relationship	PC	General support	100,000
Sustainability Accounting Standards Board 1045 Sansome Street Suite 450 San Francisco,CA 94111	No relationship	PC	General support	180,000
Sustainable Business Education Initiative Inc 1617 JFK Blvd Suite 1855 Philadelphia,PA 19103	No relationship	PC	General support	150,000
Teachers College Columbia University 525 West 120 StBox 306 New York,NY 10027	No relationship	PC	General support	100
Techsoup Global 435 Brannan St Suite 100 San Francisco,CA 94107	No relationship	PC	General support	25,000
The American Prospect 1225 Eye St NW Suite 600 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 Berkshire School 245 N Undermountain Road Sheffield,MA 01257	No relationship	PC	General support	5,000
The College of New Jersey Foundation PO Box 7718 Ewing,NJ 08628	No relationship	PC	General support	600,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
The Family Partnership 414 South 8th Street Minneapolis, MN 55404	No relationship	PC	General support	10,000
The Loft Literary Center Open Book Suite 200 Minneapolis, MN 55415	No relationship	PC	General support	75,000
The New York Women's Foundation 39 Broadway 23 Fl New York, NY 10006	No relationship	PC	General support	50,000
THE POINT Community Development Corporation 940 Garrison Ave Bronx, NY 10474	No relationship	PC	General support	95,000
The Praxis Project-Black Organizing for Leadership 1750 Columbia Rd NW 2nd Fl Washington, DC 20009	No relationship	PC	General support	50,000
The Regents of the University of California 2150 Shattuck Avenue Suite 300 Berkeley, CA 94704	No relationship	PC	General support	270,000
The Reinvestment Fund 1700 Market Street 19th Floor Philadelphia, PA 19103	No relationship	PC	General support	50,000
The Reset Foundation 1500 Mission Street San Francisco, CA 94103	No relationship	PC	General support	90,000
The RYSE Center 205 41ST STREET Richmond, CA 94805	No relationship	PC	General support	50,000
The Solutions Project PO Box 3202 Oakland, CA 94609	No relationship	PC	General support	65,000
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 Room P-221 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	160,000
Third Wave Inc PO Box 1159 Brooklyn, NY 11238	No relationship	PC	General support	150
Thunder Valley Community Development Corporation PO Box 290 Porcupine, SD 57772	No relationship	PC	General support	100,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
Tides Center-Dream Defenders 1012 Torney Ave San Francisco,CA 94129	No relationship	PC	General support	95,000
Tides Foundation PO Box 29903 The Presidio San Francisco,CA 94129	No relationship	PC	General support	40,000
TransForm 436 14th Street Suite 600 Oakland,CA 94612	No relationship	PC	General support	75,000
Transportation Choices Coalition 219 1st Ave S 420 Seattle,WA 98104	No relationship	PC	General support	175,000
Trust for Public Land 101 Montgomery Street Suite 900 San Francisco,CA 94104	No relationship	PC	General support	200,000
Trustees of the University of Pennsylvania 3451 Walnut St Philadelphia,PA 19104	No relationship	PC	General support	3,000
Tulane University-Tulane City Center 1555 POYDRAS STREET New Orleans,LA 70112	No relationship	PC	General support	190,000
UBW Inc 138 South Oxford Street Suite 4B Brooklyn,NY 11217	No relationship	PC	General support	100,000
United Church of Strafford PO Box 124 Strafford,VT 05072	No relationship	PC	General support	20,000
United States Artists 980 N Michigan Ave Suite 1300 Chicago,IL 60611	No relationship	PC	General support	30,000
United States Fund for Unicef 18 Tremont Street Suite 820 Boston,MA 02108	No relationship	PC	General support	1,000
University of California at San DiegoUCSD Center 9500 Gilman Drive La Jolla,CA 92093	No relationship	PC	General support	25,000
University of Chicago 5801 S Ellis Ave Suite 109 Chicago,IL 60637	No relationship	PC	General support	250,000
University of Connecticut Foundation Inc 2390 ALUMNI DRIVE U3206 Storrs,CT 06269	No relationship	PC	General support	200,000
University of Detroit Mercy 4001 W McNichols Rd Detroit,MI 48221	No relationship	PC	General support	75,000
<b>Total . . . . . ▶ 3a</b>				36,909,982

