

Form **990-PF**  
 Department of the Treasury  
 Internal Revenue Service

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

OMB No 1545-0052  
**2018**  
**Open to Public Inspection**

**For calendar year 2018, or tax year beginning 10-01-2018, and ending 09-30-2019**

Name of foundation Public Welfare Foundation Inc		<b>A Employer identification number</b> 54-0597601
Number and street (or P O box number if mail is not delivered to street address) 1200 U Street Northwest	Room/suite	<b>B Telephone number</b> (see instructions) (202) 965-1800
City or town, state or province, country, and ZIP or foreign postal code Washington, DC 200094443		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 516,078,603	<b>J</b> 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)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	0			
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	0	0	0	
	<b>4</b> Dividends and interest from securities	3,203,551	2,180,132	0	
	<b>5a</b> Gross rents	0	0	0	
	<b>b</b> Net rental income or (loss)	0			
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	57,363,749			
	<b>b</b> Gross sales price for all assets on line 6a	257,508,556			
	<b>7</b> Capital gain net income (from Part IV, line 2)		52,064,368		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications			0	
	<b>10a</b> Gross sales less returns and allowances	0			
<b>b</b> Less Cost of goods sold	0				
<b>c</b> Gross profit or (loss) (attach schedule)	0		0		
<b>11</b> Other income (attach schedule)	-34,212,535	1,816,774	0		
<b>12 Total.</b> Add lines 1 through 11	26,354,765	56,061,274	0		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	792,769	51,431	0	741,338
	<b>14</b> Other employee salaries and wages	1,243,949	62,315	0	1,197,873
	<b>15</b> Pension plans, employee benefits	317,154	13,642	0	307,444
	<b>16a</b> Legal fees (attach schedule)	54,177	12,154	0	39,953
	<b>b</b> Accounting fees (attach schedule)	101,170	50,585	0	0
	<b>c</b> Other professional fees (attach schedule)	1,755,491	1,397,357	0	358,134
	<b>17</b> Interest	334,321	0	0	334,321
	<b>18</b> Taxes (attach schedule) (see instructions)	1,180,257	6,832	0	241,250
	<b>19</b> Depreciation (attach schedule) and depletion	399,558	0	0	
	<b>20</b> Occupancy	338,414	0	0	338,414
	<b>21</b> Travel, conferences, and meetings	125,007	2,388	0	122,620
	<b>22</b> Printing and publications	51,563	0	0	46,563
	<b>23</b> Other expenses (attach schedule)	491,894	0	0	501,014
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	7,185,724	1,596,704	0	4,228,924
	<b>25</b> Contributions, gifts, grants paid	21,573,961			21,255,628
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	28,759,685	1,596,704	0	25,484,552	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	-2,404,920				
<b>b Net investment income</b> (if negative, enter -0-)		54,464,570			
<b>c Adjusted net income</b> (if negative, enter -0-)			0		

**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	288,391	485,834	485,834
	<b>2</b> Savings and temporary cash investments . . . . .	17,531,403	40,598,003	40,598,003
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	0	0	0
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	0	0	0
	<b>5</b> Grants receivable . . . . .	0	0	0
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .	0	0	0
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____	0	0	0
	<b>8</b> Inventories for sale or use . . . . .	0	0	0
	<b>9</b> Prepaid expenses and deferred charges . . . . .	61,438	69,490	69,490
	<b>10a</b> Investments—U S and state government obligations (attach schedule)	0	0	0
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	179,299,503	138,468,091	138,468,091
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	121,797,855	95,771,815	95,771,815
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____	0	0	0
	<b>12</b> Investments—mortgage loans . . . . .	0	0	0
	<b>13</b> Investments—other (attach schedule) . . . . .	189,378,750	125,946,254	125,946,254
	<b>14</b> Land, buildings, and equipment basis ▶ _____ 15,510,693 Less accumulated depreciation (attach schedule) ▶ _____ 7,245,419	8,578,965	8,265,274	8,265,274
<b>15</b> Other assets (describe ▶ _____)	8,802,431	106,473,842	106,473,842	
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	525,738,736	516,078,603	516,078,603	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	241,699	387,015	
	<b>18</b> Grants payable . . . . .	1,372,000	1,691,300	
	<b>19</b> Deferred revenue . . . . .	0	0	
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons	0	0	
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .	10,800,000	10,800,000	
	<b>22</b> Other liabilities (describe ▶ _____)	522,699	339,491	
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	12,936,398	13,217,806	
<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 . . . . .	512,802,338	502,860,797	
	<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 Total net assets or fund balances</b> (see instructions) . . . . .	512,802,338	502,860,797		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	525,738,736	516,078,603		

**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>	512,802,338
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-2,404,920
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	510,397,418
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	7,536,621
<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>	502,860,797

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

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 6,323,166			6,323,166
<b>b</b> 45,741,202			45,741,202
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>		0	6,323,166
<b>b</b>		0	45,741,202
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	52,064,368
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	25,550,446	506,262,365	0.050469
2016	25,228,899	479,180,963	0.052650
2015	24,702,505	467,542,855	0.052835
2014	24,449,812	499,791,068	0.048920
2013	23,966,049	493,829,403	0.048531

<b>2</b> Total of line 1, column (d)	2	0.253405
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.050681
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	495,762,243
<b>5</b> Multiply line 4 by line 3	5	25,125,726
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	544,646
<b>7</b> Add lines 5 and 6	7	25,670,372
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	25,570,428

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 instructions)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, and credits/payments. Total tax due is 92,564.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www publicwelfare org
14 The books are in care of PUBLIC WELFARE FOUNDATION Telephone no (202) 965-1800
Located at 1200 U STREET WASHINGTON DC ZIP+4 200094443
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -check here and enter the amount of tax-exempt interest received or accrued during the year 15 0
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country

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.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ).
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions )
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018 ).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2018?

