PUBLIC DISCLOSURE COPY

Form **8868**
(Rev. January 2020)
Department of the Treasury
Internal Revenue Service

Application for Automatic Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**
▶ **Go to www.irs.gov/Form8868 for the latest information.**

OMB No. 1545-0047

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

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

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

Type or print	Name of exempt organization or other filer, see instructions.	Taxpayer identification number (TIN)
File by the due date for filing your return. See instructions.	HOPEWELL FUND	47-3681860
	Number, street, and room or suite no. If a P.O. box, see instructions. 1828 L STREET, NW, NO. 300-D	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WASHINGTON, DC 20036	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 1

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

- The books are in the care of ▶ ARABELLA ADVISORS, LLC
  1828 L STREET NW, SUITE 300 - WASHINGTON, DC 20036
  Telephone No. ▶ (202) 595-1020 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box .... ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________. If this is for the whole group, check this box ▶ ☐. If it is for part of the group, check this box ▶ ☐ and attach a list with the names and TINs of all members the extension is for.

1 I request an automatic 6-month extension of time until NOVEMBER 15, 2021, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☒ calendar year 2020 or
▶ ☐ tax year beginning ____________, and ending ____________.

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

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

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8868** (Rev. 1-2020)

023841 04-01-20

** PUBLIC DISCLOSURE COPY **

Form **990** | **Return of Organization Exempt From Income Tax** | OMB No. 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

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

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

2020 Open to Public Inspection

Department of the Treasury
Internal Revenue Service

A For the 2020 calendar year, or tax year beginning and ending

B Check if applicable: [X] Address change [ ] Name change [ ] Initial return [ ] Final return/terminated [ ] Amended return [ ] Application pending

C Name of organization: HOPEWELL FUND

Doing business as

Number and street (or P.O. box if mail is not delivered to street address): 1828 L STREET, NW | Room/suite: 300-D

City or town, state or province, country, and ZIP or foreign postal code: WASHINGTON, DC 20036

F Name and address of principal officer: LEE BODNER
SAME AS C ABOVE

D Employer identification number: 47-3681860

E Telephone number: (202) 664-8763

G Gross receipts $ 184,773,886.

H(a) Is this a group return for subordinates? [ ] Yes [X] No

H(b) Are all subordinates included? [ ] Yes [ ] No
If "No," attach a list. See instructions

H(c) Group exemption number ▶

I Tax-exempt status: [X] 501(c)(3) [ ] 501(c) ( ) ◀ (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: ▶ WWW.HOPEWELLFUND.ORG

K Form of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other ▶ | **L** Year of formation: 2015 | **M** State of legal domicile: DC

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: THE HOPEWELL FUND SPECIALIZES IN HELPING SOCIAL/CORPORATE ENTREPRENEURS AND OTHER CHANGEMAKERS LAUNCH

2 Check this box ▶ [ ] if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	3
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	3
5	Total number of individuals employed in calendar year 2020 (Part V, line 2a)	5	122
6	Total number of volunteers (estimate if necessary)	6	1113
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, Part I, line 11	7b	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	84,219,888.	150,391,200.
	9	Program service revenue (Part VIII, line 2g)	194,869.	627,152.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	2,294,026.	859,267.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	255,943.	493,713.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	86,964,726.	152,371,332.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	78,913,765.	80,113,710.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	11,027,778.	11,479,747.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	17,082.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 261,530.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	17,730,683.	36,042,780.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	107,689,308.	127,636,237.
	19	Revenue less expenses. Subtract line 18 from line 12	-20,724,582.	24,735,095.
			Beginning of Current Year	**End of Year**
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	135,001,987.	160,094,021.
	21	Total liabilities (Part X, line 26)	49,894,785.	30,545,556.
	22	Net assets or fund balances. Subtract line 21 from line 20	85,107,202.	129,548,465.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here

▶ Signature of officer | Date

▶ LEE BODNER, BOARD CHAIR
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [ ] if self-employed	PTIN
MICHAEL LUMSDEN	MICHAEL LUMSDEN	10/15/21		P01262236

Firm's name ▶ MOSS ADAMS LLP | Firm's EIN ▶ 91-0189318

Firm's address ▶ 101 SECOND STREET SUITE 900
SAN FRANCISCO, CA 94105 | Phone no. 415-956-1500

May the IRS discuss this return with the preparer shown above? See instructions [X] Yes [ ] No

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

Part III **Statement of Program Service Accomplishments**

Check if Schedule O contains a response or note to any line in this Part III ☐

1 Briefly describe the organization's mission:
THE HOPEWELL FUND IS A 501(C)(3) NONPROFIT THAT USES FISCAL SPONSORSHIP AND CHARITABLE GRANT-MAKING TO SUPPORT DOMESTIC AND INTERNATIONAL INITIATIVES AIMED AT ADVANCING PUBLIC GOOD AND ACHIEVING EQUITY FOR ALL PEOPLE.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses $ 96,161,726. including grants of $ 66,366,511.) (Revenue $ 463,000.)
CIVIL RIGHTS, SOCIAL ACTION, AND ADVOCACY: HOPEWELL'S PORTFOLIO OF CIVIL RIGHTS, SOCIAL ACTION, AND ADVOCACY FOCUS AREAS INCLUDE ADDRESSING INCOME INEQUALITY, IMPROVING CIVIC ENGAGEMENT AMONG TRADITIONALLY UNDERREPRESENTED GROUPS, AND ADVANCING STATE LEVEL ECONOMIC AND DEMOCRACY REFORMS.

4b (Code:) (Expenses $ 15,960,884. including grants of $ 10,000,798.) (Revenue $ 20,360.)
HEALTH: HOPEWELL'S PORTFOLIO OF HEALTH FOCUS AREAS INCLUDES WOMEN'S HEALTH, HEALTHCARE ACCESS, AND REDUCING HEALTH DISPARITIES AND AVOIDABLE INFANT MORTALITY.

4c (Code:) (Expenses $ 8,125,201. including grants of $ 3,746,401.) (Revenue $ 143,792.)
OTHER PROGRAM SERVICES.

4d Other program services (Describe on Schedule O.)
(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ▶ 120,247,811.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete *Schedule B, Schedule of Contributors*?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4	X	
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6	X	
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in donor-restricted endowments or in quasi endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*	11a	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12, that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments - program related in Part X, line 13, that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e		X
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b	X	
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? *If "Yes," complete Schedule F, Parts II and IV*	15	X	
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part II*	26	X	
27	Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions, for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of any individual described in line 28a? *If "Yes," complete Schedule L, Part IV*	28b		X
c	A 35% controlled entity of one or more individuals and/or organizations described in lines 28a or 28b? *If "Yes," complete Schedule L, Part IV*	28c	X	
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note:** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V ☐

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	206			
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance *(continued)*

				Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a 122			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2b	X	
	Note: If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?		3a		X
b	If "Yes," has it filed a Form 990-T for this year? *If "No" to line 3b, provide an explanation on Schedule O*		3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4a		X
b	If "Yes," enter the name of the foreign country ▶				
	See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		X
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b		
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?		7a	X	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h		
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		8		X
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the sponsoring organization make any taxable distributions under section 4966?		9a		X
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		9b		X
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?		12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**				
a	Is the organization licensed to issue qualified health plans in more than one state?		13a		
	Note: See the instructions for additional information the organization must report on Schedule O.				
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?		14a		X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation on Schedule O*		14b		
15	Is the organization subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?		15		X
	If "Yes," see instructions and file Form 4720, Schedule N.				
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income?		16		X
	If "Yes," complete Form 4720, Schedule O.				

Part VI Governance, Management, and Disclosure *For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See instructions.*

Check if Schedule O contains a response or note to any line in this Part VI .... [X]

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year **1a** 3				
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.				
b	Enter the number of voting members included on line 1a, above, who are independent **1b** 3				
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		**2**		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person?		**3**	X	
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		**4**		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		**5**		X
6	Did the organization have members or stockholders?		**6**		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		**7a**		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		**7b**		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a	The governing body?		**8a**	X	
b	Each committee with authority to act on behalf of the governing body?		**8b**	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses on Schedule O*		**9**		X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code.)*

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	**10a**		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	**10b**		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	**11a**	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	**12a**	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	**12b**	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this was done*	**12c**	X	
13	Did the organization have a written whistleblower policy?	**13**	X	
14	Did the organization have a written document retention and destruction policy?	**14**	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	**15a**		X
b	Other officers or key employees of the organization	**15b**		X
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	**16a**		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	**16b**		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶AL,AR,CA,CO,CT,DC,FL,GA,HI,IL,KS,KY

18 Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

[ ] Own website [ ] Another's website [X] Upon request [ ] Other *(explain on Schedule O)*

19 Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, address, and telephone number of the person who possesses the organization's books and records ▶

ARABELLA ADVISORS, LLC - (202) 595-1020

1828 L STREET NW, SUITE 300, WASHINGTON, DC 20036

Part VII **Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations.

See instructions for the order in which to list the persons above.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) LEE BODNER BOARD CHAIR AND PRESIDENT	1.00	X		X				0.	0.	0.
(2) MICHAEL SLABY SECRETARY & TREASURER	1.00	X		X				0.	0.	0.
(3) CHERYL CONTEE DIRECTOR EFFECTIVE 2/2020	1.00	X		X				0.	0.	0.
(4) ANDREW SCHULZ GENERAL COUNSEL	1.00			X				3,678.	0.	0.
(5) COURTNEY CUFF PROJECT DIRECTOR	40.00					X		301,150.	0.	27,246.
(6) BONNIE JONES PROJECT DIRECTOR	40.00					X		218,400.	0.	25,192.
(7) MEAGAN CAVANAUGH PROJECT DIRECTOR	40.00					X		213,165.	0.	25,027.
(8) JANET L. CREPPS HILLER PROJECT DIRECTOR	40.00					X		207,900.	0.	20,382.
(9) NATALIE FOSTER PROJECT CO-CHAIR	36.00					X		214,904.	0.	5,104.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees *(continued)*

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations

	D	E	F
1b Subtotal	1,159,197.	0.	102,951.
c Total from continuation sheets to Part VII, Section A	0.	0.	0.
d Total (add lines 1b and 1c)	1,159,197.	0.	102,951.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 36

		Yes	No
3 Did the organization list any **former** officer, director, trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	4	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
PERKINS COIE LLP P.O. BOX 24643, SEATTLE, WA 98124	LEGAL SERVICES	9,569,556.
ARABELLA ADVISORS, 1828 L STREET NW, SUITE 300, WASHINGTON, DC 20036	ADMIN., OPERATIONS & MANAGEMENT SERVICES	6,657,691.
THE MOVEMENT COOPERATIVE, 200 SCHERMERHORN ST, SUITE 326, BROOKLYN, NY 11201	CONSULTING SERVICES	3,037,207.
AKB STRATEGIES LLC 1440 G STREET NW, WASHINGTON, DC 20005	CONSULTING SERVICES	823,459.
INCITE STUDIO LLC 272 1ST AVE #2C, NEW YORK, NY 10009	CONSULTING SERVICES	800,000.

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 40

Part VIII **Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII ☐

					(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	150,391,200.				
	g	Noncash contributions included in lines 1a-1f	1g	$ 10,933,833.				
	h	**Total.** Add lines 1a-1f ▶			150,391,200.			
Program Service Revenue			**Business Code**					
	2 a	CONSULTING REVENUE	541900		606,792.	606,792.		
	b	PRI INTEREST INCOME	900099		20,360.	20,360.		
	c							
	d							
	e							
	f	All other program service revenue						
	g	**Total.** Add lines 2a-2f ▶			627,152.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶			719,852.			719,852.
	4	Income from investment of tax-exempt bond proceeds ▶						
	5	Royalties ▶						

			(i) Real	(ii) Personal
6 a	Gross rents	6a		
b	Less: rental expenses	6b		
c	Rental income or (loss)	6c		

		(A) Total revenue	(B)	(C)	(D)
6 d	Net rental income or (loss) ▶				

			(i) Securities	(ii) Other
7 a	Gross amount from sales of assets other than inventory	7a	32,541,969.	
b	Less: cost or other basis and sales expenses	7b	32,402,554.	
c	Gain or (loss)	7c	139,415.	