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>				
University of Maine System 96 Falmouth Street Box 9300 Portland,ME 04104	No relationship	PC	General support	85,000
University of Minnesota 3 morrill hall Minneapolis, MN 55455	No relationship	PC	General support	-918
University of New Mexico School of Architecture an MSC04 2530 University of New Mexic Albuquerque,NM 87131	No relationship	PC	General support	100,000
University of North Carolina at Greensboro School of Education 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 Texas Foundation-Design Futures Post Office Box 250 Austin,TX 78767	No relationship	PC	General support	50,000
University of Wisconsin System (Center on Wisconsin 21 N PARK STREET SUITE 6401 Madison,WI 53715	No relationship	PC	General support	150,000
Urban Justice Center 123 William Street 16th floor New York,NY 10038	No relationship	PC	General support	50,000
Urban Word NYC 242 W 27th Suite 3A New York,NY 10001	No relationship	PC	General support	150,000
Urbano Project Inc 29 Germania Street Boston,MA 02130	No relationship	PC	General support	50,000
UTEC (United Teen Equality Center Inc) 15 Warren Street 3 Lowell,MA 01852	No relationship	PC	General support	100,000
Vera Institute of Justice 233 Broadway 12th Floor New York,NY 10279	No relationship	PC	General support	70,360
Verde 6899 NE Columbia Blvd Suite A Portland,OR 97218	No relationship	PC	General support	150,000
Vermont Land Trust 8 Bailey Avenue Montpelier,VT 05602	No relationship	PC	General support	7,500
Vermont Public Radio 365 Troy Avenue Colchester,VT 05446	No relationship	PC	General support	25,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	36,909,982

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>				
Vernon Avenue Project Inc 442 Lorimer Street Suite D 309 Brooklyn, NY 11206	No relationship	PC	General support	60,000
Vickie Belk Scholarship Foundation 3408 King Street Alexandria, VA 22302	No relationship	PC	General support	2,500
Walker Art Center 1750 Hennepin Avenue Minneapolis, MN 55403	No relationship	PC	General support	5,000
Webb Schools 1175 West Baseline Road Claremont, CA 91711	No relationship	PC	General support	2,500
Wesleyan University 164 Mt Vernon Street Middletown, CT 06459	No relationship	PC	General support	4,000
Winrock International 2101 River Front Drive Little Rock, AK 72202	No relationship	PC	General support	560,000
Wisconsin Jobs Now Organizing Foundation 1862 W Fond Du Lac Ave Milwaukee, WI 53205	No relationship	PC	General support	10,000
Women Make Movies 115 West 29th Street 12th Floor New York, NY 10001	No relationship	PC	General support	50,000
Woodstock Institute 29 E Madison St Ste 1710 Chicago, IL 60602	No relationship	PC	General support	125,000
Working Classroom 423 Atlantic SW Albuquerque, NM 87102	No relationship	PC	General support	50,000
Working World 228 Park Ave S New York, NY 10003	No relationship	PC	General support	100,000
World Business Chicago 177 N State St Chicago, IL 60601	No relationship	PC	General support	150,000
Year Up New York 55 Exchange Place Suite 403 New York, NY 10005	No relationship	PC	General support	70,000
Yerba Buena Center for the Arts 701 Mission Street San Francisco, CA 94103	No relationship	PC	General support	300,000
Young Chicago Authors 1180 N Milwaukee Avenue 2nd Floor Chicago, IL 60642	No relationship	PC	General support	75,000
<b>Total . . . . . ▶ 3a</b>				36,909,982