**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>Yes</b>	<b>No</b>
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
<b>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>	
Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>	<input type="checkbox"/>		
<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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
<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? <i>If "Yes" to 6b, file Form 8870</i>			<b>6b</b>	<b>No</b>
<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>	
<b>8</b> Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes	<input type="checkbox"/> No		

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

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

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARSHALL ALISE C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009	PROGRAM DIRECTOR 40 000	125,460	9,536	0
LIPA GALIT C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009	PROGRAM DIRECTOR 40 000	87,109	16,152	0
HEINZ KAITLIN C/O PUBLIC WELFARE FOUNDATION 1200 U ST NW WASHINGTON, DC 20009	CONTROLLER 40 000	124,630	21,794	0
FREIBERG JINA C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009	GRANTS MANAGER 40 000	88,355	16,525	0
SHULL ROBERT C/O PUBLIC WELFARE FOUNDATION 1200 U ST NW WASHINGTON, DC 20009	PROGRAM DIRECTOR 40 000	203,850	35,659	0

**Total** number of other employees paid over \$50,000. ▶ 10

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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".</b>		
<b>(a) Name and address of each person paid more than \$50,000</b>	<b>(b) Type of service</b>	<b>(c) Compensation</b>
COMMONFUND - CASH ACCOUNT 15 OLD DANBURY ROAD PO BOX 812 WILTON, CT 068970812	INVESTMENT MANAGEMENT	414,318
CAMBRIDGE ASSOCIATES 125 High Street Boston, MA 02110	INVESTMENT MANAGEMENT	367,023
THE NORTHERN TRUST COMPANY 50 SOUTH LASALLE STREET B-8 CHICAGO, IL 60603	INVESTMENT MANAGEMENT	179,109
ASHLEY RAYMENT 2535 WOODCREEK CT SE GRAND RAPIDS, MI 49546	COMMUNICATIONS CONSULTING	119,196
GARCIA HAMILTON 1401 McKinnery Suite 1600 Houston, TX 77010	INVESTMENT MANAGEMENT	83,991
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . . ▶		<b>6</b>

**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
<b>1</b> N/A	0
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	0
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	<b>0</b>

**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>	483,885,103
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	19,021,872
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	404,947
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	503,311,922
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<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>	503,311,922
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	7,549,679
<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>	495,762,243
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	24,788,112

**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>	24,788,112
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	1,089,291
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	0
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	1,089,291
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	23,698,821
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	967
<b>5</b>	Add lines 3 and 4.	<b>5</b>	23,699,788
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<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>	23,699,788

**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>	25,484,552
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	85,876
<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>	25,570,428
<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>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	25,570,428

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



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
<b>1</b> Distributable amount for 2018 from Part XI, line 7				23,699,788
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .			0	
<b>b</b> Total for prior years 20___, 2015, 2014		0		
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .	486,983			
<b>b</b> From 2014. . . . .	176,074			
<b>c</b> From 2015. . . . .	1,504,152			
<b>d</b> From 2016. . . . .	1,510,484			
<b>e</b> From 2017. . . . .	807,186			
<b>f</b> Total of lines 3a through e. . . . .	4,484,879			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ _____ 25,570,428				
<b>a</b> Applied to 2017, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2018 distributable amount. . . . .				23,699,788
<b>e</b> Remaining amount distributed out of corpus	1,870,640			
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )				0
<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	6,355,519			
<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. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				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). . . . .		0		
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .	486,983			
<b>9</b> Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a . . . . .	5,868,536			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .	176,074			
<b>b</b> Excess from 2015. . . . .	1,504,152			
<b>c</b> Excess from 2016. . . . .	1,510,484			
<b>d</b> Excess from 2017. . . . .	807,186			
<b>e</b> Excess from 2018. . . . .	1,870,640			

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. . . . . ▶

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					

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

**a** "Assets" alternative test—enter

(1) Value of all assets . . . . .

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

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

**c** "Support" alternative test—enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

GRANTS MANAGEMENT  
1200 U STREET NW  
WASHINGTON, DC 20009  
(202) 965-1800

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

APPLICANTS SHOULD COMPLETE AN ONLINE LETTER OF INQUIRY IN WHICH YOU PROVIDE A BASIC INTRODUCTION TO YOUR PROJECT AND ORGANIZATION AND PROVIDE THE PURPOSE OF YOUR GRANT REQUEST ALL APPLICANTS MUST COMPLETE AN ONLINE LETTER OF INQUIRY WHICH ARE ACCEPTED ON A ROLLING BASIS IF AFTER REVIEWING THE ONLINE LETTER OF INQUIRY, THE FOUNDATION DETERMINES THAT THE PROJECT FITS ITS FUNDING GOALS, AN INVITATION TO SUBMIT A FULL PROPOSAL IS SENT VIA EMAIL IF AN APPLICANT RECEIVES AN EMAIL REQUESTING THE SUBMISSION OF A FULL PROPOSAL, THE APPLICANT SHOULD FOLLOW THE INSTRUCTIONS AT THE FOUNDATION'S WEBSITE AT HTTP //WWW PUBLICWELFARE ORG/GRANTS/APPLY-FOR-A-GRANT/

**c** Any submission deadlines

LETTERS OF INQUIRY ARE EXAMINED ON A ROLLING BASIS

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

THE PUBLIC WELFARE FOUNDATION SUPPORTS EFFORTS TO ENSURE FUNDAMENTAL RIGHTS AND OPPORTUNITIES FOR PEOPLE IN NEED WE LOOK FOR CAREFULLY DEFINED POINTS WHERE OUR FUNDS CAN MAKE A DIFFERENCE IN BRINGING ABOUT SYSTEMIC CHANGES THAT CAN IMPROVE LIVES WE FOCUS IN TWO PROGRAM AREAS CRIMINAL JUSTICE AND YOUTH JUSTICE

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>▶ 3a</b>
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>▶ 3b</b>

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Fees and contracts from government agencies, Dividends and interest from securities, etc.

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

Table with 2 columns: Line No. and Explanatory text. The text field is for explaining how activities contribute to exempt purposes.