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
7 d	Net gain or (loss) ▶			139,415.			139,415.
8 a	Gross income from fundraising events (not including $ ______ of contributions reported on line 1c). See Part IV, line 18	8a					
b	Less: direct expenses	8b					
c	Net income or (loss) from fundraising events ▶						
9 a	Gross income from gaming activities. See Part IV, line 19	9a					
b	Less: direct expenses	9b					
c	Net income or (loss) from gaming activities ▶						
10 a	Gross sales of inventory, less returns and allowances	10a					
b	Less: cost of goods sold	10b					
c	Net income or (loss) from sales of inventory ▶						

			Business Code	(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Miscellaneous Revenue	11 a	GENERAL ADMIN RETAINER	541900	435,481.			435,481.
	b	MISCELLANEOUS REVENUE	900099	58,232.			58,232.
	c						
	d	All other revenue					
	e	**Total.** Add lines 11a-11d ▶		493,713.			
	12	**Total revenue.** See instructions ▶		152,371,332.	627,152.	0.	1,352,980.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ... [X]

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	77,571,852.	77,571,852.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	2,541,858.	2,541,858.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	3,678.		3,678.	
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	9,393,350.	9,189,859.		203,491.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	361,383.	353,554.		7,829.
9 Other employee benefits	1,032,548.	1,010,179.		22,369.
10 Payroll taxes	688,788.	673,866.		14,922.
11 Fees for services (nonemployees):				
a Management	6,821,141.		6,821,141.	
b Legal	9,963,119.	9,940,999.	22,120.	
c Accounting	57,590.		57,590.	
d Lobbying	338,758.	338,758.		
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	78,756.		78,756.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	15,731,519.	15,675,631.	42,969.	12,919.
12 Advertising and promotion	1,794,179.	1,794,179.		
13 Office expenses	172,150.	169,392.	2,758.	
14 Information technology	419,959.	384,538.	35,421.	
15 Royalties				
16 Occupancy	188,466.	188,466.		
17 Travel	244,344.	244,344.		
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	126,428.	126,428.		
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	27,185.	27,185.		
23 Insurance	67,311.	6,047.	61,264.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a MISCELLANEOUS EXPENSES	11,875.	10,676.	1,199.	
b				
c				
d				
e All other expenses				
25 **Total functional expenses.** Add lines 1 through 24e	127,636,237.	120,247,811.	7,126,896.	261,530.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ▶ [ ] if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X ☐

				(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		5,386,387.	1	23,019,805.
	2	Savings and temporary cash investments		48,767,572.	2	76,522,241.
	3	Pledges and grants receivable, net		10,584,895.	3	23,646,336.
	4	Accounts receivable, net		170,384.	4	179,818.
	5	Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		30,046.	5	17,226.
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)			6	
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges		41,115.	9	87,404.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 180,720.			
	b	Less: accumulated depreciation	10b 51,440.	82,082.	10c	129,280.
	11	Investments - publicly traded securities		64,267,345.	11	33,398,899.
	12	Investments - other securities. See Part IV, line 11			12	
	13	Investments - program-related. See Part IV, line 11		5,652,858.	13	3,088,568.
	14	Intangible assets			14	
	15	Other assets. See Part IV, line 11		19,303.	15	4,444.
	16	**Total assets.** Add lines 1 through 15 (must equal line 33)		135,001,987.	16	160,094,021.
Liabilities	17	Accounts payable and accrued expenses		1,791,183.	17	2,327,420.
	18	Grants payable		46,656,098.	18	25,781,336.
	19	Deferred revenue			19	
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D			21	
	22	Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		1,447,504.	22	2,436,800.
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D			25	
	26	**Total liabilities.** Add lines 17 through 25		49,894,785.	26	30,545,556.
Net Assets or Fund Balances		**Organizations that follow FASB ASC 958, check here ▶ [X] and complete lines 27, 28, 32, and 33.**				
	27	Net assets without donor restrictions		42,157,401.	27	44,344,604.
	28	Net assets with donor restrictions		42,949,801.	28	85,203,861.
		Organizations that do not follow FASB ASC 958, check here ▶ ☐ and complete lines 29 through 33.				
	29	Capital stock or trust principal, or current funds			29	
	30	Paid-in or capital surplus, or land, building, or equipment fund			30	
	31	Retained earnings, endowment, accumulated income, or other funds			31	
	32	Total net assets or fund balances		85,107,202.	32	129,548,465.
	33	Total liabilities and net assets/fund balances		135,001,987.	33	160,094,021.

Form **990** (2020)

032011 12-23-20

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI .... [X]

1	Total revenue (must equal Part VIII, column (A), line 12)	1	152,371,332.
2	Total expenses (must equal Part IX, column (A), line 25)	2	127,636,237.
3	Revenue less expenses. Subtract line 2 from line 1	3	24,735,095.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	85,107,202.
5	Net unrealized gains (losses) on investments	5	-116,566.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	19,578,869.
9	Other changes in net assets or fund balances (explain on Schedule O)	9	243,865.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	129,548,465.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII .... [ ]

			Yes	No
1	Accounting method used to prepare the Form 990: [ ] Cash [X] Accrual [ ] Other ______ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
	If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: [ ] Separate basis [ ] Consolidated basis [ ] Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
	If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: [X] Separate basis [ ] Consolidated basis [ ] Both consolidated and separate basis			
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c		X
	If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits	3b		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047
2020
Open to Public Inspection

Name of the organization HOPEWELL FUND
Employer identification number 47-3681860

Part I Reason for Public Charity Status. (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

1 [ ] A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
2 [ ] A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ).)
3 [ ] A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
4 [ ] A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: ________
5 [ ] An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
6 [ ] A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
7 [X] An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
8 [ ] A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
9 [ ] An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: ________
10 [ ] An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions, subject to certain exceptions; and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
11 [ ] An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
12 [ ] An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3).** Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.

a [ ] **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**

b [ ] **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**

c [ ] **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**

d [ ] **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**

e [ ] Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations ....

g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document? Yes	No	(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2016	(b) 2017	(c) 2018	(d) 2019	(e) 2020	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	16,579,022.	130,409,341.	64,615,634.	103,795,757.	150,391,200.	465,790,954.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3	16,579,022.	130,409,341.	64,615,634.	103,795,757.	150,391,200.	465,790,954.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						152,339,518.
6 **Public support.** Subtract line 5 from line 4.						313,451,436.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2016	(b) 2017	(c) 2018	(d) 2019	(e) 2020	(f) Total
7 Amounts from line 4	16,579,022.	130,409,341.	64,615,634.	103,795,757.	150,391,200.	465,790,954.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	833.	24,883.	1,348,857.	1,719,773.	719,852.	3,814,198.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	1,052.	24,647.	173,875.	255,943.	493,713.	949,230.
11 **Total support.** Add lines 7 through 10						470,554,382.

12 Gross receipts from related activities, etc. (see instructions) ..... 12 | 1,172,817.

13 **First 5 years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ..... ▶ ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2020 (line 6, column (f), divided by line 11, column (f)) ..... 14 | 66.61 %

15 Public support percentage from 2019 Schedule A, Part II, line 14 ..... 15 | 55.25 %

16a **33 1/3% support test - 2020.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ..... ▶ ☒

b **33 1/3% support test - 2019.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ..... ▶ ☐

17a **10% -facts-and-circumstances test - 2020.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and **stop here.** Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization ..... ▶ ☐

b **10% -facts-and-circumstances test - 2019.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and **stop here.** Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization ..... ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ..... ▶ ☐

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2016	(b) 2017	(c) 2018	(d) 2019	(e) 2020	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support.** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2016	(b) 2017	(c) 2018	(d) 2019	(e) 2020	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 **Total support.** (Add lines 9, 10c, 11, and 12.)						

14 **First 5 years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

15	Public support percentage for 2020 (line 8, column (f), divided by line 13, column (f))	15	%
16	Public support percentage from 2019 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2020** (line 10c, column (f), divided by line 13, column (f))	17	%
18	Investment income percentage from **2019** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2020.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests - 2019.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked box 12a, Part I, complete Sections A and B. If you checked box 12b, Part I, complete Sections A and C. If you checked box 12c, Part I, complete Sections A, D, and E. If you checked box 12d, Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

			Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? *If "No," describe in* **Part VI** *how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.*	1		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? *If "Yes," explain in* **Part VI** *how the organization determined that the supported organization was described in section 509(a)(1) or (2).*	2		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? *If "Yes," answer lines 3b and 3c below.*	3a		
b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? *If "Yes," describe in* **Part VI** *when and how the organization made the determination.*	3b		
c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? *If "Yes," explain in* **Part VI** *what controls the organization put in place to ensure such use.*	3c		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? *If "Yes," and if you checked box 12a or 12b in Part I, answer lines 4b and 4c below.*	4a		
b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? *If "Yes," describe in* **Part VI** *how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.*	4b		
c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? *If "Yes," explain in* **Part VI** *what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.*	4c		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? *If "Yes," answer lines 5b and 5c below (if applicable). Also, provide detail in* **Part VI,** *including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).*	5a		
b	**Type I or Type II only.** Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b		
c	**Substitutions only.** Was the substitution the result of an event beyond the organization's control?	5c		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? *If "Yes," provide detail in* **Part VI.**	6		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).*	7		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).*	8		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons, as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? *If "Yes," provide detail in* **Part VI.**	9a		
b	Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? *If "Yes," provide detail in* **Part VI.**	9b		
c	Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? *If "Yes," provide detail in* **Part VI.**	9c		
10a	Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? *If "Yes," answer line 10b below.*	10a		
b	Did the organization have any excess business holdings in the tax year? *(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)*	10b		

Part IV Supporting Organizations *(continued)*

			Yes	No
11	Has the organization accepted a gift or contribution from any of the following persons?			
a	A person who directly or indirectly controls, either alone or together with persons described in lines 11b and 11c below, the governing body of a supported organization?	**11a**		
b	A family member of a person described in line 11a above?	**11b**		
c	A 35% controlled entity of a person described in line 11a or 11b above? *If "Yes" to line 11a, 11b, or 11c, provide detail in* **Part VI.**	**11c**		

Section B. Type I Supporting Organizations

			Yes	No
1	Did the governing body, members of the governing body, officers acting in their official capacity, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's officers, directors, or trustees at all times during the tax year? *If "No," describe in* **Part VI** *how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove officers, directors, or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.*	**1**		
2	Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? *If "Yes," explain in* **Part VI** *how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.*	**2**		

Section C. Type II Supporting Organizations

			Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? *If "No," describe in* **Part VI** *how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).*	**1**		

Section D. All Type III Supporting Organizations

			Yes	No
1	Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	**1**		
2	Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? *If "No," explain in* **Part VI** *how the organization maintained a close and continuous working relationship with the supported organization(s).*	**2**		
3	By reason of the relationship described in line 2, above, did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? *If "Yes," describe in* **Part VI** *the role the organization's supported organizations played in this regard.*	**3**		

Section E. Type III Functionally Integrated Supporting Organizations

1 *Check the box next to the method that the organization used to satisfy the Integral Part Test during the year* **(see instructions).**

a ☐ The organization satisfied the Activities Test. *Complete* **line 2** *below.*

b ☐ The organization is the parent of each of its supported organizations. *Complete* **line 3** *below.*

c ☐ The organization supported a governmental entity. *Describe in* **Part VI** *how you supported a governmental entity (see instructions).*

			Yes	No
2	Activities Test. **Answer lines 2a and 2b below.**			
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If "Yes," then in* **Part VI identify those supported organizations and explain** *how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.*	**2a**		
b	Did the activities described in line 2a, above, constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If "Yes," explain in* **Part VI** *the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.*	**2b**		
3	Parent of Supported Organizations. **Answer lines 3a and 3b below.**			
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? *If "Yes" or "No" provide details in* **Part VI.**	**3a**		
b	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? *If "Yes," describe in* **Part VI** *the role played by the organization in this regard.*	**3b**		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (*explain in* **Part VI**). **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income			(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1		
2	Recoveries of prior-year distributions	2		
3	Other gross income (see instructions)	3		
4	Add lines 1 through 3.	4		
5	Depreciation and depletion	5		
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7	Other expenses (see instructions)	7		
8	**Adjusted Net Income** (subtract lines 5, 6, and 7 from line 4)	8		

Section B - Minimum Asset Amount			(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a	Average monthly value of securities	1a		
b	Average monthly cash balances	1b		
c	Fair market value of other non-exempt-use assets	1c		
d	**Total** (add lines 1a, 1b, and 1c)	1d		
e	**Discount** claimed for blockage or other factors (*explain in detail in* **Part VI**):			
2	Acquisition indebtedness applicable to non-exempt-use assets	2		
3	Subtract line 2 from line 1d.	3		
4	Cash deemed held for exempt use. Enter 0.015 of line 3 (for greater amount, see instructions).	4		
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6	Multiply line 5 by 0.035.	6		
7	Recoveries of prior-year distributions	7		
8	**Minimum Asset Amount** (add line 7 to line 6)	8		

Section C - Distributable Amount				Current Year
1	Adjusted net income for prior year (from Section A, line 8, column A)	1		
2	Enter 0.85 of line 1.	2		
3	Minimum asset amount for prior year (from Section B, line 8, column A)	3		
4	Enter greater of line 2 or line 3.	4		
5	Income tax imposed in prior year	5		
6	**Distributable Amount.** Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6		