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
Young Men of Honor 2245 Vicksburg Dr Savannah, GA 31404	No relationship	PC	General support	2,000
Young Men's Christian Association of the Greater T 2125 E Hennepin Avenue Minneapolis, MN 55413	No relationship	PC	General support	50,000
Young Nation 9232 Falcon Street Detroit, MI 48209	No relationship	PC	General support	50,000
Youth Represent 11 Park Place New York, NY 10007	No relationship	PC	General support	100,000
Youth Sentencing & Reentry Project 123 S Broad Street 24th Floor Philadelphia, PA 19103	No relationship	PC	General support	100,000
Youth Speaks 1663 Mission Street Suite 604 San Francisco, CA 94103	No relationship	PC	General support	500,000
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	2,500
<b>Total . . . . . ▶ 3a</b>				36,909,982

**TY 2015 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	99,534	22,625		76,909

**TY 2015 All Other Program Related Investments Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Category	Amount
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.)	166,667

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

# **TY 2015 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	153,532	121,616	SL	5	10,898			
LEASEHOLD IMPRV	2009-01-01	1,333,097	852,034	SL	11	119,120			
COMPUTER EQUIP	2009-01-01	431,231	249,046	SL	5	45,492			
ART WORK	2009-01-01	84,400	84,400	SL	5	0			

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

**TY 2015 Expenditure Responsibility Statement**

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

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
SPITFIRE STRATEGIES	1800 M STREET NW SUITE 300 NORTH WASHINGTON, DC 20036	2015-11-20	35,000	support the launch and development of andaction, a project connecting cause organizations	35,000	NO	12/31/2015, 1/2/2017		The grantor has no reason to doubt the accuracy or reliability of the report from the grantee, therefore, no independent verification of the report was made
NEW YORK FOUNDATION	10 EAST 34TH STREET 10TH FLOOR NEW YORK, NY 10118	2015-10-15	450,000	TO FUND NEIGHBORHOODS FIRST FUND IN SUPPORTING COMMUNITY-BASED ORGS AND RESOURCE ALLIES	450,000	NO	1/15/2016, 1/15/2017, 1/15/2018, AND 1/15/2019		The grantor has no reason to doubt the accuracy or reliability of the report from the grantee, therefore, no independent verification of the report was made

**TY 2015 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 Surdnas charitable initiative relating to growth of the Latino small business sector Under the terms of the agreement, a national financial intermediary will disperse the funds to a consortium of five Community Development Financial Institutions ("CDFIs") This consortium model will build capacity among growing nonprofit lenders (CDFIs) by connecting them with more experienced lenders in a peer support model The PRI investment and the consortium approach will accelerate the development of these Latino-led CDFIs and allow the deployment of capital to target consumers that are not well served by traditional bank lenders The capital infusion will support lending to 400 Latino small businesses nationally

Identifier	Return Reference	Explanation
PART IX-B, LINE 2	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 Borrowers under the Program that meet the facility Borrower 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 women-owned contractors and sub-contractors ("MWBEs") that have already been awarded a public or private contract from the NYC Department of Environment Protection or other city agencies engaged in Hurricane Sandy recovery The loan facility funded by Surdna is over a two-year commitment period The maturity date of the loans will be three years following the start of the Commitment period The interest rate of the loans by Surdna is fixed at 0.5%

Identifier	Return Reference	Explanation
PART IX-B, LINE 3	PART IX-B, LINE 3	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%