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

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

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

**d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1b(6)	1,989	GREATER WASHINGTON SOCIETY OF CPA'S	MEMBERSHIP DUES, CONFERENCE REG
1b(6)	484	AMERICAN INSTITUTE OF CPA'S	MEMBERSHIP DUES
1b(6)	2,219	SOCIETY FOR HUMAN RESOURCE MANAGEMENT	MEMBERSHIP DUES, CONFERENCE REG, JOB POSTING
1b(6)	1,015	AMERICAN SOCIETY OF ASSOCIATION EXECUTIVES	MEMBERSHIP DUES, JOB POSTING

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

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

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

**Sign Here** 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.

\*\*\*\*\* 2020-06-30 \*\*\*\*\*

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr)?  Yes  No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Rachel Spurlock				P00520729
	Firm's name ▶ CROWE LLP				Firm's EIN ▶ 35-0921680
	Firm's address ▶ 9600 Brownsboro Road Suite 400 Louisville, KY 402411122				Phone no (502) 326-3996

**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-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
AASE CRAIG	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
BELL-ROSE STEPHANIE	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
DIVER COLIN	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
DODSON DAVID	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
GRAHAM CHRISTOPHER	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
JONES CANDICE	PRESIDENT 40 000	365,650	57,012	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
OLIVEROS GUMERSINDO	DIRECTOR 1 000	0	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
OTERO MARIA	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
SAGAWA SHIRLEY	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
SLOAN CLIFFORD	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
TAYLOR PHILLIPA P	CFAO 40 000	331,486	58,007	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
WASHINGTON ERIC	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				
TAYLOR-THOMPSON KIM	DIRECTOR 1 000	6,000	0	0
C/O PUBLIC WELFARE FOUNDATION 1200 U STREET NW WASHINGTON, DC 20009				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
A Wider Circle 4808 Moorland Ln Bethesda, MD 20814	None	PC	General support	1,000
Action Council of Monterey County 295 Main Street Salinas, CA 93901	None	PC	Support for MILPA (Motivating Individual Leadership for Public Advancement)	150,000
Alternate Roots Inc 1270 Caroline St Atlanta, GA 30307	None	PC	Support for SpiritHouse	45,000
<b>Total . . . . . ▶ 3a</b>				21,255,628

**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>				
American Brain Tumor Association 8550 W Bryn Mawr Ave Suite 550 Chicago, IL 60631	None	PC	General support	400
American Friends Service Committee 1501 Cherry St Philadelphia, PA 19102	None	PC	Support for statewide sentencing reform efforts in Arizona	242,000
American University 4400 Massachusetts Avenue NW Washington, DC 20016	None	PC	Support for the Right to Counsel National initiative	85,000
<b>Total . . . . .</b>				<b>21,255,628</b>

▶ **3a**



**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>				
Arizona Community Foundation 2201 E Camelback Road Suite 405B Phoenix, AZ 85016	None	PC	Support to launch a prize initiative for innovation in law & policy for low-wage workers' rights	250,000
ART 180 Inc114 W Marshall Street Richmond, VA 23220	None	PC	General support	20,000
Asian American LEAD 1029 Vermont Avenue NW Washington, DC 20005	None	PC	General support	200
<b>Total . . . . .</b>				<b>21,255,628</b>

▶ **3a**

**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>				
Aspen Institute 2300 N St NW Suite 700 Washington, DC 20037	None	PC	Program support for the Forum for Community Solutions	25,000
Association of Prosecuting Attorneys 1615 L Street Suite 1100 Washington, DC 20036	None	PC	General support	200,000
Association of State Correctional Administrators (ASCA) ASCA HQ PO Box 102 Iona, ID 83427	None	PC	Project support for efforts to increase access to college for incarcerated students	100,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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>				
At Home in Alexandria 3139 Mount Vernon Ave Alexandria, VA 22305	None	PC	General support	200
Auburn Theological Seminary 475 Riverside Drive New York, NY 10115	None	PC	Support for the film "The Psalm of Howard Thurman" by Arleigh Prelow	2,500
Bishop John T Walker School for Boys 1801 Mississippi Avenue Washington, DC 20020	None	PC	General support	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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>				
Boston Childrens Chorus 20 Old Colony Avenue Boston, MA 02127	None	PC	General support	5,000
Brooklyn Community Bail Fund 195 Montague Street New York, NY 11201	None	PC	General support	500
Cabrini Green Legal Aid Clinic 6 South Clark St Chicago, IL 60603	None	PC	General support	25,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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>				
Cabrini Green Legal Aid Clinic 6 South Clark St Chicago, IL 60603	None	PC	General support	2,000
Campaign for the Fair Sentencing of Youth 1319 F Street NW Washington, DC 20004	None	PC	Project support for Incarcerated Children's Advocacy Network (ICAN) members	30,000
Campaign for the Fair Sentencing of Youth 1319 F Street NW Washington, DC 20004	None	PC	General support	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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 Youth Justice 1220 L St NW Suite 605 Washington, DC 20005	None	PC	General support	400,000
Campaign for Youth Justice 1220 L St NW Suite 605 Washington, DC 20005	None	PC	Project support for strategic support	35,000
Capitol Hill Village 725 8th St SE Washington, DC 20003	None	PC	General support	500
<b>Total . . . . .</b>				<b>21,255,628</b>

▶ **3a**

**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>				
Center for American Progress 1333 H Street NW 10th Floor Washington, DC 20005	None	PC	Project support to expand alternatives to incarceration and foster public safety	100,000
Center for Community Change 1536 U Street NW Washington, DC 20009	None	PC	Support for Fellowship on the Future of Workers	165,000
Center for Law and Social Policy 1200 18th Street NW Washington, DC 20036	None	PC	General support	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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>				
Center for Popular Democracy 449 Troutman Street Suite A Brooklyn, NY 11237	None	PC	Program support for coordination of state coalitions and forced arbitration education	700,000
Center for Progressive Reform 455 Massachusetts Ave NW 150-513 Washington, DC 20001	None	PC	Program support for health and safety research	400,000
Center for Public Integrity 910 17th Street 7th floor Washington, DC 20006	None	PC	Program support for investigative reporting on workers' rights issues	300,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628