7 ☐ Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations *(continued)*

Section D - Distributions		**Current Year**
1 Amounts paid to supported organizations to accomplish exempt purposes	1	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	2	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	3	
4 Amounts paid to acquire exempt-use assets	4	
5 Qualified set-aside amounts (prior IRS approval required - *provide details in* **Part VI**)	5	
6 Other distributions (*describe in* **Part VI**). See instructions.	6	
7 **Total annual distributions.** Add lines 1 through 6.	7	
8 Distributions to attentive supported organizations to which the organization is responsive (*provide details in* **Part VI**). See instructions.	8	
9 Distributable amount for 2020 from Section C, line 6	9	
10 Line 8 amount divided by line 9 amount	10	

Section E - Distribution Allocations (see instructions)	**(i)** **Excess Distributions**	**(ii)** **Underdistributions Pre-2020**	**(iii)** **Distributable Amount for 2020**
1 Distributable amount for 2020 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2020 (reasonable cause required - *explain in* **Part VI**). See instructions.			
3 Excess distributions carryover, if any, to 2020			
a From 2015			
b From 2016			
c From 2017			
d From 2018			
e From 2019			
f **Total** of lines 3a through 3e			
g Applied to underdistributions of prior years			
h Applied to 2020 distributable amount			
i Carryover from 2015 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from line 3f.			
4 Distributions for 2020 from Section D, line 7: $			
a Applied to underdistributions of prior years			
b Applied to 2020 distributable amount			
c Remainder. Subtract lines 4a and 4b from line 4.			
5 Remaining underdistributions for years prior to 2020, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, *explain in* **Part VI.** See instructions.			
6 Remaining underdistributions for 2020. Subtract lines 3h and 4b from line 1. For result greater than zero, *explain in* **Part VI**. See instructions.			
7 **Excess distributions carryover to 2021.** Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2016			
b Excess from 2017			
c Excess from 2018			
d Excess from 2019			
e Excess from 2020			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:

GENERAL ADMIN RETAINER

2016 AMOUNT: $ 0.

2017 AMOUNT: $ 0.

2018 AMOUNT: $ 0.

2019 AMOUNT: $ 209,181.

2020 AMOUNT: $ 435,481.

MISCELLANEOUS REVENUE

2016 AMOUNT: $ 1,052.

2017 AMOUNT: $ 24,647.

2018 AMOUNT: $ 173,875.

2019 AMOUNT: $ 46,762.

2020 AMOUNT: $ 58,232.

SCHEDULE A, PART II:

SCHEDULE A, PART II, LINE 1 HAS BEEN UPDATED FROM THE PREVIOUSLY FILED FORM 990S TO ACCOUNT FOR THE EFFECTS OF A PRIOR PERIOD ADJUSTMENT, AND TO REMOVE CONTRIBUTIONS AND/OR PLEDGES IN 2019 WHICH WERE DEEMED UNCOLLECTIBLE.

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

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2020

Name of the organization	Employer identification number
HOPEWELL FUND	47-3681860

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	[X] 501(c)(3) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[ ] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

[X] For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000; or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.

[ ] For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.

[ ] For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year .... ▶ $ __________

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

Name of organization	Employer identification number
HOPEWELL FUND	47-3681860

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		$ 50,694,100.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2		$ 18,225,951.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
3		$ 5,300,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
4		$ 4,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
5		$ 3,500,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
6		$ 3,150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
HOPEWELL FUND	47-3681860

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
2	PUBLICLY TRADED SECURITIES	$ 10,158,238.	12/02/20
		$	
		$	
		$	
		$	
		$	

Name of organization	Employer identification number
HOPEWELL FUND	47-3681860

Part III **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this info. once.) ▶ $
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2020

Open to Public Inspection

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (See separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (See separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization	Employer identification number
HOPEWELL FUND	47-3681860

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
2 Political campaign activity expenditures ▶ $
3 Volunteer hours for political campaign activities

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ $
2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ $
3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No
4a Was a correction made? ☐ Yes ☐ No
b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ $
2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ $
3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ $
4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No
5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	**(b)** Address	**(c)** EIN	**(d)** Amount paid from filing organization's funds. If none, enter -0-.	**(e)** Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

Part II-A **Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).**

A Check ▶ ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	**(a)** Filing organization's totals	**(b)** Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grassroots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000.
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000.
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000.
Over $17,000,000	$1,000,000.

	(a)	(b)
g Grassroots nontaxable amount (enter 25% of line 1f)		
h Subtract line 1g from line 1a. If zero or less, enter -0-		
i Subtract line 1f from line 1c. If zero or less, enter -0-		

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ **Yes** ☐ **No**

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	**(a)** 2017	**(b)** 2018	**(c)** 2019	**(d)** 2020	**(e)** Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?		X	
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	X		
c Media advertisements?	X		41,330.
d Mailings to members, legislators, or the public?	X		144,631.
e Publications, or published or broadcast statements?	X		15,176.
f Grants to other organizations for lobbying purposes?	X		4,202,035.
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		386,464.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?	X		10,000.
i Other activities?	X		66,660.
j Total. Add lines 1c through 1i			4,866,296.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

		Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1		
2 Did the organization make only in-house lobbying expenditures of $2,000 or less?	2		
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3		

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures **(do not include amounts of political expenses for which the section 527(f) tax was paid).**		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (See instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (See instructions); and Part II-B, line 1. Also, complete this part for any additional information.

PART II-B, LINE 1, LOBBYING ACTIVITIES:

HOPEWELL HAS CONDUCTED LOBBYING ACTIVITIES WITH RESPECT TO LEGISLATION RELATED TO EDUCATION, HEALTH, TAX REFORM, AND OTHER ISSUES.

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.
▶Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047
2020
Open to Public Inspection

Name of the organization HOPEWELL FUND
Employer identification number 47-3681860

Part I **Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	1	0
2	Aggregate value of contributions to (during year)	737,036.	0.
3	Aggregate value of grants from (during year)	15,469,170.	0.
4	Aggregate value at end of year	40,444,162.	0.

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? [X] Yes [ ] No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? [X] Yes [ ] No

Part II **Conservation Easements.** Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
[ ] Preservation of land for public use (for example, recreation or education)
[ ] Protection of natural habitat
[ ] Preservation of open space
[ ] Preservation of a historically important land area
[ ] Preservation of a certified historic structure

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶

4 Number of states where property subject to conservation easement is located ▶

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? [ ] Yes [ ] No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ $

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? [ ] Yes [ ] No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III **Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.** Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under FASB ASC 958, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide in Part XIII the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under FASB ASC 958, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1 ▶ $

(ii) Assets included in Form 990, Part X ▶ $

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under FASB ASC 958 relating to these items:

a Revenue included on Form 990, Part VIII, line 1 ▶ $

b Assets included in Form 990, Part X ▶ $

Part III **Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that make significant use of its collection items (check all that apply):

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange program
e ☐ Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV **Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

			Amount
c	Beginning balance	1c	
d	Additions during the year	1d	
e	Distributions during the year	1e	
f	Ending balance	1f	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII ☐

Part V **Endowment Funds.** Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

		(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a	Beginning of year balance					
b	Contributions					
c	Net investment earnings, gains, and losses					
d	Grants or scholarships					
e	Other expenditures for facilities and programs					
f	Administrative expenses					
g	End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

a Board designated or quasi-endowment ▶ ______%

b Permanent endowment ▶ ______%

c Term endowment ▶ ______%

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

			Yes	No
(i)	Unrelated organizations	3a(i)		
(ii)	Related organizations	3a(ii)		
b	If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI **Land, Buildings, and Equipment.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

	Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a	Land				
b	Buildings				
c	Leasehold improvements				
d	Equipment		21,971.	6,481.	15,490.
e	Other		158,749.	44,959.	113,790.

Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10c.)* ▶ 129,280.

Schedule D (Form 990) 2020

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 15.)* ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25.)* ▶	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ... X

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	152,433,675.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains (losses) on investments	2a	-116,566.		
b	Donated services and use of facilities	2b	10,800.		
c	Recoveries of prior year grants	2c	246,865.		
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	141,099.
3	Subtract line **2e** from line **1**			3	152,292,576.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	78,756.		
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	78,756.
5	Total revenue. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	152,371,332.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	127,571,281.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	10,800.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d	3,000.		
e	Add lines **2a** through **2d**			2e	13,800.
3	Subtract line **2e** from line **1**			3	127,557,481.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	78,756.		
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	78,756.
5	Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18.)*			5	127,636,237.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

THE FUND DOES NOT HAVE ANY MATERIAL UNCERTAIN TAX POSITIONS OR UNRELATED BUSINESS INCOME. THE FUND FILES EXEMPT FUND RETURNS AND, IF APPLICABLE, UNRELATED BUSINESS INCOME TAX RETURNS IN THE U.S. FEDERAL AND STATE JURISDICTIONS.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

REVERSAL OF PRIOR YEAR CONTRIBUTION/PLEDGE REVENUE 3,000.

SCHEDULE F
(Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.
▶ Attach to Form 990.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047
2020
Open to Public Inspection

Name of the organization	Employer identification number
HOPEWELL FUND	47-3681860

Part I **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 **For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ...... [X] Yes [ ] No

2 **For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
EAST ASIA AND THE PACIFIC	0	0	GRANTMAKING		50,000.
EUROPE (INCLUDING ICELAND & GREENLAND)	0	0	GRANTMAKING		1,405,000.
MIDDLE EAST AND NORTH AFRICA	0	0	GRANTMAKING		30,000.
NORTH AMERICA	0	0	GRANTMAKING		50,000.
SUB-SAHARAN AFRICA	0	0	GRANTMAKING		1,006,858.
3 a Subtotal	0	0			2,541,858.
b Total from continuation sheets to Part I	0	0			0.
c **Totals** (add lines 3a and 3b)	0	0			2,541,858.

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		EAST ASIA AND THE PACIFIC	YOUTH DEVELOPMENT AND EDUCATION	50,000.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY	900,000.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY	250,000.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	45,000.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY	40,000.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	32,500.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	30,000.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	30,000.	WIRE TRANSFER	0.		

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as a tax exempt 501(c)(3) organization by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter ▶ 25

3 Enter total number of other organizations or entities ▶ 0

Part II **Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States.** (Schedule F (Form 990), Part II, line 1)

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	30,000.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	7,500.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	7,500.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	7,500.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	7,500.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	7,500.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	5,000.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	YOUTH DEVELOPMENT AND EDUCATION	5,000.	WIRE TRANSFER	0.		
		MIDDLE EAST AND NORTH AFRICA	YOUTH DEVELOPMENT AND EDUCATION	30,000.	WIRE TRANSFER	0.		

Part II **Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States.** (Schedule F (Form 990), Part II, line 1)

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		NORTH AMERICA	HEALTH	50,000.	WIRE TRANSFER	0.		
		SUB-SAHARAN AFRICA	CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY	268,000.	WIRE TRANSFER	0.		
		SUB-SAHARAN AFRICA	HEALTH	238,800.	WIRE TRANSFER	0.		
		SUB-SAHARAN AFRICA	HEALTH	200,058.	WIRE TRANSFER	0.		
		SUB-SAHARAN AFRICA	HEALTH	100,000.	WIRE TRANSFER	0.		
		SUB-SAHARAN AFRICA	HEALTH	100,000.	WIRE TRANSFER	0.		
		SUB-SAHARAN AFRICA	HEALTH	70,000.	WIRE TRANSFER	0.		
		SUB-SAHARAN AFRICA	HEALTH	30,000.	WIRE TRANSFER	0.		

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 16.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of noncash assistance	(g) Description of noncash assistance	(h) Method of valuation (book, FMV, appraisal, other)

Part IV Foreign Forms

		Yes	No
1	Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)*		X
2	Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; don't file with Form 990)*		X
3	Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations (see Instructions for Form 5471)*		X
4	Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)*		X
5	Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see Instructions for Form 8865)*		X
6	Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713; don't file with Form 990)*		X

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

PART I, LINE 2:

THE ORGANIZATION GENERALLY REQUIRES A WRITTEN PROPOSAL DESCRIBING HOW THE GRANT FUNDS WILL BE USED, AND PRE-GRANT INQUIRY IS THEN CONDUCTED TO EVALUATE THE GRANTEE. ALL GRANTS ARE SUBJECT TO A WRITTEN GRANT AGREEMENT THAT IMPOSES REPORTING OBLIGATIONS, REQUIRES FUNDS BE USED SOLELY AS SPECIFIED IN THE PROPOSAL, AND REQUIRES THAT FUNDS BE RETURNED IF NOT SPENT APPROPRIATELY OR IF REPORTS ARE NOT FILED AS REQUIRED.