**TY 2015 Investments Corporate Stock Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
CARDTRONICS PLC	444,479	444,479
GOOGLE NAME CHANGE ALPHABET 26	364,490	364,490
ADOBE SYS INC COM	420,906	420,906
ADR ALIBABA GROUP HLDG LTD-SP	334,377	334,377
ADR ARM HLDS PLC SPONSORED ISI	866,900	866,900
ADR ASML HLDG NV NY REG 2012 (	900,677	900,677
ADR BAIDU INC SPONSORED ADR	722,531	722,531
AEROJET ROCKETDYNE HLDGS INC C	448,591	448,591
ALEXION PHARMACEUTICALS INC CO	493,311	493,311
AMERISAFE INC COM	949,766	949,766
ARES CAP CORP COM	432,563	432,563
ATHENAHEALTH INC COM MON STOCK	1,084,164	1,084,164
BELMOND LTD COM STOCK	325,078	325,078
BIOGEN INC COMMON STOCK	148,745	148,745
BIOMARIN PHARMACEUTICAL INC CO	396,779	396,779
BROOKDALE SR LIVING INC COM ST	365,409	365,409
CERNER CORP COM	385,703	385,703
CHIPOTLE MEXICAN GRILL INC COM	507,645	507,645
CORRECTIONS CORP AMER	377,276	377,276
DORMAN PRODS INC COM	418,990	418,990
FACEBOOK INC CL A CL A	513,519	513,519
FIRST CASH FINANCIAL SERVICES	529,100	529,100
FMC TECHNOLOGIES INC COM	523,583	523,583
GANNETT CO INC COM	1,765,626	1,765,626
GUANGDONG INVT LTD COM	348,012	348,012
HAYNES INTL INC COM NEW COM NE	66,306	66,306
HOWARD HUGHES CORP COM STOCK	138,746	138,746
HSN INC NEW COM	374,398	374,398
HURON CONSULTING GROUP INC COM	337,617	337,617
ILLUMINA INC COM	4,109	4,109

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INFINITY PPTY & CAS CORP COM	550,992	550,992
INTERPUBLIC GROUP COMPANIES IN	311,922	311,922
JARDEN CORP COM	358,937	358,937
LAS VEGAS SANDS CORP COM STK	131,365	131,365
LENDINGCLUB CORP COM	577,213	577,213
LINKEDIN CORP CL A	406,032	406,032
MEDIDATA SOLUTIONS INC COM	535,147	535,147
MONSANTO CO NEW COM	358,092	358,092
MSC INDL DIRECT INC CL A COM	221,804	221,804
MTS SYS CORP COM	631,212	631,212
NIKE INC CL B	496,692	496,692
PALO ALTO NETWORKS INC COM USD	315,001	315,001
POOL CORP COM STK	515,114	515,114
REGENERON PHARMACEUTICALS INC	133,682	133,682
RINGCENTRAL INC CL A CL A	326,483	326,483
RUSH ENTERPRISES INC CL A CL A	1,574,303	1,574,303
SALESFORCE COM INC COM STK	447,638	447,638
SCHLUMBERGER LTD COM COM	451,784	451,784
SCHWAB CHARLES CORP COM NEW	472,721	472,721
SOUTHWESTERN ENERGY CO COM	232,734	232,734
SPLUNK INC COMSTK COM USD0.001	917,581	917,581
STANCORP FINL GROUP INC COM	175,772	175,772
STRATEGIC HOTELS & RESORTS INC	226,735	226,735
TESARO INC COM	207,120	207,120
TESCO CORP COM	347,273	347,273
THE PRICELINE GROUP INC	424,116	424,116
THERMON GROUP HLDGS INC	1,837,562	1,837,562
TWENTY-FIRST CENTY FOX INC CL	34,983	34,983
UNIFIRST CORP MASS COM	252,301	252,301
VIASAT INC COM	334,418	334,418