**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>				
Center for Public Integrity 910 17th Street 7th floor Washington, DC 20006	None	PC	Support to produce original investigative journalism for a workers' rights reporting beat	150,000
Center on Budget and Policy Priorities 1275 First Street NE Suite 1200 Washington, DC 20002	None	PC	Program support to provide technical assistance on fiscal and budget issues to youth decarceration	100,000
Centro de los Derechos del Migrante 10 East North Avenue Baltimore, MD 21202	None	PC	General support	50,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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>				
Centro de los Derechos del Migrante 10 East North Avenue Baltimore, MD 21202	None	PC	General support	400,000
Choral Society of Durham 120 Morris St Durham, NC 27701	None	PC	General support	5,000
Collaborative Solutions for Communities 3333 14th Street NW 200 Washington, DC 20010	None	PC	Program support to implement violence prevention and interruption efforts in Wards 1-5 in DC	100,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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>				
Colorado Criminal Justice Reform Coalition 1212 Mariposa Street Suite 6 Denver, CO 80204	None	PC	General support	250,000
ColorOfChangeOrg Education Fund 1714 Franklin Street 100-136 Oakland, CA 94612	None	PC	General support	150,000
Columbia University 615 W 131 Street New York, NY 10027	None	PC	Program support for the Youth Correctional Leaders for Justice	150,000
<b>Total . . . . .</b>				21,255,628

▶ **3a**

**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 Connections for Youth 369 East 149th Street Bronx, NY 10455	None	PC	Program support for the Carolina Youth Action Project	50,000
Community Connections for Youth 369 East 149th Street Bronx, NY 10455	None	PC	General support	292,000
Community Connections for Youth 369 East 149th Street Bronx, NY 10455	None	PC	Support for technical assistance & training on building capacity for alt to youth incarceration	100,000
<b>Total . . . . .</b>				<b>21,255,628</b>

▶ **3a**

**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 Works 4681 Telegraph Avenue Oakland, CA 94609	None	PC	Project support for the Transformational Prison Project	50,000
Council for Court Excellence 1111 14th St NW Washington, DC 20005	None	PC	Project support for a DC criminal and juvenile justice landscape review	34,000
DC Greens Inc 2000 P St NW Washington, DC 20036	None	PC	General support	1,000
<b>Total . . . . .</b>				21,255,628

**▶ 3a**

**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>				
Democracy North Carolina 1821 Green St Durham, NC 27705	None	PC	General support	2,500
Detroit Justice Center 2465 Longfellow St Detroit, MI 48206	None	PC	General support	100,000
Detroit Justice Center 2465 Longfellow St Detroit, MI 48206	None	PC	Project support to help build the long-term capacity of criminal justice organizers in Michigan	68,700
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
District of Columbia Grassroots Empowerment Project Incorporated 1419 V Street NW WASHINGTON, DC 20009	None	PC	General support	25,000
Dwight Hall at Yale 67 High Street New Haven, CT 06520	None	PC	Support for social justice programming	5,000
Far Southeast Family Strengthening Collaborative 2041 Martin Luther King Jr Ave SE 304 Washington, DC 20020	None	PC	Program support to implement violence prevention and interruption efforts in Ward 8 in DC	100,000
<b>Total . . . . . ▶ 3a</b>				21,255,628

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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>				
Free Minds Book Club 1816 12th Street NW Washington, DC 20009	None	PC	Program support for the Emerging Leaders On the Same Page project	100,000
Friends of Guest House1 East Luray Ave Alexandria, VA 22301	None	PC	General support	300
Friends of St Stephens Youth Programs Inc 419 Shawmut Avenue Boston, MA 02118	None	PC	General support	2,500
<b>Total . . . . .</b>				<b>21,255,628</b>

▶ **3a**



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Georgetown University 600 New Jersey Ave NW Washington, DC 20009	None	PC	Project support to provide leadership, organizing, & expertise for juvenile justice reform	200,000
Georgetown University 600 New Jersey Ave NW Washington, DC 20009	None	PC	Program support for the Juvenile Justice Leadership Network	100,000
Greater Washington Community Foundation 1325 G Street NW Washington, DC 20005	None	PC	Project support for the DC Fund for Just and Peaceful Neighborhoods	200,000
<b>Total . . . . . ▶ 3a</b>				21,255,628

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Homeless Childrens Playtime Project 1525 Newton St NW Washington, DC 20010	None	PC	General support	200
Human Rights Watch350 Fifth Avenue New York, NY 10118	None	PC	Program support for work around California's reforms in youth transfer and sentencing laws	200,000
In These Times2040 N Milwaukee Ave Chicago, IL 60647	None	PC	Program support for original print and online news coverage and commentary on workers' rights	160,000
<b>Total . . . . .</b>				21,255,628

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<b>a</b> <i>Paid during the year</i>				
Interfaith Worker Justice 1020 W Bryn Mawr Ave Chicago, IL 60660	None	PC	General support	400,000
Jazzmobile Inc163 W 125th St New York, NY 10027	None	PC	General support	20,000
JFA Institute720 Kearney St Denver, CO 80220	None	PC	General support	100,000
<b>Total . . . . . ▶ 3a</b>				21,255,628

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
John Paul Stevens Fellowship Foundation 3 Embarcadero Center 10th Floor San Francisco, CA 94111	None	PC	General support	5,000
John Paul Stevens Fellowship Foundation 3 Embarcadero Center 10th Floor San Francisco, CA 94111	None	PC	General support	5,000
Johns Hopkins University 3400 N Charles Street Baltimore, MD 21218	None	PC	Support for the Center for Government Excellence	200,000
<b>Total . . . . . ▶ 3a</b>				21,255,628

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<b>a</b> <i>Paid during the year</i>				
Justice For Families LTD 1913 Azalea Street Sulphur, LA 70663	None	PC	Support to provide training for families to engage in states with active Youth First initiatives	100,000
Justice in Motion 789 Washington Ave Brooklyn, NY 11238	None	PC	General support	250,000
Justice Policy Institute 1012 14th Street NW Washington, DC 20005	None	PC	Project support for the DC Emerging Adult Justice Action Collaborative	200,000
<b>Total . . . . .</b>				<b>21,255,628</b>



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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
JusticeAid2120 Kalorama Rd Nw Apt 3 Washington, DC 20008	None	PC	General support	5,000
Juvenile Justice CoalitionPO Box 477 Bath, OH 44210	None	PC	General support	60,000
Juvenile Justice Initiative518 Davis Evanston, IL 60201	None	PC	General support	100,000
<b>Total . . . . . ▶ 3a</b>				21,255,628