PART I, LINE 3:

ACCRUAL METHOD

PART II, LINE 1 (ACCOUNTING METHOD):

ACCRUAL METHOD

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations, Governments, and Individuals in the United States

Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047
2020
Open to Public Inspection

Name of the organization: HOPEWELL FUND
Employer identification number: 47-3681860

Part I **General Information on Grants and Assistance**

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II **Grants and Other Assistance to Domestic Organizations and Domestic Governments.** Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
9TO5 NATIONAL ASSOCIATION OF WORKING WOMEN - 207 E BUFFALO STREET - MILWAUKEE, WI 53202	34-1246311	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
A BETTER BALANCE 40 WORTH STREET NEW YORK, NY 10013	20-3664771	501(C)(3)	15,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
A BETTER WISCONSIN TOGETHER INSTITUTE INC - 6516 MONONA DRIVE - MADISON, WI 53716	84-4321571	501(C)(3)	72,376.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
A WOMAN'S CHOICE OF CHARLOTTE 421 WENDOVER ROAD CHARLOTTE, NC 28211	81-4130825		35,000.	0.			HEALTH
A WOMAN'S CHOICE OF GREENSBORO INC 2425 RANDLEMAN ROAD GREENSBORO, NC 27407	47-2794760		20,000.	0.			HEALTH
A WOMAN'S CHOICE OF JACKSONVILLE, INC - 4131 UNIVERSITY BLVD - JACKSONVILLE, FL 32216	04-3590126		50,000.	0.			HEALTH

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 264.

3 Enter total number of other organizations listed in the line 1 table ▶ 86.

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
A WOMAN'S CHOICE OF RALEIGH INC 3305 DRAKE CIRCLE RALEIGH, NC 27607	26-0837052		20,000.	0.			HEALTH
AANCHOR HEALTH CENTER, LTD. P.O. BOX 1025 ARLINGTON HEIGHTS, IL 60006	36-4414552		20,450.	0.			HEALTH
ABORTION CARE NETWORK 1300 I ST NW WASHINGTON, DC 20005	26-1972058	501(C)(3)	8,126.	0.			TECHNOLOGY AND INNOVATION
ACCESS HEALTH CENTER 1700 75TH ST DOWNERS GROVE, IL 60516	74-2611798		56,475.	0.			HEALTH
ACCION POLITICA PCUNISTA 300 YOUNG STREET WOODBURN, OR 97071	93-1313795	501(C)(4)	10,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ACRONYM 1400 L ST NW WASHINGTON, DC 20005	82-1630469	501(C)(4)	8,078,980.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ACTION CENTER ON RACE AND THE ECONOMY INSTITUTE - 1901 W CARROLL AVE - CHICAGO, IL 60612	82-1199695	501(C)(3)	300,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ACTION INSTITUTE NC 1817 CENTRAL AVE CHARLOTTE, NC 28205	56-1088116	501(C)(3)	36,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ACTUATE INNOVATION INC 555 BRYANT STREET, #878 PALO ALTO, CA 94301	35-2668523	501(C)(3)	1,017,579.	0.			TECHNOLOGY AND INNOVATION

Schedule I (Form 990)

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ACUMEN FUND INC 40 WORTH ST NEW YORK, NY 10013	13-4166228	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ADAMANT MEDIA PO BOX 19118 OAKLAND, CA 94619	83-0832254	501(C)(3)	15,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ADMINISTRATORS OF THE TULANE EDUCATIONAL FUND - 7029-C FRERET STREET - NEW ORLEANS, LA 70118	72-0423889	501(C)(3)	2,215,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ADVANTAGE HEALTH CARE LTD P.O. BOX 1025 ARLINGTON HEIGHTS, IL 60006	36-4167859		55,625.	0.			HEALTH
ALABAMA WOMEN'S CENTER FOR REPRODUCTIVE ALTERNATIVES - 48135 PARKMAN DRIVE NW - HUNTSVILLE, AL 35810	63-1255537		50,000.	0.			HEALTH
ALIGHT 615 1ST AVE NE MINNEAPOLIS, MN 55413	36-3241033	501(C)(3)	65,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ALL AMERICANS VOTE 20 TENNESSEE ST RINGGOLD, GA 30736	84-2048785	501(C)(3)	436,457.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ALLEGHENY REPRODUCTIVE HEALTH CENTER - 5910 KIRKWOOD ST - PITTSBURGH, PA 15206	82-0598328		50,000.	0.			HEALTH
ALLENTOWN WOMEN'S CENTER 31 S COMMERCE WAY BETHLEHEM, PA 18017	23-2073222		151,028.	0.			HEALTH

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALLIANCE FOR A JUST SOCIETY 3518 S EDMUNDS STREET SEATTLE, WA 98118	91-1635554	501(C)(3)	92,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ALLIANCE FOR BALANCED GOVERNMENT 5530 MUNFORD ROAD RALEIGH, NC 27612	84-2847020	501(C)(4)	400,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ALLIANCE FOR YOUTH ORGANIZING 915 5TH ST NW WASHINGTON, DC 20001	46-2465621	501(C)(3)	200,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
AMALGAMATED CHARITABLE FOUNDATION INC - 1825 K ST NW - WASHINGTON, DC 20006	82-1517696	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
AMERICA VOTES 1155 CONNECTICUT AVE NW WASHINGTON, DC 20036	26-4568349	501(C)(4)	907,225.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
AMERICAN CONSTITUTION SOCIETY FOR LAW AND POLICY - 1899 L STREET NW - WASHINGTON, DC 20036	52-2313694	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
AMERICAN INDEPENDENT BUSINESS ALLIANCE - 4217 READING ROAD - CINCINNATI, OH 45237	84-1602447	501(C)(3)	75,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
AMERICAN OVERSIGHT INC 1030 15TH ST NW WASHINGTON, DC 20005	81-5294830	501(C)(3)	150,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
AMERICAN PROSPECT INC 1225 I ST NW WASHINGTON, DC 20005	52-1617061	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AMERICAN SUSTAINABLE BUSINESS INSTITUTE INC - 712 H STREET NE - WASHINGTON, DC 20002	45-2384297	501(C)(3)	136,798.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ARCHIVE OF CONTEMPORARY MUSIC 54 WHITE ST NEW YORK, NY 10013	13-3347764	501(C)(3)	125,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ARIZONA ADVOCACY FOUNDATION 221 E INDIANOLA AVENUE PHOENIX, AZ 85012	02-0565840	501(C)(3)	65,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ARIZONA CENTER FOR EMPOWERMENT 5716 N 19TH AVE PHOENIX, AZ 85015	27-2366780	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ARKANSAS ABORTION SUPPORT NETWORK 6716 GAP POINT CIR SHERWOOD, AR 72120	81-2441571	501(C)(3)	153,000.	0.			HEALTH
ASYLUM SEEKER ADVOCACY PROJECT 228 PARK AVE S NEW YORK, NY 10003	83-3011862	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ATLANTA PARTNERSHIP OF BUSINESS AND EDUCATION - 130 TRINITY AVE SW - ATLANTA, GA 30303	58-1463137	501(C)(3)	10,000.	0.			YOUTH DEVELOPMENT AND EDUCATION
ATLANTA WOMEN'S MEDICAL CENTER INC 601 CHAPEL AVE EAST CHERRY HILL, NJ 08034	23-2060652		75,000.	0.			HEALTH
ATMA CONNECT 4200 PARK BLVD OAKLAND, CA 94602	81-2938272	501(C)(3)	75,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BE THE CHANGE REVOLUTIONS LLC PO BOX 751292 DAYTON, OH 45475	45-5315148		48,500.	0.			HEALTH
BETTER PENNSYLVANIA INC 1740 MAIN STREET MECHANICSBURG, PA 17055	84-3194010	501(C)(4)	687,220.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
BLUE MOUNTAIN CLINIC 610 N. CALIFORNIA MISSOULA, MT 59802	81-0365291	501(C)(3)	99,985.	0.			HEALTH
BOREALIS PHILANTHROPY PO BOX 3295 MINNEAPOLIS, MN 55403	46-4598642	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
BURMA HUMANITARIAN MISSION 2985 S 800 E SALT LAKE CITY, UT 84106	26-3268421	501(C)(3)	65,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
BUSINESS EDUCATION FUND 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009	84-2969730	501(C)(3)	68,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CALIFORNIA INSTITUTE OF TECHNOLOGY 1200 E CALIFORNIA BLVD PASADENA, CA 91125	95-1643307	501(C)(3)	500,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CAMBRIDGE REPRODUCTIVE HEALTH CONSULTANTS - 98 ELECTRIC AVE - SOMERVILLE, MA 02144	46-1645061	501(C)(3)	15,500.	0.			HEALTH
CASA 8151 15TH AVENUE HYATTSVILLE, MD 20783	52-1372972	501(C)(3)	56,480.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CEDAR RIVER CLINIC 106 EAST E STREET YAKIMA, WA 98901-2312	91-1083929	501(C)(3)	161,160.	0.			HEALTH
CENTENNIAL STATE PROSPERITY 1274 ADAMS ST DENVER, CO 80206	84-3973327	501(C)(4)	508,332.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CENTER FOR AMERICAN PROGRESS 1333 H ST NW WASHINGTON, DC 20005	30-0126510	501(C)(3)	40,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CENTER FOR COMMON GROUND 18459 PATRIOT LN RUTHER GLEN, VA 22546	82-4589218	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CENTER FOR ECONOMIC AND POLICY RESEARCH - 1611 CONNECTICUT AVE NW - WASHINGTON, DC 20009	52-2204029	501(C)(3)	325,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CENTER FOR MEDIA AND DEMOCRACY, INC. - 122 W WASHINGTON AVENUE, SUITE 830 - MADISON, WI 53703	39-1777402	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CENTRAL ARIZONANS FOR A SUSTAINABLE ECONOMY - 801 N 2ND AVE - PHOENIX, AZ 85003	26-1689914	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CHERRY HILL WOMEN'S CENTER INC 601 CHAPEL AVE EAST CHERRY HILL, NJ 08034	23-2068660		117,000.	0.			HEALTH
CHICAGO ABORTION FUND 333 W NORTH AVE CHICAGO, IL 60610	36-3451293	501(C)(3)	9,778.	0.			TECHNOLOGY AND INNOVATION

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	**(b)** EIN	**(c)** IRC section if applicable	**(d)** Amount of cash grant	**(e)** Amount of non-cash assistance	**(f)** Method of valuation (book, FMV, appraisal, other)	**(g)** Description of non-cash assistance	**(h)** Purpose of grant or assistance
CHILDREN'S ACTION ALLIANCE 3030 N 3RD ST PHOENIX, AZ 85012	86-0594785	501(C)(3)	80,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CHILDREN'S RIGHTS INC 88 PINE STREET NEW YORK, NY 10005	13-3801864	501(C)(3)	1,100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CHOICES WOMEN'S MEDICAL CENTER 147-32 JAMAICA AVE JAMAICA, NY 11435	11-2715115		125,000.	0.			HEALTH
CHOOSE LOVE INC 45 WEST 36TH ST., 6TH FLOOR NEW YORK, NY 10018-7635	83-1378746	501(C)(3)	2,950,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CIVIC NEBRASKA 111 LINCOLN MALL LINCOLN, NE 68508	27-2204391	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
COLOR 827 SHERMAN STREET DENVER, CO 80203	84-1569021	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
COLORADO CONSUMER HEALTH INITIATIVE - 1420 N OGDEN STREET - DENVER, CO 80218	84-1145452	501(C)(3)	205,335.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
COLORADO FISCAL INSTITUTE 1905 SHERMAN ST DENVER, CO 80203	46-1281109	501(C)(3)	11,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
COLORADO PEOPLE'S ALLIANCE 700 KALAMATH ST DENVER, CO 80204	84-1599036	501(C)(3)	8,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COLOROFCHANGE.ORG EDUCATION FUND 1714 FRANKLIN ST. OAKLAND, CA 94612	45-5569879	501(C)(3)	300,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
COMMITTEE TO PROTECT MEDICARE & THE ACA INC - 3317 W FULLERTON AVE - CHICAGO, IL 60647	82-0596008	501(C)(4)	165,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
COMMON CAUSE EDUCATION FUND 805 15TH STREET NW WASHINGTON, DC 20005	31-1705370	501(C)(3)	150,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
COMMON SENSE MEDIA 650 TOWNSEND ST SAN FRANCISCO, CA 94103	41-2024986	501(C)(3)	70,000.	0.			YOUTH DEVELOPMENT AND EDUCATION
COMMUNITY ADVOCATES INC 728 N JAMES LOVELL ST MILWAUKEE, WI 53233	39-1249426	501(C)(3)	5,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CONSUMERS FOR AFFORDABLE HEALTH CARE - 12 CHURCH STREET - AUGUSTA, ME 04330	04-3366975	501(C)(3)	32,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CORE INC DBA CORE GROUP 1901 PENNSYLVANIA AVE NW WASHINGTON, DC 20006	31-1744950	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
COUNT MI VOTE EDUCATION FUND PO BOX 16180 LANSING, MI 48901	83-1771426	501(C)(3)	95,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
CREATIVE ACTION NETWORK 531A PENNSYLVANIA AVE SAN FRANCISCO, CA 94107	46-2189656		100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
DC ABORTION FUND 1616 H STREET NW WASHINGTON, DC 20006	20-4713150	501(C)(3)	32,300.	0.			TECHNOLOGY AND INNOVATION
DE COALITION AGAINST GUN VIOLENCE EDUCATIONAL FUND - PO BOX 883 - HOCKESSIN, DE 19707	38-3914811	501(C)(3)	45,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
DELAWARE COUNTY WOMEN'S CENTER INC 601 CHAPEL AVE EAST CHERRY HILL, NJ 08034	46-4170082		145,000.	0.			HEALTH
DELTA CLINIC OF BATON ROUGE INC 756 COLONIAL DRIVE BATON ROUGE, LA 70806	72-1379710		50,000.	0.			HEALTH
DEMOCRACY 21 EDUCATION FUND 1913 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20036	52-1956824	501(C)(3)	15,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
DEMOCRACY NORTH CAROLINA 3000 AERIAL CENTER PARKWAY MORRISVILLE, NC 27560	56-2271150	501(C)(3)	175,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
DEMOS: A NETWORK FOR IDEAS & ACTION, LTD - 80 BROAD STREET, 4TH FLOOR - NEW YORK, NY 10004	13-4105066	501(C)(3)	175,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
DESIGN THAT MATTERS INC 17725 NE 65TH ST REDMOND, WA 98052	30-0172078	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
DIMAGI INC 585 MASSACHUSETTS AVE CAMBRIDGE, MA 02139	83-0343298		100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Schedule I (Form 990)