## TY 2015 Investments Government Obligations Schedule

**Name:** SURDNA FOUNDATION INC  
ATT MARC DE VENOGÉ

**EIN:** 13-6108163

**US Government Securities - End of  
Year Book Value:**

2,099,215

**US Government Securities - End of  
Year Fair Market Value:**

2,099,215

**State & Local Government  
Securities - End of Year Book  
Value:**

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

**TY 2015 Investments - Other Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
MFO DFA EMERGING MARKETS VALUE	FMV	21,803,572	21,803,572
MFO GMO QUALIFIED FUND III	FMV	12,096,691	12,096,691
MFO PRUDENTIAL JENNISON NATURA	FMV	23,827,281	23,827,281
MFO MORGAN STANLEY INSTL FUND	FMV	13,528,143	13,528,143
MFO GMO TRUST GLOBAL EQUITY AL	FMV	60,460,968	60,460,968
MFO HARDING LOEVNER FUNDS INC	FMV	18,066,385	18,066,385
CF SSGA U.S GOVT CREDIT BOND I	FMV	89,733,699	89,733,699
MFB NTGI-QM COMMON DIVERSIFIED	FMV	8,945,903	8,945,903
SILCHESTER INTERNATIONAL VALUE	FMV	20,549,990	20,549,990
NTGI-QM COMMON DAILY S&P 500 E	FMV	306	306
4D GLOBAL ENERGY INVESTMENTS P	FMV	3,578,375	3,578,375
ABRY ADVANCED SECURITIES FUND	FMV	815,424	815,424
ABRY PARTNERS VII LP	FMV	3,019,001	3,019,001
ABRY PARTNERS VIII LP	FMV	2,893,744	2,893,744
ABRY SENIOR EQUITY III	FMV	826,105	826,105
ABRY SENIOR EQUITY IV	FMV	2,528,243	2,528,243
ADAGE CAPITAL PARTNERS, LP	FMV	58,170,883	58,170,883
APOLLO EUROPEAN PRINCIPAL FINA	FMV	2,445,641	2,445,641
ARCLIGHT ENERGY PARTNERS FUND	FMV	1,185,976	1,185,976
ARSENAL CAPITAL PARTNERS III L	FMV	3,843,093	3,843,093
ARSENAL CAPITAL PARTNERS IV-B	FMV	616,407	616,407
ARTIMAN VENTURES 2014, L.P.	FMV	664,996	664,996
ARTIMAN VENTURES SELECT 2014,	FMV	933,130	933,130
ARTIMAN VENTURES SPECIAL OPPOR	FMV	1,367,279	1,367,279
ASIA ALTERNATIVES CAPITAL PART	FMV	4,518,012	4,518,012
ASIA ALTERNATIVES CAPITAL PART	FMV	1,145,955	1,145,955
ASIA ALTERNATIVES DELAWARE III	FMV	172,396	172,396
ASPECT VENTURES, LP	FMV	1,537,423	1,537,423
ATALAYA SPECIAL OPPORTUNITIES	FMV	1,567,183	1,567,183
BAIN CAPITAL ASIA FUND, LP	FMV	1,360,087	1,360,087