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<b>a</b> <i>Paid during the year</i>				
Juvenile Law Center 1315 Walnut Street Suite 400 Philadelphia, PA 19107	None	PC	Support for a policy reform effort to end the practice of registering young people as sex offenders	150,000
Kansas Appleseed Center for Law and Justice Inc 211 E 8th St Lawrence, KS 66044	None	PC	General support	100,000
Korean American Family Service Center Inc PO Box 541429 Flushing, NY 11354	None	PC	General support	400
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<b>a</b> <i>Paid during the year</i>				
Latino Coalition for Community Leadership 970 Village Lane Santa Barbara, CA 93110	None	PC	Support to build capacity to act as an intermediary for Colorado's community reinvestment partners	150,000
Latino Network 410 NE 18th Ave Portland, OR 97232	None	PC	Project support for a convening of the EBP+ Collaborative	25,000
LatinoJustice PRLDEF 99 Hudson Street New York, NY 10013	None	PC	Program support for Reenvision Justicia	200,000
<b>Total . . . . .</b>				21,255,628

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Law Enforcement Action Partnership 121 Mystic Avenue Medford, MA 02155	None	PC	General support	200,000
Living Cities Inc the National Community Development Initiative 1040 Avenue of the Americas Floor 1 7 New York, NY 10018	None	PC	Project support for Frontline Solutions	200,000
Los Angeles Alliance for a New Economy 464 Lucas Ave Los Angeles, CA 90017	None	PC	Program support for the Clean and Safe Ports initiative	250,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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<b>a</b> <i>Paid during the year</i>				
Louis D Brown Peace Institute 15 Christopher Street Dorchester, MA 02122	None	PC	General support	2,500
Louisiana Center for Childrens Rights 1100-B Milton Street New Orleans, LA 70122	None	PC	General support	200,000
Macalester College 1600 Grand Ave St Paul, MN 55105	None	PC	General support	2,500
<b>Total . . . . .</b>				21,255,628



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Made in Durham 359 Blackwell Street Suite 200 Durham, NC 27701	None	PC	General support	2,500
Make the Road New York 301 Grove Street Brooklyn, NY 11237	None	PC	General support	200,000
Make the Road New York 301 Grove Street Brooklyn, NY 11237	None	PC	Program support	700,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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Many Hands Inc PO Box 15048 Chevy Chase, MD 20825	None	PC	General support	2,000
March on Washington Film Festival 1341 G St NW 5th Floor Washington, DC 20005	None	PC	General support to the March on Washington Film Festival	20,000
Marthas Table 2114 - 14th St NW Washington, DC 20009	None	PC	General support	120
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<b>a</b> <i>Paid during the year</i>				
Media Mobilizing Project 924 Cherry Street 5th Floor Philadelphia, PA 19107	None	PC	Support for the Youth Art & Self-Empowerment Project, & work in PA to pilot a tech assistance model	70,000
Merriam Park Living at Home Block Nurse Program 1895 Laurel Avenue St Paul, MN 55104	None	PC	General support	2,500
Michigan Council on Crime and Delinquency 1000 West St Joseph Suite 400 Lansing, MI 48915	None	PC	Support for Nation Outside	21,300
<b>Total . . . . . ▶ 3a</b>				21,255,628

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<b>a</b> <i>Paid during the year</i>				
Michigan Council on Crime and Delinquency 1000 West St Joseph Suite 400 Lansing, MI 48915	None	PC	Program support to raise the age of juvenile court jurisdiction to eighteen in Michigan	180,000
MomsRising Education Fund 12011 Bel-Red Road Bellevue, WA 98005	None	PC	Program support for reporting on juvenile justice issues	100,000
National Committee for Responsive Philanthropy 1900 L St NW Washington, DC 20036	None	PC	General Support	40,000
<b>Total . . . . .</b>			<b>▶ 3a</b>	21,255,628

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National COSH 3737 Camino del Rio South Suite 305 San Diego, CA 92108	None	PC	General support	300,000
National Council for Incarcerated and Formerly Incarcerated Women 100 R Warren Street Roxbury, MA 02119	None	PC	General support to an organization that provides support for policy and leadership development	50,000
National Employment Law Project 90 Broad Street Suite 110 New York, NY 10004	None	PC	General support	700,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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National Lead for America Inc 400 South Rd CHAPEL HILL, NC 27514	None	PC	General support	5,000
National Network of Abortion Funds PO Box 22457 Philadelphia, PA 19110	None	PC	Project support for Mississippi Reproductive Freedom Fund	35,984
National Public Radio 1111 North Capitol St NE Washington, DC 20002	None	PC	Support for NPR's coverage of criminal justice reform	200,000
<b>Total . . . . .</b>				<b>21,255,628</b>

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National Queer Asian Pacific Islander Alliance Inc PO Box 1277 Old Chelsea Station New York, NY 10113	None	PC	General support	200
Neighborhood Funders Group 436 14th Street Suite 425 Oakland, CA 94612	None	PC	Program support for Funders for a Just Economy	75,000
Neighborhood Funders Group 436 14th Street Suite 425 Oakland, CA 94612	None	PC	Support for Funders for a Just Economy's initiative to educate and engage local funders	200,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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<b>a</b> <i>Paid during the year</i>				
New Venture Fund 1201 Connecticut Ave NW Suite 300 Washington, DC 20036	None	PC	Program support for the Youth First State Advocacy Fund	400,000
New Venture Fund 1201 Connecticut Ave NW Suite 300 Washington, DC 20036	None	PC	Program support for Voices for Civil Justice	300,000
New Venture Fund 1201 Connecticut Ave NW Suite 300 Washington, DC 20036	None	PC	Support for the Self-Represented Litigation Network	200,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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<b>a</b> <i>Paid during the year</i>				
New Venture Fund 1201 Connecticut Ave NW Suite 300 Washington, DC 20036	None	PC	Support for Youth First Initiative	300,000
New York Avenue Foundation 1313 New York Avenue Washington, DC 20005	None	PC	General support	500
NJN1734 Connecticut Unit 1 Washington, DC 20009	None	PC	General support	200,000
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Northwest Employment Education and Defense Fund 812 SW Washington Ste 225 Portland, OR 97205	None	PC	General support	100,000
Northwest Employment Education and Defense Fund 812 SW Washington Ste 225 Portland, OR 97205	None	PC	Program support for state policy coalition	100,000
Northwestern University School of Law PO Box 625 Ely, MN 55731	None	PC	Support for the Save the Boundary Waters initiative	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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Northwestern University School of Law 375 E Chicago Ave 8th Floor Chicago, IL 60611	None	PC	Program support for research	200,000
Old Sol Alliance Inc 370 Myrtle St MANCHESTER, NH 03104	None	PC	Support for public education regarding service years	5,000
ONE DC 614 S Street NW Washington, DC 20001	None	PC	General support	20,000
<b>Total . . . . . ▶ 3a</b>				21,255,628