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
EASTLAND WOMEN'S CLINIC 15921 E 8 MILE ROAD EASTPOINT, MI 48021	38-2183445		91,795.	0.			HEALTH
EDUCATION NOW 1016 IREDELL STREET DURHAM, NC 27705	84-4365153	501(C)(4)	250,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
EDUCATIONAL FUND TO STOP GUN VIOLENCE - 805 15TH STREET NW - WASHINGTON, DC 20005	52-1114375	501(C)(3)	210,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
EMERGING AMERICAN MAJORITIES 1225 EYE STREET NW WASHINGTON, DC 20005	81-4100201	501(C)(4)	352,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
EMORY UNIVERSITY 1599 CLIFTON RD ATLANTA, GA 30322	58-0566256	501(C)(3)	49,939.	0.			EDUCATION
EMW WOMEN'S SURGICAL CENTER PSC 136 W MARKET ST LOUISVILLE, KY 40202	61-0994343		50,000.	0.			HEALTH
ENVIRONMENTAL DEFENSE FUND 257 PARK AVE S. NEW YORK, NY 10010	11-6107128	501(C)(3)	350,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FAIR DEMOCRACY ENGAGEMENT FUND PO BOX 15293 WASHINGTON, DC 20003	83-3860998	501(C)(3)	250,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FAIR FIGHT ACTION INC 1270 CAROLINE ST NE ATLANTA, GA 30307	47-1427359	501(C)(4)	980,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FAIR FUTURE NC 8 ST MARYS STREET RALEIGH, NC 27605	84-3038674	501(C)(4)	301,200.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FAITH IN PUBLIC LIFE INC 1990 M ST WASHINGTON, DC 20036	20-3798596	501(C)(3)	103,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FAMILY PLANNING ASSOCIATES MEDICAL GROUP LTD - 659 W. WASHINGTON BLVD. - CHICAGO, IL 60661	94-3160268		3,785,820.	0.			HEALTH
FAMILY VALUES AT WORK 207 E BUFFALO STREET MILWAUKEE, WI 53202	27-0321696	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FAMM FOUNDATION 1100 H STREET NW WASHINGTON, DC 20005	52-1750246	501(C)(3)	187,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FEMINIST WOMEN'S HEALTH CENTER INC 1924 CLIFF VALLEY WAY NE ATLANTA, GA 30329	58-1273243	501(C)(3)	96,300.	0.			HEALTH
FLORIDA ASSOCIATION OF RECOVERY RESIDENCES INC - 326 W LANTANA ROAD - LANTANA, FL 33462	46-0634210	501(C)(3)	10,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FLORIDA COALITION ON BLACK CIVIC PARTICIPATION INC - 3504 SABLE PALM LN - TITUSVILLE, FL 32780	80-0659599	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FLORIDA VOICES FOR HEALTH INC 12978 SW 44TH ST MIRAMAR, FL 33027	82-0921929	501(C)(3)	128,900.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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FLORIDA WATCH ACTION 542 NE 72 ST MIAMI, FL 33138	27-1856471	501(C)(4)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FOCUSING PHILANTHROPY INC 1637 16TH ST SANTA MONICA, CA 90404	45-2405071	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FOR OUR FUTURE ACTION FUND 1411 K STREET NW, STE. 900 WASHINGTON, DC 20005	81-2638345	501(C)(4)	169,975.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FORWARD JUSTICE 400 W MAIN STREET DURHAM, NC 27701	81-2450800	501(C)(3)	550,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FOUNDATION FOR LOUISIANA 4354 S SHERWOOD FOREST BLVD BATON ROUGE, LA 70816	20-3399944	501(C)(3)	80,000.	0.			HEALTH
FRASER STRYKER PC LLO 409 S 17 STREET OMAHA, NE 68102	47-0545789		134,451.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FREEDOM VIRGINIA 103 DUNDEE AVE RICHMOND, VA 23225	85-1257540		320,325.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FUND FOR EDUCATIONAL EXCELLENCE 800 N. CHARLES ST. SUITE 400 BALTIMORE, MD 21201	52-1129402	501(C)(3)	14,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FUND TEXAS CHOICE 3005 S LAMAR BLVD AUSTIN, TX 78704	46-3372095	501(C)(3)	11,917.	0.			TECHNOLOGY AND INNOVATION

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FUTURE FORWARD USA ACTION 611 PENNSYLVANIA AVE SE WASHINGTON, DC 20003	82-4170762	501(C)(4)	1,187,688.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FUTURE NOW ACTION 700 13TH ST NW WASHINGTON, DC 20005	82-2390410	501(C)(4)	1,112,827.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
FWD.US EDUCATION FUND INC 1101 K STREET NW WASHINGTON, DC 20005	82-0962378	501(C)(3)	1,275,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
GATEWAY COMMUNITY SERVICES MAINE 501 FOREST AVE PORTLAND, ME 04103	81-3604505	501(C)(3)	6,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
GENERATION SOS 33 SOUNDVIEW DRIVE WESTPORT, CT 06880	84-1971832	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
GEORGETOWN UNIVERSITY 37TH AND O ST NW WASHINGTON, DC 20057	53-0196603	501(C)(3)	200,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
GEORGIA BUDGET & POLICY INSTITUTE 50 HURT PLAZA SE ATLANTA, GA 30303	55-0860376	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
GEORGIA STRATEGIC ALLIANCE FOR NEW DIRECTIONS - 2366 SYLVAN ROAD - EAST POINT, GA 30344	20-0984437	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
GERALD HUFF FUND FOR HUMANITY 170 PACIFIC AVE SAN FRANCISCO, CA 94111	83-3697131	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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GIRL RISING 114 W 26TH ST NEW YORK, NY 10001	82-2862554	501(C)(3)	255,000.	0.			YOUTH DEVELOPMENT AND EDUCATION
GLOBAL IMPACT 1199 N FAIRFAX ST ALEXANDRIA, VA 22314	52-1273585	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
GOOD BUSINESS COLORADO 1420 OGDEN ST. DENVER, CO 80218	32-0599105	501(C)(3)	170,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
GOOD FILMS IMPACT 1320 E 7TH ST LOS ANGELES, CA 90021	83-1501685	501(C)(3)	250,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
GRAMEEN AMERICA, INC 150 WEST 30TH ST NEW YORK, NY 10001	20-8497991	501(C)(3)	258,000.	0.			YOUTH DEVELOPMENT AND EDUCATION
GRAND CANYON INSTITUTE INC 15820 N. 35TH AVENUE PHOENIX, AZ 85053	45-0671339	501(C)(3)	35,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
HAITIAN GLOBAL HEALTH ALLIANCE INC 68 JAY STREET BROOKLYN, NY 11201	98-0158310	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
HARTFORD GYN CENTER 601 CHAPEL AVE EAST CHERRY HILL, NJ 08034	23-2149551		115,000.	0.			HEALTH
HEALTH CARE FOUNDATION FOR VENTURA COUNTY INC - 3291 LOMA VISTA ROAD - VENTURA, CA 93003	47-1535937	501(C)(3)	55,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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HEKTOEN INSTITUTE FOR MEDICAL RESEARCH - 1339 S WOOD ST - CHICAGO, IL 60608	36-2244897	501(C)(3)	167,536.	0.			HEALTH
HISPANIC FEDERATION, INC. 55 EXCHANGE PLACE NEW YORK, NY 10005	13-3573852	501(C)(3)	56,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
HUMANE RESCUE ALLIANCE WASHINGTON HUMANE SOCIETY WASHINGTON, DC 20011	53-0219724	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
HUMANE SOCIETY OF THE UNITED STATES - 700 PROFESSIONAL DR - GAITHERSBURG, MD 20879	53-0225390	501(C)(3)	160,750.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
IF WHEN HOW 1714 FRANKLIN STREET OAKLAND, CA 94612	90-0181944	501(C)(3)	125,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
IMAGINE NC FIRST PO BOX 428 RALEIGH, NC 27602	46-4006055	501(C)(3)	271,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
INCOME MOVEMENT FOUNDATION 725 NE JESSUP ST PORTLAND, OR 97211	85-0995395	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
INDIANAPOLIS PUBLIC SCHOOLS EDUCATION FOUNDATION - 120 EAST WALNUT ST - INDIANAPOLIS, IN 46204	31-1103966	501(C)(3)	40,000.	0.			YOUTH DEVELOPMENT AND EDUCATION
INEQUALITY MEDIA PO BOX 9323 BERKELEY, CA 94709	46-5544528	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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INITIATIVE FOR MEDICINES ACCESS & KNOWLEDGE INC - 16192 COASTAL HWY - LEWES, DE 19958	20-8559302	501(C)(3)	75,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
INQUIRY SCHOOLS 595 BARNES ST PHILADELPHIA, PA 19128	46-2735104	501(C)(3)	95,035.	0.			YOUTH DEVELOPMENT AND EDUCATION
INSIGHT CENTER FOR COMMUNITY ECONOMIC DEVELOPMENT - 360 14TH STREET - OAKLAND, CA 94612	94-2410277	501(C)(3)	55,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
INSTITUTE FOR A PROGRESSIVE NEVADA 2275 RENAISSANCE DR LAS VEGAS, NV 89119	27-0854756	501(C)(3)	30,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
INSTITUTE FOR INTELLECTUAL PROPERTY AND SOCIAL JUSTICE - 707 MAPLE AVE - ROCKVILLE, MD 20850	71-1027667	501(C)(3)	75,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
INSTITUTE FOR LOCAL SELF-RELIANCE 2720 E. 22ND STREET MINNEAPOLIS, MN 55406	23-7394104	501(C)(3)	300,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
INSTITUTE ON TAXATION AND ECONOMIC POLICY - 1616 P ST NW - WASHINGTON, DC 20036	04-2688165	501(C)(3)	5,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
INTELEHEALTH 3808 PALMETTO COURT ELLICOTT CITY, MD 21042	81-2934607	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
INTERNATIONAL REFUGEE ASSISTANCE PROJECT INC - 40 RECTOR ST., 9TH FLOOR - NEW YORK, NY 10006	82-2167556	501(C)(3)	350,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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IOWA CITIZEN ACTION EDUCATION FOUNDATION - 941 25TH AVE - CORALVILLE, IA 52241	42-1208327	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
JACKSON WOMEN'S HEALTH ORG 2903 N STATE ST JACKSON, MS 39216	27-2584504		50,000.	0.			HEALTH
JEWS UNITED FOR JUSTICE 1100 H STREET NW WASHINGTON, DC 20005	52-2346578	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
JOAN G. LOVERING HEALTH CENTER 559 PORTSMOUTH AVE GREENLAND, NH 03840	22-2572590	501(C)(3)	33,630.	0.			HEALTH
JTP PROFESSIONAL SERVICE CORPORATION - 2038 FORD PARKWAY - SAINT PAUL, MN 55116	85-0868142	501(C)(3)	137,692.	0.			HEALTH
KENNY GUINN CENTER FOR POLICY PRIORITIES - 3281 S. HIGHLAND DRIVE - LAS VEGAS, NV 89109	46-4075622	501(C)(3)	70,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
KENTUCKY CENTER FOR ECONOMIC POLICY - 433 CHESTNUT STREET - BEREA, KY 40403	84-4979582	501(C)(3)	9,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
KEYSTONE RESEARCH CENTER 412 N THIRD ST HARRISBURG, PA 17101	25-1776998	501(C)(3)	426,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
KING BAUDOUIN FOUNDATION UNITED STATES - 10 ROCKEFELLER PLAZA - NEW YORK, NY 10020	58-2277856	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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KRUG LLC 150 CENTRAL PARK SQUARE LOS ALAMOS, NM 87544	82-3466814		1,017,475.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
LEADERSHIP CENTER FOR ATTORNEY GENERAL STUDIES - 1350 I ST - WASHINGTON, DC 20005	84-3726976	501(C)(3)	3,408,750.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
LEADERSHIP NOW PROJECT 1401 K ST NW SUITE 900 WASHINGTON, DC 20005	82-1780610		228,566.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND - 740 15TH STREET NW - WASHINGTON, DC 20005	52-1379661	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
LEAGUE OF WOMEN VOTERS OF FLORIDA EDUCATION FUND - PO BOX 1911 - ORLANDO, FL 32802	59-1385724	501(C)(3)	47,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
LEAGUE OF WOMEN VOTERS OF MAINE EDUCATION FUND - PO BOX 18187 - PORTLAND, ME 04112	04-3386477	501(C)(3)	75,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
LELAND STANFORD JUNIOR UNIVERSITY 1705 EL CAMINO REAL PALO ALTO, CA 94306	94-1156365	501(C)(3)	25,220.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
LILITH FUND, INC. PO BOX 684949 AUSTIN, TX 78768	74-3008249	501(C)(3)	10,618.	0.			TECHNOLOGY AND INNOVATION
LITTLE ROCK FAMILY PLANNING SERVICES PLLC - 4 OFFICE PARK DR - LITTLE ROCK, AR 72211	27-1499789		50,000.	0.			HEALTH