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BAIN CAPITAL EUROPE FUND III,	FMV	3,663,780	3,663,780
BAIN CAPITAL FUND IX, LP	FMV	5,369,912	5,369,912
BAIN CAPITAL FUND X LP	FMV	7,807,786	7,807,786
BAIN CAPITAL IX COINVESTMENT F	FMV	1,252,147	1,252,147
BAUPOST VALUE PARTNERS IV, LP	FMV	36,443,320	36,443,320
BENNETT OFFSHORE RESTRUCTURING	FMV	8,235,637	8,235,637
BERKSHIRE MULTIFAMILY VALUE FU	FMV	2,344,436	2,344,436
BLUE WATER ENERGY FUND 1-A LP	FMV	2,685,819	2,685,819
BPG INVESTMENT PARTNERSHIP VII	FMV	1,638,610	1,638,610
BROOKSIDE CAYMAN, LTD	FMV	7,458,324	7,458,324
CARMEL PARTNERS INVESTMENT FUN	FMV	1,178,301	1,178,301
CHARLESBANK EQUITY FUND VII LP	FMV	2,921,141	2,921,141
CHARLESBANK EQUITY FUND VIII L	FMV	1,689,179	1,689,179
COATUE OFFSHORE LTD CLASS A D-	FMV	15,295,762	15,295,762
COMMONFD CAPITAL INTL PARTNERS	FMV	1,706,950	1,706,950
COMMONFUND CAP PRIVATE EQUITY	FMV	1,492,113	1,492,113
COMMONFUND CAP PRIVATE EQUITY	FMV	3,175,379	3,175,379
COMMONFUND CAPITAL INTL PARTNE	FMV	473,715	473,715
COMMONFUND CAPITAL NATURAL RES	FMV	5,147,812	5,147,812
COMMONFUND CAPITAL VENTRUE PTR	FMV	2,705,740	2,705,740
COMMONFUND CAPITAL VENTURE PTR	FMV	814,562	814,562
CONTRARIAN C1A CLASS A SERIES	FMV	10,379,820	10,379,820
CONVEXITY CAPITAL OFFSHORE	FMV	14,952,801	14,952,801
DAVIDSON KEMPNER INST PARTNERS	FMV	16,668,174	16,668,174
DBL PARTNERS III LP	FMV	1,314,089	1,314,089
DOVER STREET VII CAYMAN FUND,	FMV	1,885,916	1,885,916
ENCAP ENERGY CAPITAL FUND VI-B	FMV	267,712	267,712
ENCAP ENERGY CAPITAL FUND VII-	FMV	551,187	551,187
ENCAP FLATROCK MIDSTREAM FUND	FMV	2,703,195	2,703,195
ENCAP FLATROCK MIDSTREAM FUND	FMV	777,627	777,627

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ENDOWMENT PRIVATE EQUITY PARTN	FMV	778,139	778,139
ENDOWMENT VENTURE PARTNERS V,	FMV	1,510,390	1,510,390
ENERVEST ENERGY INSTITUTIONAL	FMV	1,438,340	1,438,340
ENERVEST ENERGY INSTITUTIONAL	FMV	4,570,408	4,570,408
ENERVEST ENERGY INSTITUTIONAL	FMV	3,837,059	3,837,059
ENERVEST ENERGY INSTITUTIONAL	FMV	4,611,424	4,611,424
ESG CROSS BORDER EQUITY OFFSHO	FMV	10,931,801	10,931,801
EUROPA FUND III	FMV	1,883,575	1,883,575
FARALLON CAPITAL INSTITUTIONAL	FMV	1,966,628	1,966,628
FORTRESS INVESTMENT FUND V (CO	FMV	1,588,266	1,588,266
FORTRESS INVESTMENT FUND V B,	FMV	4,524,564	4,524,564
FRONTIER SMALL CAP GROWTH FUND	FMV	8,645,012	8,645,012
GENERAL CATALYST GROUP VI	FMV	6,632,623	6,632,623
GENERAL CATALYST GROUP VII, LP	FMV	2,506,535	2,506,535
GENERAL CATALYST GROUP VII SUP	FMV	94,337	94,337
GENERAL CATALYST GROUP VIII, L	FMV	260,656	260,656
GREENFIELD ACQUISITION PARTNER	FMV	546,991	546,991
GREENLIGHT CAPITAL OFFSHORE (G	FMV	7,819,139	7,819,139
HARVEST MLP INCOME FUND	FMV	19,112,913	19,112,913
HHR ATLAS LTD CLASS C SERIES 1	FMV	15,682,584	15,682,584
HIGHFIELDS CAPITAL IV, LP	FMV	20,473,700	20,473,700
HIGHLAND CAPITAL PARTNERS 9 LP	FMV	2,168,007	2,168,007
HIGHLAND CAPITAL PARTNERS VIII	FMV	2,661,966	2,661,966
HIGHLINE CAPITAL INTERNATIONAL	FMV	15,233,582	15,233,582
HITCHWOOD CAPITAL FUND LTD SER	FMV	9,980,755	9,980,755
HSH CAYMAN PARTNERS LP	FMV	4,156	4,156
ICON VENTURES V, L.P.	FMV	3,034,818	3,034,818
INDUS ASIA PACIFIC FUND LTD	FMV	97,833	97,833
INTERWEST PARTNERS X, LP	FMV	2,236,112	2,236,112
JC FLOWERS II, LP	FMV	959,468	959,468