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Operation Restoration 2321 Thalia St New Orleans, LA 70113	None	PC	General support	100,000
Organization for Youth Empowerment 3128 19th Street NW Washington, DC 20010	None	PC	Support for education efforts for low-income youth in Honduras	20,000
Pacifica Foundation dba WPFW 1990 K St NW Washington, DC 20006	None	PC	General Support	25,000
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Pancreatic Cancer Action Network Inc 1500 Rosecrans Ave Manhattan Beach, CA 90266	None	PC	General support	250
Pasadena Humane Society and SPCA 361 SOUTH RAYMOND AVENUE PASADENA, CA 91105	None	PC	General support	300
Planned Parenthood Federation of America 123 William Street 10th Floor New York, NY 10038	None	PC	General support	180
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Planned Parenthood Gulf Coast Inc 4600 Gulf Freeway Houston, TX 77023	None	PC	General support	100
Planned Parenthood Minnesota North Dakota South Dakota 671 Vandalia Street St Paul, MN 55114	None	PC	General support	2,500
Planned Parenthood of Metropolitan DC 1108 16th Street NW Washington, DC 20036	None	PC	General support	200
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628



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Pretrial Justice Institute 7361 Calhoun Place Rockville, MD 20855	None	PC	Project support for the Pretrial Innovators Convention	10,000
Prison Fellowship Ministries 44180 Riverside Parkway Lansdowne, VA 20176	None	PC	General support	350,000
Prison Policy Initiative 69 Garfield Ave Floor 1 Easthampton, MA 01027	None	PC	Program support to conduct data analyses and produce materials to fill criminal justice data	120,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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Project&220 N Green St Chicago, IL 60607	None	PC	Project support for Working in America	25,000
Promise of Justice Initiative 1024 Elysian Fields New Orleans, LA 70116	None	PC	Project support to establish a participatory defense hub in New Orleans	85,000
Public Citizen Foundation 1600 20th Street NW Washington, DC 20009	None	PC	Program support for litigation on worker health and regulatory policy	200,000
<b>Total . . . . .</b>				<b>21,255,628</b>

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<b>a</b> <i>Paid during the year</i>				
Public Health Advocacy Institute 360 Huntington Avenue Boston, MA 02115	None	PC	Program support for technical assistance, public education, and research	300,000
Puente Human Rights Movement PO Box 21837 Phoenix, AZ 85036	None	PC	General support	60,350
R Street Institute 1212 New York Ave NW Washington, DC 20005	None	PC	Program support to build conservative support for ending policies to try youth as adults	100,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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Raphah Institute 615 Main Street Nashville, TN 37206	None	PC	General support	50,000
Resist 259 Elm Street Somerville, MA 02144	None	PC	General support	200,000
Resist 259 Elm Street Somerville, MA 02144	None	PC	General support	200
<b>Total . . . . . ▶ 3a</b>				21,255,628

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Resist259 Elm Street Somerville, MA 02144	None	PC	General support	200
Rights & Democracy Education Fund 70 S Winooski Avenue Burlington, VT 05401	None	PC	General support for state organizing efforts in Vermont	450,000
Safe & Just Michigan 222 West Genesee Street Lansing, MI 48933	None	PC	Program support for National Network for Justice	150,000
<b>Total . . . . .</b>				21,255,628

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Sasha Bruce Youthwork Inc 745 8th St SE Washington, DC 20003	None	PC	General support	240
Second Chance Center Inc 9722 East 16th Avenue Aurora, CO 80010	None	PC	General Support	75,000
Service Year Alliance 1400 Eye St NW Suite 900 Washington, DC 20005	None	PC	General support	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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<b>a</b> <i>Paid during the year</i>				
Silicon Valley De-Bug 701 Lenzen Avenue San Jose, CA 95126	None	PC	Project support to establish two participatory defense hubs in Michigan	145,000
SisterSong Women of Color Reproductive Justice Collective 1237 Ralph D Abernathy Blvd Sw Atlanta, GA 30310	None	PC	General support	200
SisterSong Women of Color Reproductive Justice Collective 1237 Ralph D Abernathy Blvd Sw Atlanta, GA 30310	None	PC	General support	200
<b>Total . . . . .</b>			<b>▶ 3a</b>	21,255,628

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SisterSong Women of Color Reproductive Justice Collective 1237 Ralph D Abernathy Blvd Sw Atlanta, GA 30310	None	PC	General support	50,000
SisterSong Women of Color Reproductive Justice Collective 1237 Ralph D Abernathy Blvd Sw Atlanta, GA 30310	None	PC	General support	2,000
So Others Might Eat 71 O Street NW Washington, DC 20001	None	PC	General support	120
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628



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<b>a</b> <i>Paid during the year</i>				
Social & Environmental Entrepreneurs 23532 Calabasas Road Calabasas, CA 91302	None	PC	Support to the Racial Justice Action Center	50,000
Social & Environmental Entrepreneurs 23532 Calabasas Road Calabasas, CA 91302	None	PC	Program support for youth led work to end youth incarceration through arts based programming	100,000
Step Afrika U S A Incorporated 1333 H St NE Washington, DC 20002	None	PC	Project support for marketing and communications efforts for Step Afrika's 25th anniversary	25,000
<b>Total . . . . .</b>				21,255,628



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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Stephen C Rose Legacy Foundation 138 Governor Street Providence, RI 02940	None	PC	General support	20,000
Susan G Komen Breast Cancer Foundation Greater Lansing Affiliate East Lansing, MI 48826	None	PC	Program support for Susan G Komen 3-Day	200
Syracuse University 820 Comstock Avenue Syracuse, NY 13244	None	PC	Support for School of Social Work Discretionary Fund	400
<b>Total . . . . .</b>				<b>21,255,628</b>