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LOUISIANA CHILDREN'S MEDICAL CENTER - 200 HENRY CLAY AVE - NEW ORLEANS, LA 70118	94-3480131	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
LYDIAN ACCELERATOR 5335 LAWTON AVENUE OAKLAND, CA 94618	83-4634227	501(C)(3)	17,103.	0.			HEALTH
MAINE AFL-CIO 21 GABRIEL DRIVE AUGUSTA, ME 04330	01-0113840	501(C)(5)	45,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MAINE CENTER FOR ECONOMIC POLICY ONE WESTON COURT AUGUSTA, ME 04330	22-3317572	501(C)(3)	95,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MAINE CITIZENS FOR CLEAN ELECTIONS PO BOX 18187 PORTLAND, ME 04112	27-2646667	501(C)(3)	40,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MAINE EQUAL JUSTICE 126 SEWALL STREET AUGUSTA, ME 04330	04-3346273	501(C)(3)	40,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MAINE PEOPLES RESOURCE CENTER 565 CONGRESS ST PORTLAND, ME 04101	22-2586108	501(C)(3)	370,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MAINERS FOR WORKING FAMILIES 49 QUEBEC ST. APT 3 PORTLAND, ME 04101	84-3390123	501(C)(4)	313,499.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MAKE THE ROAD NY 301 GROVE ST BROOKLYN, NY 11237	11-3344389	501(C)(3)	7,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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MARCH ON MARYLAND 15800 CRABBS BRANCH PKWY ROCKVILLE, MD 20855	82-0958114	501(C)(3)	50,769.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MARYLAND CENTER ON ECONOMIC POLICY 1800 N. CHARLES ST. BALTIMORE, MD 21201	90-0999151	501(C)(3)	135,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MARYLAND CITIZENS HEALTH INITIATIVE EDUCATION FUND INC - 2600 ST. PAUL STREET - BALTIMORE, MD 21218	52-2173223	501(C)(3)	10,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MARYLAND CONSUMER RIGHTS COALITION 2209 MARYLAND AVENUE BALTIMORE, MD 21218	52-2266235	501(C)(3)	15,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MARYLAND FAMILY NETWORK, INC 1001 EASTERN AVE 2ND FLOOR BALTIMORE, MD 21202	52-1486702	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MARYLAND PUBLIC INTEREST RESEARCH FOUNDATION - 2209 MARYLAND AVENUE - BALTIMORE, MD 21218	52-1033638	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MARYLAND RISE 7850 WALKER DRIVE GREENBELT, MD 20770	85-1251741	501(C)(4)	185,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MARYPIRG CITIZEN LOBBY INC 2209 MARYLAND AVE BALTIMORE, MD 21218	52-1818910	501(C)(4)	30,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MASSACHUSETTS BUDGET AND POLICY CENTER INC - ONE STATE ST - BOSTON, MA 02109	04-2967537	501(C)(3)	40,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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MASSACHUSETTS INSTITUTE OF TECHNOLOGY - 77 MASSACHUSETTS AVE - CAMBRIDGE, MA 02139	04-2103594	501(C)(3)	90,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MASSPIRG EDUCATION FUND 294 WASHINGTON ST BOSTON, MA 02108	04-2670284	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MEDIA MATTERS FOR AMERICA 455 MASSACHUSETTS AVE NW WASHINGTON, DC 20001	47-0928008	501(C)(3)	150,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MEMPHIS CENTER FOR REPRODUCTIVE HEALTH - 1726 POPLAR AVE - MEMPHIS, TN 38104	62-0931089	501(C)(3)	94,000.	0.			HEALTH
MI FAMILIA VOTA EDUCATION FUND 1140 E WASHINGTON ST PHOENIX, AZ 85034	20-0182824	501(C)(3)	40,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MIAMI FREEDOM PROJECT INC 937 NW 3RD AVENUE MIAMI, FL 33136	84-3808281	501(C)(4)	52,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MICHIGAN AVENUE CENTER FOR HEALTH, LTD - P.O. BOX 1025 - ARLINGTON HEIGHTS, IL 60006	61-1466865		8,300.	0.			HEALTH
MICHIGAN ORGANIZING PROJECT 4405 WESSON ST DETROIT, MI 48210	38-3058190	501(C)(3)	112,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MIDWEST ACCESS COALITION 3052 W. NORTH AVENUE CHICAGO, IL 60647	47-2160168	501(C)(3)	14,877.	0.			TECHNOLOGY AND INNOVATION

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MILO FOUNDATION 1424 4TH ST SANTA MONICA, CA 90401	85-2132133	501(C)(3)	50,000.	0.			YOUTH DEVELOPMENT AND EDUCATION
MOMENTUM PARK 2484 AMARYL DRIVE SAN JOSE, CA 95109	85-0708719	501(C)(3)	469,202.	0.			HEALTH
MOMSRISING EDUCATION FUND 12011 BEL RED RD BELLEVUE, WA 98005	45-2499952	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MOTHERING JUSTICE 17320 LIVERNOIS AVE DETROIT, MI 48221	45-3740989	501(C)(3)	225,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
MOTHERS OF HOPE 603 ADA STREET KALAMAZOO, MI 49007	27-0228453	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NAF HOTLINE FUND 1090 VERMONT AVE NW WASHINGTON, DC 20005	26-4703759	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NATIONAL ABORTION FEDERATION (NAF) 1090 VERMONT AVE NW WASHINGTON, DC 20005	43-1097957	501(C)(3)	30,000.	0.			TECHNOLOGY AND INNOVATION
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES - 1875 CONNECTICUT AVE NW - WASHINGTON, DC 20009	23-7124915	501(C)(3)	10,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NATIONAL REDISTRICTING FOUNDATION 700 13TH STREET NW WASHINGTON, DC 20005	82-0757693	501(C)(3)	500,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NC CHILD 3109 POPLARWOOD CT, STE 300 RALEIGH, NC 27604	58-1534066	501(C)(3)	82,250.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NC JUSTICE CENTER 224 S. DAWSON ST. RALEIGH, NC 27601	56-1348186	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEO PHILANTHROPY INC 45 W 36TH STREET NEW YORK, NY 10018	13-3191113	501(C)(3)	17,499.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEVADA ALLIANCE 3556 E RUSSELL RD LAS VEGAS, NV 89120	83-0744945	501(C)(4)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEW AMERICA FOUNDATION 740 15TH STREET NW WASHINGTON, DC 20005	52-2096845	501(C)(3)	472,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEW DAY NEVADA INC 7991 HACKBERRY DRIVE LAS VEGAS, NV 89123	84-3203462	501(C)(4)	542,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEW ERA COLORADO FOUNDATION PO BOX 4274 BOULDER, CO 80306	26-1389272	501(C)(3)	40,831.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEW JERSEY POLICY PERSPECTIVE 137 WEST HANOVER STREET TRENTON, NJ 08618	22-3492715	501(C)(3)	12,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEW MEXICANS TO PREVENT GUN VIOLENCE - 3869 OLD SANTA FE TRAIL - SANTA FE, NM 87505	46-3026846	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

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NEW ORLEANS ABORTION FUND INC PO BOX 770141 NEW ORLEANS, LA 70117	46-0950114	501(C)(3)	8,420.	0.			TECHNOLOGY AND INNOVATION
NEW VENTURE FUND 1828 L STREET NW, SUITE 300-A WASHINGTON, DC 20036	20-5806345	501(C)(3)	410,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEW VIRGINIA MAJORITY EDUCATION FUND - 3801 MOUNT VERNON AVENUE - ALEXANDRIA, VA 22305	27-1705920	501(C)(3)	13,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEW YORK CITY OUTWARD BOUND CENTER INC - 29-46 NORTHERN BLVD - LONG ISLAND CITY, NY 11101	13-3471084	501(C)(3)	37,500.	0.			YOUTH DEVELOPMENT AND EDUCATION
NEXT WAVE FOUNDATION 1031 33RD ST DENVER, CO 80205	81-3644390	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NEXUS 5757 W CENTURY BLVD LOS ANGELES, CA 90045	04-3367888	501(C)(3)	35,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NOORA HEALTH 2443 FILMORE STREET SAN FRANCISCO, CA 94115	46-4746592	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NORTH CAROLINA A PHILIP RANDOLPH INSTITUTE INC - 1408 HILLSBOROUGH STREET - RALEIGH, NC 27605	56-1500282	501(C)(3)	70,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NORTH CAROLINIANS AGAINST GUN VIOLENCE EDUCATION FUND - PO BOX 51565 - DURHAM, NC 27717	56-1897050	501(C)(3)	37,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

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NORTHEAST OHIO MEDICAL UNIVERSITY FOUNDATION - 4209 STATE ROUTE 44 - ROOTSTOWN, OH 44272	34-1264220	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
NORTHLAND FAMILY PLANNING CLINIC INC - 24450 EVERGREEN RD - SOUTHFIELD, MI 48075	38-2118668		25,000.	0.			HEALTH
NORTHLAND FAMILY PLANNING CLINIC INC EAST - 35000 FORD RD - WESTLAND, MI 48185	38-2473074		25,000.	0.			HEALTH
NORTHLAND FAMILY PLANNING CLINIC INC WEST - 35000 FORD RD - WESTLAND, MI 48185	38-2231781		25,000.	0.			HEALTH
NUMFOCUS INC PO BOX 90596 AUSTIN, TX 78709	45-4547709	501(C)(3)	21,800.	0.			EDUCATION
OHIO CAMPUS COMPACT 615 NORTH PEARL ST GRANVILLE, OH 43023	31-1577478	501(C)(3)	400,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ONE ARIZONA 530 E MCDOWELL ROAD PHOENIX, AZ 85004	37-1782220	501(C)(3)	310,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ONE COLORADO EDUCATION FUND 1490 LAFAYETTE ST DENVER, CO 80218	27-1333378	501(C)(3)	5,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ONE HEART WORLDWIDE 1818 PACHECO ST SAN FRANCISCO, CA 94116	30-1032421	501(C)(3)	85,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

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OPEN MARKETS INSTITUTE 1440 G ST NW WASHINGTON, DC 20005	82-2529375	501(C)(3)	320,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
OPEN PROGRESS 1888 CENTURY PARK EAST LOS ANGELES, CA 90067	82-1193619	501(C)(4)	18,750.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
OPENSKY POLICY INSTITUTE 1327 H STREET, SUITE 102 LINCOLN, NE 68508	45-3327969	501(C)(3)	30,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
OPPORTUNITIES FOR ALL FLORIDIANS INC - 4151 PARK AVENUE - MIAMI, FL 33136	84-2952039	501(C)(4)	826,783.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
OPPORTUNITY ARIZONA 3821 N 15TH DRIVE PHOENIX, AZ 85015	84-3103154	501(C)(4)	624,516.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
OUR JUSTICE PO BOX 2105 MINNEAPOLIS, MN 55402	41-0971333	501(C)(3)	17,564.	0.			TECHNOLOGY AND INNOVATION
OXFAM AMERICA 226 CAUSEWAY ST, FLOOR 5 BOSTON, MA 02114	23-7069110	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PA ALLIANCE FOUNDATION 121 S BROAD ST PHILADELPHIA, PA 19107	82-3717563	501(C)(3)	196,876.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PARENTSTOGETHER FOUNDATION 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009	46-4838094	501(C)(3)	230,292.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