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
KABOUTER INTERNATIONAL OPPORTU	FMV	22,655,590	22,655,590
KAYNE ANDERSON ENERGY FUND V (	FMV	2,018,518	2,018,518
KAYNE ANDERSON ENERGY FUND VI	FMV	2,152,533	2,152,533
LIME ROCK RESOURCES IV-A LP	FMV	118,987	118,987
LONE STAR FUND IV (US), LP	FMV	70,017	70,017
LONE STAR FUND V (US), LP	FMV	3,010,166	3,010,166
LONE STAR FUND VI (US), LP	FMV	2,519,106	2,519,106
LONE STAR FUND VII (US) LP	FMV	436,745	436,745
LONE STAR FUND VIII (U.S.), L.	FMV	2,578,725	2,578,725
LONE STAR REAL ESTATE FUND (US	FMV	387,918	387,918
MADISON DEARBORN CAPITAL PARTN	FMV	329,384	329,384
MADISON DEARBORN CAPITAL PARTN	FMV	1,283,678	1,283,678
MADISON INTERNATIONAL RE LIQUI	FMV	343,183	343,183
MADISON INTERNATIONAL RE LIQUI	FMV	1,973,819	1,973,819
MADISON INTERNATIONAL REAL EST	FMV	784,167	784,167
MISCELLANEOUS ASSETS	FMV	125,286	125,286
MORGENTHALER VENTURE PARTNERS	FMV	3,812,049	3,812,049
NCD PARTNERS V, LP	FMV	2,744,019	2,744,019
NORTH BRIDGE GROWTH EQUITY II,	FMV	2,340,863	2,340,863
NORTHGATE PRIVATE EQUITY PARTN	FMV	9,245,252	9,245,252
NORTHGATE VENTURE PARTNERS III	FMV	8,852,089	8,852,089
OZ OVERSEAS FUND, LTD	FMV	545,783	545,783
PARK STREET CAPITAL NATURAL RE	FMV	3,075,217	3,075,217
PATRON CAPITAL LP III	FMV	1,105,000	1,105,000
PATRON CAPITAL LP IV	FMV	2,735,071	2,735,071
PEAKSPAN CAPITAL GROWTH PARTNE	FMV	360,568	360,568
PERRY PARTNERS INTERNATIONAL,	FMV	27,113	27,113
PHOENIX ASIA REAL ESTATE INVES	FMV	2,189,391	2,189,391
PROSPECT HARBOR CREDIT PARTNER	FMV	106,966	106,966
RIVERSIDE CAPITAL APPRECIATION	FMV	1,729,972	1,729,972