▶ **3a**

**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>				
Texas Criminal Justice Coalition 1714 Fortview Rd Suite 104 Austin, TX 78735	None	PC	Youth Justice Program for work to raise the age of juvenile jurisdiction to 18	125,000
Texas Criminal Justice Coalition 1714 Fortview Rd Suite 104 Austin, TX 78735	None	PC	General Support	300,000
Texas Public Policy Foundation 901 Congress Avenue Austin, TX 78701	None	PC	Program support to advance state and federal criminal justice reform	150,000
<b>Total . . . . .</b>				21,255,628



**3a**

**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 Afiya Center 7220 Westmoreland Suite 200 Dallas, TX 75237	None	PC	General support	35,984
The ARC1825 K Street NW Suite 1200 Washington, DC 20006	None	PC	Support for the National Center on Criminal Justice & Disability	5,000
The ARC1825 K Street NW Suite 1200 Washington, DC 20006	None	PC	General support	2,500
<b>Total . . . . . ▶ 3a</b>				21,255,628

**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 Boys and Girls Clubs of Greater Washington 4103 Benning Rd NE Washington, DC 20019	None	PC	Support for programs designed to address needs of at-risk children in Washington, DC	10,000
The Buckeye Ranch 5665 Hoover Road Grove City, OH 43123	None	PC	General support	20,000
The Center for Effective Philanthropy 675 Massachusetts Avenue Cambridge, MA 02139	None	PC	General support	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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 Education Trust 1250 H Street NW Suite 700 Washington, DC 20005	None	PC	Project support to lift the ban on federal Pell grants for incarcerated students	200,000
The Georgia Latino Alliance for Human Rights 7 Dunwoody Park Atlanta, GA 30338	None	PC	General support	38,000
The Marshall Project 156 W 56th Street Suite 701 New York, NY 10019	None	PC	Project support for News Inside and partnership with Sundance Documentary Film Fund	200,000
<b>Total . . . . .</b>				21,255,628

▶ **3a**

**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 MusicianShip DC 2863 29th Street NW Washington, DC 20008	None	PC	Project support for the DC Funk Parade	15,000
The National Reentry Network for Returning Citizens 3227 Dubois Place SE Washington, DC 20019	None	PC	General support	25,000
The Schubert Club Landmark Center 75 5th Street East St Paul, MN 55102	None	PC	Support for music educational programs	2,500
<b>Total . . . . .</b>				<b>21,255,628</b>

▶ **3a**

**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 Sixth Amendment Center Incorporated PO Box 15556 Boston, MA 02215	None	PC	General support	200,000
Theatre of the Oppressed NYC 758 8th Ave Suite 300 New York, NY 10036	None	PC	General support	200
Theatre of the Oppressed NYC 758 8th Ave Suite 300 New York, NY 10036	None	PC	General support	200
<b>Total . . . . .</b>				21,255,628

▶ **3a**



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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Theatre of the Oppressed NYC 758 8th Ave Suite 300 New York, NY 10036	None	PC	General support	200
Tides Center PO Box 29907 San Francisco, CA 94129	None	PC	Program support to Californians for Safety and Justice	200,000
Tides Foundation PO Box 29903 San Francisco, CA 94129	None	PC	Support for Florida Rights Restoration Coalition	100,000
<b>Total . . . . . ▶ 3a</b>				21,255,628

**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 Foundation PO Box 29903 San Francisco, CA 94129	None	PC	Project support for Life Comes From It	150,000
Trace Media Inc 68 3rd St 236 Brooklyn, NY 11202	None	PC	Project support for a series investigating gun violence, justice reform, & economic equality	150,000
Training Grounds Inc 3526 Stanton Rd SE Washington, DC 20020	None	PC	Program support to implement violence prevention efforts in DC Wards 6 and 7	100,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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>				
Trinity Boston Foundation 206 Clarendon St Boston, MA 02116	None	PC	General support	7,500
Tufts University Lincoln Filene Hall Medford, MA 02155	None	PC	General support to Tisch College	2,500
Type Media Center 116 East 16th Street 8th floor New York, NY 10003	None	PC	Project support for the Type Media Fellowship	50,000
<b>Total . . . . .</b>				21,255,628

**▶ 3a**

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Ubuntu Village Nola 430 N Galvez Street New Orleans, LA 70119	None	PC	Program support to pilot a parent navigator program	25,000
United Support and Memorial for Workplace Fatalities 2837 Yellowstone PKWY Lexington, KY 40517	None	PC	General support	125,000
United Support and Memorial for Workplace Fatalities 2837 Yellowstone PKWY Lexington, KY 40517	None	PC	General support	75,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
University of California Berkeley Foundation 1995 University Ave Berkeley, CA 94704	None	PC	Support for the Berkeley Undergraduate Scholarship Fund	200
University of Delaware 83 E Main Street 3rd Floor NEWARK, DE 19716	None	PC	General support	400
University of Minnesota Foundation 200 Oak Street SE Suite 500 Minneapolis, MN 55455	None	PC	Program support to establish the Anne O Krueger Faculty Endowment in Economics	20,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Vera Institute of Justice Inc 233 Broadway New York, NY 10279	None	PC	Program support for Restoring Promise	1,000,000
Violence Policy Center 1025 Connecticut Ave NW Washington, DC 20036	None	PC	General support	5,000
Virginia Tech Foundation Inc 902 Prices Fork Road MC0336 Blacksburg, VA 24061	None	PC	General support	300
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**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>				
Voice of the Experienced 2022 St Bernard Ave New Orleans, LA 70116	None	PC	General support	385,000
Voices for a Second Chance 1422 Massachusetts Ave SE Washington, DC 20003	None	PC	General support	25,000
W Haywood Burns Institute 475 14th Street Suite 800 Oakland, CA 94612	None	PC	Project support for the planning and incubation of a national Credible Messenger Mentoring Movement	200,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

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

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Washington Regional Association of Grantmakers 1400 Sixteenth Street NW Washington, DC 20036	None	PC	General Support	21,500
WETA2775 South Quincy Street Arlington, VA 22206	None	PC	Project support for WETA's PBS NewsHour to support a five part criminal justice-focused broadcast	100,000
Wilderness Inquiry808 14th Avenue SE Minneapolis, MN 55414	None	PC	Support of the canoemobile (floating classroom) program	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628