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PARKMED NYC 800 SECOND AVE. NEW YORK, NY 10017	47-2045423		75,000.	0.			HEALTH
PARTNERS FOR ANDEAN COMMUNITY HEALTH - 8 CARYN LANE - WEATOGUE, CT 06089	46-2196101	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PENCIL INC 30 WEST 26TH ST NEW YORK, NY 10010	22-3384302	501(C)(3)	7,500.	0.			YOUTH DEVELOPMENT AND EDUCATION
PENNSYLVANIA HEALTH ACCESS NETWORK 1501 CHERRY STREET PHILADELPHIA, PA 19102	47-4876589	501(C)(3)	85,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PENNSYLVANIA UNITED 841 CALIFORNIA AVE PITTSBURGH, PA 15212	82-3674888	501(C)(4)	30,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PHILADELPHIA WOMEN'S CENTER INC 601 CHAPEL AVE EAST CHERRY HILL, NJ 08034	23-2476628		60,000.	0.			HEALTH
PLUS COMMUNICATIONS LLC 3001 WASHINGTON BLVD ARLINGTON, VA 22201	35-2515381		100,000.	0.			HEALTH
POLICING EQUITY 1925 CENTURY PARK EAST LOS ANGELES, CA 90067	81-4945849	501(C)(3)	2,000,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
POLICYLINK 1438 WEBSTER STREET OAKLAND, CA 94612	94-3297479	501(C)(3)	82,275.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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POPULATION SERVICES INTERNATIONAL 1120 19TH ST NW WASHINGTON, DC 20036	56-0942853	501(C)(3)	90,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
POWERPAC FOUNDATION 456 MONTGOMERY ST SAN FRANCISCO, CA 94104	26-2215714	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PRESIDENTIAL WOMEN'S CENTER INC 100 NORTHPOINT PKWY WEST PALM BEACH, FL 33407	59-2011653		75,000.	0.			HEALTH
PRETERM CLEVELAND 12000 SHAKER BLVD CLEVELAND, OH 44120	23-7314836	501(C)(3)	108,375.	0.			HEALTH
PRO MUJER INC 125 MAIDEN LANE 9TH FLOOR NEW YORK, NY 10038	98-0115409	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PROGRESS FLORIDA EDUCATION INSTITUTE - 200 2ND AVENUE S - ST PETERSBURG, FL 33701	45-4469756	501(C)(3)	30,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PROGRESSIVE MARYLAND EDUCATION FUND - PO BOX 6988 - LARGO, MD 20792	03-0401249	501(C)(3)	15,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PROGRESSNOW 614 SEYMOUR AVE LANSING, MI 48933	65-1244918	501(C)(4)	19,192.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PROSPERITY MICHIGAN 3265 SKY BLUE LANE SAULT STE MARIE, MI 49783	84-3158975	501(C)(4)	820,114.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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PROTECT DEMOCRACY PROJECT 2020 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20006	81-4777062	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PUBLIC HEALTH FOUNDATION ENTERPRISES INC - 13300 CROSSROADS PARKWAY NORTH, SUITE 450 - CITY OF INDUSTRY, CA 91746	95-2557063	501(C)(3)	15,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PUBLIC JUSTICE CENTER INC 201 N CHARLES ST BALTIMORE, MD 21201	52-1412226	501(C)(3)	5,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
PUBLIC KNOWLEDGE 1818 N STREET NW WASHINGTON, DC 20036	52-2336690	501(C)(3)	200,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
REFUGEES INTERNATIONAL 2001 S ST NW WASHINGTON, DC 20009	52-1224516	501(C)(3)	59,920.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
RESULTS EDUCATIONAL FUND INC 1101 15TH ST NW WASHINGTON, DC 20005	95-3747267	501(C)(3)	27,514.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
RIVER ROAD FOUNDATION PO BOX 33241 WASHINGTON, DC 20033	83-1142872	501(C)(3)	1,428,850.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
RURAL ARIZONA ENGAGEMENT 345 E CENTRAL AVE COOLIDGE, AZ 85128	83-3114207	501(C)(3)	20,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
RURAL ECONOMIC DEVELOPMENT CENTER INC - 4021 CARYA DRIVE - RALEIGH, NC 27610	56-1552375	501(C)(3)	35,200.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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SAVELIFE FOUNDATION USA 200 EAST 61ST STREET NEW YORK, NY 10065	36-4775715	501(C)(3)	90,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
SCHOLARS STRATEGY NETWORK INC 1035 CAMBRIDGE ST CAMBRIDGE, MA 02141	27-0480740	501(C)(3)	30,803.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
SEED GLOBAL HEALTH 20 ASHBURTON PLACE BOSTON, MA 02108	45-3064098	501(C)(3)	55,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
SIXTEEN THIRTY FUND 1828 L STREET NW, SUITE 300-B WASHINGTON, DC 20036	26-4486735	501(C)(4)	3,827,001.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
SMALL BUSINESS MAJORITY FOUNDATION INC - 1015 15H ST NW - WASHINGTON, DC 20005	03-0576666	501(C)(3)	21,676.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
SOCIETY OF FAMILY PLANNING PO BOX 18342 DENVER, CO 80218	30-0291539	501(C)(3)	5,176.	0.			TECHNOLOGY AND INNOVATION
SOLID GROUND WASHINGTON 1501 N. 45TH ST. SEATTLE, WA 98103-6708	23-7421892	501(C)(3)	7,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
SOUTHERN COALITION FOR SOCIAL JUSTICE - 1415 WEST NC HIGHWAY 54 - DURHAM, NC 27707	26-0688375	501(C)(3)	350,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
SOUTHERN TIER WOMEN'S HEALTH SERVICES LLC - 149 VISTAL PKWY W - VESTAL, NY 13850	83-1790698		28,823.	0.			HEALTH

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SPRINGBOARD TO OPPORTUNITIES 3000 OLD CANTON RD JACKSON, MS 39216	46-1917760	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
ST BONIFACE HAITI FOUNDATION 40 GLEN AVE NEWTON, MA 02459	04-3067595	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
STAND UP ALASKA INC PO BOX 232016 ANCHORAGE, AK 99523	85-1656757	501(C)(4)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
STATE DEMOCRACY PROJECT 236 9TH ST SE WASHINGTON, DC 20003	52-2003442	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
STATE VOICES 1616 P STREET NW WASHINGTON, DC 20036	20-1115618	501(C)(3)	1,000,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
STEP UP WOMEN'S NETWORK PO BOX 20179 NEW YORK, NY 10001	95-4701468	501(C)(3)	220,000.	0.			YOUTH DEVELOPMENT AND EDUCATION
STINSON LLP 1201 WALNUT STREET KANSAS CITY, MO 64106	44-0643135		6,810.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
STREET CHILD US 2081 CENTER ST BERKELEY, CA 94704-1204	47-4281452	501(C)(3)	92,271.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
SUMMIT MEDICAL ASSOCIATES PC 1874 PIEDMONT AVENUE NE ATLANTA, GA 30324	58-1965193		75,000.	0.			HEALTH

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SUSTAINABLE MARKETS FOUNDATION 45 W. 36TH STREET NEW YORK, NY 10018	13-4188834	501(C)(3)	200,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
T A G TREATMENT ACTION GROUP INC 90 BROAD ST NEW YORK, NY 10004	13-3624785	501(C)(3)	125,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
TAXPAYERS FOR COMMON SENSE 651 PENNSYLVANIA AVE SE WASHINGTON, DC 20003	52-1941122	501(C)(3)	75,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
TEXAS EQUAL ACCESS FUND PO BOX 227336 DALLAS, TX 75222	11-3736286	501(C)(3)	17,338.	0.			TECHNOLOGY AND INNOVATION
THE BRIGID ALLIANCE INC PO BOX 58 NEW YORK, NY 10024	82-3843989	501(C)(3)	113,667.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE CHARITY FOUNDATION 1544 EAST MONTAGUE AVENUE NORTH CHARLESTON, SC 29405	57-1111199	501(C)(3)	15,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE COMMON GROUND PROJECT 2578 FLORIDIANE DRIVE MELBOURNE, FL 32935	83-4375307	501(C)(4)	333,166.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE COMMONWEALTH FOUNDATION INC 1442 A WALNUT ST BERKELEY, CA 94709	22-2543558	501(C)(3)	37,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE COMMONWEALTH INSTITUTE FOR FISCAL ANALYSIS - 1329 E CARY ST - RICHMOND, VA 23219	27-1598303	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

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THE ENERGY FOUNDATION 301 BATTERY STREET SAN FRANCISCO, CA 94111	94-3126848	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE EYEBEAM ATELIER INC 199 COOK STREET BROOKLYN, NY 11206	13-3952075	501(C)(3)	27,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE FAIRNESS PROJECT 1342 FLORIDA AVE NW WASHINGTON, DC 20009	37-1779557	501(C)(4)	22,025.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE FRANKLIN AND ELEANOR ROOSEVELT INSTITUTE - 570 LEXINGTON AVE - NEW YORK, NY 10022	23-7213592	501(C)(3)	75,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE FUND FOR A HEALTHIER COLORADO 1536 WYNKOOP DENVER, CO 80202	47-4101801	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE HAWKINS PROJECT PO BOX 8368 ANN ARBOR, MI 48107	82-2406138	501(C)(3)	110,000.	0.			HEALTH
THE HOPE CLINIC FOR WOMEN LTD 1602 21ST ST GRANITE CITY, IL 62040	37-1017984		415,565.	0.			HEALTH
THE OHIO STATE UNIVERSITY 2020 BLANKENSHIP HALL COLUMBUS, OH 43210	31-6025986	STATE OF OH	20,046.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE TREVOR PROJECT 8704 SANTA MONICA BLVD WEST HOLLYWOOD, CA 90069	95-4681287	501(C)(3)	50,000.	0.			HEALTH

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THE URBAN INSTITUTE 500 L'ENFANT PLAZA SW WASHINGTON, DC 20024	52-0880375	501(C)(3)	120,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE VOTER PROJECT 121 S BROAD ST PHILADELPHIA, PA 19107	85-0556933	501(C)(4)	128,400.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
THE VOTING PROJECT 440 BURROUGHS ST DETROIT, MI 48202	83-1292779	501(C)(4)	270,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
TIDES ADVOCACY 1014 TORNEY AVE SAN FRANCISCO, CA 94129	94-3153687	501(C)(4)	611,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
TIDES CENTER 1014 TORNEY AVENUE SAN FRANCISCO, CA 94129	94-3213100	501(C)(3)	143,300.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
TIDES FOUNDATION 1012 TORNEY AVENUE SAN FRANCISCO, CA 94129	51-0198509	501(C)(3)	425,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
TIERNEY LAWRENCE LLC 225 E 16TH AVE DENVER, CO 80203	81-1040165		7,189.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
TOWARDS JUSTICE 1410 HIGH ST, SUITE 300 DENVER, CO 80218	46-4625504	501(C)(3)	113,750.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
TRUST WOMEN FOUNDATION INC PO BOX 3222 WICHITA, KS 67201	27-3246473	501(C)(3)	951,914.	0.			HEALTH

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK - 615 WEST 131ST STREET - NEW YORK, NY 10027	13-5598093	501(C)(3)	100,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
TRUSTEES OF THE SMITH COLLEGE 10 ELM STREET NORTHAMPTON, MA 01063	04-1843040	501(C)(3)	12,235.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
U.S. PIRG EDUCATION FUND 1543 WAZEE STREET DENVER, CO 80202	52-1384240	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
UBUNTU PATHWAYS 32 BROADWAY NEW YORK, NY 10004	31-1705917	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
UNION COMMUNITY HEALTH CENTER INC 260 E 188TH STREET BRONX, NY 10458	13-4074478	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
UNITE HERE LOCAL 355 152 NW 89TH STREET EL PORTAL, FL 33138	13-3819434	501(C)(5)	17,014.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
UNITED FOR RESPECT 81 PROSPECT STREET BROOKLYN, NY 11201	83-4485353	501(C)(4)	570,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
UNITED FOR RESPECT EDUCATION FUND 81 PROSPECT STREET BROOKLYN, NY 11201	13-3885314	501(C)(3)	95,200.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
UNITED WAY FOR SOUTHEASTERN MICHIGAN - 3011 W. GRAND BLVD - DETROIT, MI 48202	20-3099071	501(C)(3)	30,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Schedule I (Form 990)