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
RMS EVERGREEN US FORESTLAND	FMV	8,315,822	8,315,822
SANKATY CREDIT OPPORTUNITIES (	FMV	685,817	685,817
SANKATY CREDIT OPPORTUNITIES I	FMV	1,415,830	1,415,830
SENTAKU INVESTORS, LLC	FMV	13,137	13,137
SHORENSTEIN REALTY INVESTORS N	FMV	759,836	759,836
SIGMA PRIME PARTNERS IX	FMV	1,357,221	1,357,221
SIRIOS OVERSEAS FUND A/1E	FMV	15,726,905	15,726,905
SOFINNOVA CAPITAL VIII	FMV	644,864	644,864
SOMERSET GLOBAL EMERGING MARKE	FMV	15,583,263	15,583,263
SOUTHERN CROSS LATIN AMERICA P	FMV	1,825,321	1,825,321
SUMMIT PARTNERS GROWTH EQUITY	FMV	2,835,435	2,835,435
SUMMIT PARTNERS VENTURE CAPITA	FMV	1,298,055	1,298,055
TACONIC OFFSHORE 1.5 LTD CLASS	FMV	9,686,550	9,686,550
TIFF PARTNERS III, LLC	FMV	627,068	627,068
TPG ENDOWMENT FUND V, L.P.	FMV	2,147,839	2,147,839
TPG ENDOWMENT FUND VI, LP	FMV	3,238,321	3,238,321
VENROCK ASSOCIATES VI	FMV	4,812,984	4,812,984
VENROCK ASSOCIATES VII	FMV	1,117,338	1,117,338
VIKING GLOBAL EQUITY III LTD C	FMV	18,656,592	18,656,592
VISTA EQUITY PARTNERS VI-A LP	FMV	484,318	484,318
WELLINGTON SPINDRIFT CLASS S S	FMV	93,855	93,855
WELLINGTON SPINDRIFT CLASS S S	FMV	5,573	5,573
WELLINGTON SPINDRIFT CLASS S S	FMV	120,930	120,930
WELLINGTON SPINDRIFT CLASS S S	FMV	41,592	41,592
WELLINGTON SPINDRIFT CLASS S S	FMV	153,766	153,766
WELLINGTON SPINDRIFT CLASS S S	FMV	70,898	70,898
WESTBROOK RE FUND IX	FMV	2,144,027	2,144,027
WGI EMERGING MARKETS LLC FUND	FMV	25,021,167	25,021,167



**TY 2015 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.	153,532	132,514	21,018	
LEASEHOLD IMPRV.	1,333,097	971,154	361,943	
COMPUTER EQUIP.	431,231	294,538	136,693	
ART WORK	84,400	84,400		

## TY 2015 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	49,318	32,985		16,333

**TY 2015 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	954,980	3,102,518	3,102,518
PREPAID EXCISE TAXES		1,539,236	1,539,236

**TY 2015 Other Decreases Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

Description	Amount
NET UNREALIZED LOSS ON INVESTMENTS	95,591,819

# TY 2015 Other Expenses Schedule

**Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGE

**EIN:** 13-6108163

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BOOKS & SUBSCRIPTIONS	6,294			6,294
CONFERENCE/REGISTRATION	91,802			91,802
INSURANCE	48,385			48,385
INTERNET/SOFTWARE	97,283			97,283
MEMBERSHIPS	174,722			174,722
MISCELLANEOUS	116,323			116,323
OFFICE SUPPLIES	106,028			106,028
PARTNERSHIP EXP		7,431,004		
PER DIEM SALARIES	81,131			81,131
POSTAGE	10,911			10,911
TELEPHONE	95,544			95,544
ANNUAL REPORT	24,030			24,030
COMPUTER TRAINING	4,950			4,950

**TY 2015 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	71,774,412	40,497	
INCOME			
RSF PRI INTEREST INCOME	7,316	7,316	
BOC CAPITAL PRI INTEREST INCOME	1,504	1,504	
FAIR FOOD NETWORK PRI INTEREST INCOME	1,877	1,877	
VEDC PRI INTEREST INCOME	17,433	17,433	
LESS INCOME TAXED AS UNRELATED BUSINESS			
INCOME (IRC 4940(C)(2))		343,275	

**TY 2015 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		
SECURITIES LENDING		
AGREEMENT		

**TY 2015 Other Professional Fees Schedule****Name:** SURDNA FOUNDATION INC

ATT MARC DE VENOGÉ

**EIN:** 13-6108163

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
GRANT PROGRAM CONSULTANTS	1,592,153			1,592,153
EXECUTIVE SEARCH FEES	59,930			59,930
INVESTMENT MANAGEMENT	2,758,398	2,758,398		



**TY 2015 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	1,006,222			
UNRELATED BUSINESS INCOME TAX	1,500,000			
FOREIGN TAXES PAID		224,233		
STATE UNRELATED BUSINESS				
INCOME TAX		57,694		