**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>				
Youth Advocate Programs Inc 2007 N Third St Harrisburg, PA 17102	None	PC	Program support for YAP's Policy and Advocacy Center	150,000
Youth Advocate Programs Inc 2007 N Third St Harrisburg, PA 17102	None	PC	Project support for Safely Home DC	200,000
<b>Total . . . . .</b> ▶ <b>3a</b>				21,255,628

**TY 2018 Accounting Fees Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Accounting Fees	101,170	50,585		0

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

## TY 2018 Depreciation Schedule

**Name:** Public Welfare Foundation Inc

**EIN:** 54-0597601

**Software ID:** 18007697

**Software Version:** 2018v3.1

### Depreciation Schedule

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, Fixtures & Equipment		1,373,214	1,195,863			41,938		0	
Building & Improvements		11,708,306	5,226,672			322,348		0	
Land & Land Improvements		1,690,862	75,563			4,339		0	
Bond Refinancing Costs		738,308	347,754			30,933		0	

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

## TY 2018 Gain/Loss from Sale of Other Assets Schedule

**Name:** Public Welfare Foundation Inc

**EIN:** 54-0597601

**Software ID:** 18007697

**Software Version:** 2018v3.1

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
REALIZED GAINS PER BOOKS					257,508,556	200,144,807			57,363,749	

**TY 2018 Investments Corporate Bonds Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
CORE BONDS	58,189,796	58,189,796
DIVERSIFYING STRATEGIES	37,582,019	37,582,019

**TY 2018 Investments Corporate Stock Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1**Investments Corporation Stock Schedule**

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
DEVELOPED EX-US EQUITY	0	0
GLOBAL EQUITY	32,406,596	32,406,596
U.S. EQUITY	106,061,495	106,061,495

## TY 2018 Investments - Other Schedule

**Name:** Public Welfare Foundation Inc

**EIN:** 54-0597601

**Software ID:** 18007697

**Software Version:** 2018v3.1

### Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DEVELOPED EX-U.S. EQUITY	FMV	0	0
DIVERSIFYING STRATEGIES	FMV	9,694,257	9,694,257
EMERGING MARKETS EQUITY	FMV	499,085	499,085
PRIVATE EQUITY	FMV	28,981,100	28,981,100
PRIVATE EQUITY-VENTURE CAPITAL	FMV	31,534,397	31,534,397
PRIVATE OPPORTUNISTIC	FMV	18,074,077	18,074,077
PRIVATE REAL ESTATE	FMV	37,163,338	37,163,338

**TY 2018 Land, Etc.  
Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1

<b>Category / Item</b>	<b>Cost / Other Basis</b>	<b>Accumulated Depreciation</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
FURNITURE, FIXTURES & EQUIPMENT	1,373,214	1,237,801	135,413	135,413
BUILDING & IMPROVEMENTS	11,708,306	5,549,020	6,159,286	6,159,286
LAND & LAND IMPROVEMENTS	1,690,863	79,901	1,610,962	1,610,962
OTHER	738,310	378,697	359,613	359,613



**TY 2018 Legal Fees Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Legal Fees	54,177	12,154		39,953

**TY 2018 Mortgages and Notes Payable Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1**Total Mortgage Amount:** 10,800,000**Mortgages and Notes Payable Schedule**

<b>Item No.</b>	1
<b>Lender's Name</b>	TD BANK
<b>Lender's Title</b>	N/A
<b>Relationship to Insider</b>	None
<b>Original Amount of Loan</b>	10,800,000
<b>Balance Due</b>	10,800,000
<b>Date of Note</b>	2010-11
<b>Maturity Date</b>	2035-10
<b>Repayment Terms</b>	All due on 11/1/2025, Variable interest rate
<b>Interest Rate</b>	
<b>Security Provided by Borrower</b>	None
<b>Purpose of Loan</b>	Building acq. and restoration
<b>Description of Lender Consideration</b>	None
<b>Consideration FMV</b>	

**TY 2018 Other Assets Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEFERRED FEDERAL EXCISE TAXES RECEIVABLE	230,798	17,595	17,595
DUE FROM NORTHERN TRUST	8,232,609	106,040,007	106,040,007
ACCRUED INTEREST RECEIVABLE	236,673	311,579	311,579
EMPLOYEE INVESTMENT - 457(B)	79,646	77,215	77,215
DEFERRED INCOME RECEIVABLE - 457(B)	22,705	27,446	27,446

**TY 2018 Other Decreases Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1

<b>Description</b>	<b>Amount</b>
UNREALIZED LOSSES ON INVESTMENTS	7,536,621

**TY 2018 Other Expenses Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Fees	1,303			1,303
Building Operations	294,739			294,420
Employee Recruitment	3,267			3,267
Insurance	25,709			27,207
Other Expenses	22,640			22,640
Hosting Services	15,072			15,072
Payroll Processing Fees	4,362			4,362
Supplies	43,326			51,267
Postage	1,160			1,160
Professional Development	8,518			8,518

## Other Expenses Schedule

<b>Description</b>	<b>Revenue and Expenses per Books</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Telephone	33,970			33,970
Temporary Help	37,828			37,828

**TY 2018 Other Income Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME/(LOSS)	-34,237,251	1,816,774	
CLASS ACTION PROCEEDS	24,466		
OTHER INCOME	250		

**TY 2018 Other Liabilities Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1

<b>Description</b>	<b>Beginning of Year - Book Value</b>	<b>End of Year - Book Value</b>
DEFERRED FEDERAL TAX LIABILITY	420,347	234,830
PLAN LIABILITY - 457(B)	102,352	104,661



**TY 2018 Other Professional Fees Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Computer Consulting	60,440			60,440
Management Fees-Investments	1,318,695	1,318,695		
Communications Consultant	272,627			272,627
Program Consultants	17,630			17,630
Investment Consultant	78,662	78,662		
Other Consulting	7,437			7,437

**TY 2018 Taxes Schedule****Name:** Public Welfare Foundation Inc**EIN:** 54-0597601**Software ID:** 18007697**Software Version:** 2018v3.1

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
Payroll Taxes	118,698	6,832		111,866
Current and Deferred Federal Excise Taxes	932,175			
Property Taxes	129,384			129,384