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY OF NEW MEXICO 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	85-6000642	STATE OF NM	260,480.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
UNIVERSITY OF PITTSBURGH 3100 CATHEDRAL OF LEARNING PITTSBURGH, PA 15260	25-0965591	501(C)(3)	49,294.	0.			EDUCATION
VIRGINIA INTERFAITH CENTER FOR PUBLIC POLICY - 1716 E FRANKLIN ST - RICHMOND, VA 23223	54-1362857	501(C)(3)	89,200.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
VIRGINIA21 ACTION 1108 E MAIN ST RICHMOND, VA 23219	82-3747298	501(C)(4)	24,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
VISTA VENTURES SOCIAL IMPACT FUND 4884 E ADLER DR SAN DIEGO, CA 92116	81-2776349	501(C)(3)	41,930.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
VOICES FOR VIRGINIA'S CHILDREN 1606 SANTA ROSA ROAD HENRICO, VA 23229	54-1726265	501(C)(3)	10,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
VOTE AMERICA 1270 GROVE STREET SAN FRANCISCO, CA 94117	84-3442002	501(C)(3)	10,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
VOTE FORWARD 700 13TH ST NW STE 600 WASHINGTON DC, DC 20005	84-2427217	501(C)(4)	1,148,941.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
VOTESIMPLE PO BOX 540571 HOUSTON, TX 77254	85-0997183	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WASHINGTON CENTER FOR EQUITABLE GROWTH, INC. - 1500 K ST NW #850 - WASHINGTON, DC 20005	47-4464400	501(C)(3)	150,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
WASHINGTON STATE BUDGET AND POLICY CENTER - 1402 3RD AVE, STE 1215 - SEATTLE, WA 98101	72-1612982	501(C)(3)	12,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
WAVE EDUCATIONAL FUND INC PO BOX 170393 MILWAUKEE, WI 53217	39-1917076	501(C)(3)	25,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
WE ARE DOWN HOME 2617 SPRINGWOOD DRIVE GREENSBORO, NC 27403	83-1247155	501(C)(3)	10,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
WE THE ACTION FOUNDATION 1032 15TH STREET NW WASHINGTON, DC 20005	84-3593053	501(C)(3)	1,604,654.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
WEST END WOMEN'S MEDICAL GROUP 5915 TYRONE RD RENO, NV 89502	88-0323829		25,000.	0.			HEALTH
WHOLE WOMAN'S HEALTH ALLIANCE INC 1001 EAST MARKET ST CHARLOTTESVILLE, VA 22902	46-5318393	501(C)(3)	342,299.	0.			HEALTH
WHOLE WOMAN'S HEALTH OF BALTIMORE LLC - 1001 EAST MARKET ST - CHARLOTTESVILLE, VA 22902	20-3757231		225,000.	0.			HEALTH
WHOLE WOMAN'S HEALTH OF FORT WORTH LLC - 1001 EAST MARKET STREET - CHARLOTTESVILLE, VA 22902	27-0822899		37,500.	0.			HEALTH

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WHOLE WOMAN'S HEALTH OF MCALLEN LLC - 1001 EAST MARKET ST - CHARLOTTESVILLE, VA 22902	20-0627497		52,500.	0.			HEALTH
WHOLE WOMAN'S HEALTH OF THE TWIN CITIES LLC - 1001 EAST MARKET ST - CHARLOTTESVILLE, VA 22902	45-4186945		186,906.	0.			HEALTH
WOMEN AND GIRLS FOUNDATION 100 W STATION SQUARE DRIVE PITTSBURGH, PA 15219	74-3055311	501(C)(3)	60,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
WOMEN FOR WOMEN INTERNATIONAL 2000 M STREET NW WASHINGTON, DC 20036	52-1838756	501(C)(3)	64,500.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
WOMEN WITH A VISION INC 1226 N BROAD ST NEW ORLEANS, LA 70119	72-1202185	501(C)(3)	30,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
WOMEN'S HEALTH CENTER OF WEST VIRGINIA - 510 WASHINGTON ST W - CHARLESTON, WV 25302	55-0559874	501(C)(3)	108,000.	0.			HEALTH
WOMEN'S HEALTH SERVICES PC 111 HOWARD ST BROOKLINE, MA 02446	04-3150652		17,000.	0.			HEALTH
WOMEN'S RIGHTS AND EMPOWERMENT NETWORK - 1201 MAIN STREET - COLUMBIA, SC 29201	81-0775184	501(C)(3)	15,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
WORKING AMERICA EDUCATION FUND 815 16TH STREET NW WASHINGTON, DC 20006	20-2035052	501(C)(3)	150,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part II **Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
YALE UNIVERSITY 157 CHURCH ST NEW HAVEN, CT 06510	06-0646973	501(C)(3)	175,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY
YEMEN RELIEF AND RECONSTRUCTION FOUNDATION - 3216 74TH PLACE SW - MERCER ISLAND, WA 98040	82-2418739	501(C)(3)	50,000.	0.			CIVIL RIGHTS, SOCIAL ACTION, ADVOCACY

Part III **Grants and Other Assistance to Domestic Individuals.** Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance

Part IV **Supplemental Information.** Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:

THE ORGANIZATION GENERALLY REQUIRES A WRITTEN PROPOSAL DESCRIBING HOW THE GRANT FUNDS WILL BE USED, AND A PRE-GRANT INQUIRY IS THEN CONDUCTED TO EVALUATE THE GRANTEE. ALL GRANTS ARE SUBJECT TO A WRITTEN GRANT AGREEMENT THAT IMPOSES REPORTING OBLIGATIONS, REQUIRES FUNDS BE USED SOLELY AS SPECIFIED IN THE PROPOSAL, AND REQUIRES THAT FUNDS BE RETURNED IF NOT SPENT APPROPRIATELY OR IF REPORTS ARE NOT FILED AS REQUIRED.

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
▶ Attach to Form 990.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047
2020
Open to Public Inspection

Name of the organization: HOPEWELL FUND

Employer identification number 47-3681860

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax indemnification and gross-up payments ☒ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ Personal services (such as maid, chauffeur, chef)			
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	**1b**	X	
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?	**2**	X	
3	Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. ☐ Compensation committee ☐ Written employment contract ☐ Independent compensation consultant ☐ Compensation survey or study ☐ Form 990 of other organizations ☐ Approval by the board or compensation committee			
4	During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:			
a	Receive a severance payment or change-of-control payment?	**4a**		X
b	Participate in or receive payment from a supplemental nonqualified retirement plan?	**4b**		X
c	Participate in or receive payment from an equity-based compensation arrangement?	**4c**		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
	Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.			
5	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a	The organization?	**5a**		X
b	Any related organization?	**5b**		X
	If "Yes" on line 5a or 5b, describe in Part III.			
6	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:			
a	The organization?	**6a**		X
b	Any related organization?	**6b**		X
	If "Yes" on line 6a or 6b, describe in Part III.			
7	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III	**7**	X	
8	Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III	**8**		X
9	If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	**9**		

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		**(B)** Breakdown of W-2 and/or 1099-MISC compensation			**(C)** Retirement and other deferred compensation	**(D)** Nontaxable benefits	**(E)** Total of columns (B)(i)-(D)	**(F)** Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	**(ii)** Bonus & incentive compensation	**(iii)** Other reportable compensation				
(1) COURTNEY CUFF	(i)	300,000.	250.	900.	8,550.	18,696.	328,396.	0.
PROJECT DIRECTOR	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) BONNIE JONES	(i)	211,995.	0.	6,405.	6,496.	18,696.	243,592.	0.
PROJECT DIRECTOR	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) MEAGAN CAVANAUGH	(i)	200,569.	1,500.	11,096.	6,331.	18,696.	238,192.	0.
PROJECT DIRECTOR	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) JANET L. CREPPS HILLER	(i)	206,400.	1,500.	0.	6,237.	14,145.	228,282.	0.
PROJECT DIRECTOR	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) NATALIE FOSTER	(i)	214,004.	0.	900.	5,104.	0.	220,008.	0.
PROJECT CO-CHAIR	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
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	(i)							
	(ii)							
	(i)							
	(ii)							

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 1A:

THE ORGANIZATION PROVIDES $75 PER MONTH FOR FITNESS RELATED COSTS, WHICH MAY INCLUDE CLUB FEES. THE AMOUNTS WERE CONSIDERED TAXABLE COMPENSATION TO THE EMPLOYEES

PART I, LINE 3:

HOPEWELL FUND DOES NOT HAVE A CEO/EXECUTIVE DIRECTOR.

PART I, LINE 7:

THE ORGANIZATION PROVIDED BONUSES TO CERTAIN EMPLOYEES, WHICH WOULD BE CONSIDERED A "NON-FIXED PAYMENT". BONUSES PAID BY THE ORGANIZATION ARE (IN GENERAL) NOT SPECIFIED BY A FIXED FORMULA IN EMPLOYMENT CONTRACTS AND DETERMINED (IN PART) WITH DISCRETION IN DETERMINING THE AMOUNT OF BONUS OR WHETHER TO MAKE A BONUS PAYMENT.

SCHEDULE L (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions With Interested Persons

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2020

Open To Public Inspection

Name of the organization: HOPEWELL FUND

Employer identification number 47-3681860

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and section 501(c)(29) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1 (a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected? Yes	No

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958 ▶ $

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ $

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization? To	From	(e) Original principal amount	(f) Balance due	(g) In default? Yes	No	(h) Approved by board or committee? Yes	No	(i) Written agreement? Yes	No
ARABELLA ADVISO	35% CONT	CREDITS		X	17,226.	17,226.		X	X		X	
ARABELLA ADVISO	35% CONT	SERVICES	X		2,436,800.	2,436,800.		X	X		X	
Total					▶ $	2,454,026.						

Part III Grants or Assistance Benefiting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance

LHA **For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.** **Schedule L (Form 990 or 990-EZ) 2020**

SEE PART V FOR CONTINUATIONS

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues? Yes	No
ARABELLA ADVISORS, LLC	35% CONTROLLED ENTI	6,657,691.	ARABELLA IS		X

Part V Supplemental Information.

Provide additional information for responses to questions on Schedule L (see instructions).

SCHEDULE L, PART II, LOANS TO AND FROM INTERESTED PERSONS:

(A) NAME OF PERSON: ARABELLA ADVISORS, LLC

(B) RELATIONSHIP WITH ORGANIZATION: 35% CONTROLLED ENTITY OF FORMER BOARD
CHAIR AND PRESIDENT ERIC KESSLER

(C) PURPOSE OF LOAN: CREDITS - FEES FOR MANAGEMENT AND OPERATION SERVICES
PROVIDED

(A) NAME OF PERSON: ARABELLA ADVISORS, LLC

(B) RELATIONSHIP WITH ORGANIZATION: 35% CONTROLLED ENTITY OF FORMER BOARD
CHAIR AND PRESIDENT ERIC KESSLER

(C) PURPOSE OF LOAN: SERVICES - FEES FOR MANAGEMENT AND OPERATION SERVICES
PROVIDED

SCH L, PART IV, BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: ARABELLA ADVISORS, LLC

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:
35% CONTROLLED ENTITY OF FORMER BOARD CHAIR AND PRESIDENT ERIC KESSLER

(D) DESCRIPTION OF TRANSACTION: ARABELLA IS A VENDOR THAT PROVIDES HR,
FINANCIAL, LEGAL, PAYROLL, AND OTHER ADMINISTRATIVE SERVICES TO HOPEWELL
FUND.

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

SCHEDULE L, PART II:

THE AMOUNTS LISTED IN SCHEDULE L, PART II ARE NOT FORMAL LOANS BUT RATHER RECEIVABLES AND PAYABLES THAT ARISE IN THE ORDINARY COURSE OF BUSINESS FOR SERVICES PROVIDED BY AND CREDITS DUE FROM ARABELLA TO HOPEWELL FUND UNDER THE ADMINISTRATIVE SERVICES AGREEMENT THAT WAS NEGOTIATED AT ARM'S LENGTH AND APPROVED BY THE INDEPENDENT DIRECTORS OF HOPEWELL'S BOARD.

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
▶ Attach to Form 990.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2020

Open to Public Inspection

Name of the organization: HOPEWELL FUND

Employer identification number: 47-3681860

Part I Types of Property

		(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1	Art - Works of art				
2	Art - Historical treasures				
3	Art - Fractional interests				
4	Books and publications				
5	Clothing and household goods				
6	Cars and other vehicles				
7	Boats and planes				
8	Intellectual property				
9	Securities - Publicly traded	X	19	10,933,833.	FMV AT TIME OF DONATION
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential				
16	Real estate - Commercial				
17	Real estate - Other				
18	Collectibles				
19	Food inventory				
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archeological artifacts				
25	Other ▶ ( )				
26	Other ▶ ( )				
27	Other ▶ ( )				
28	Other ▶ ( )				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part V, Donee Acknowledgement ..... 29 | 0

			Yes	No
30a	During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?	30a		X
b	If "Yes," describe the arrangement in Part II.			
31	Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?	31	X	
32a	Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		X
b	If "Yes," describe in Part II.			
33	If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.			

LHA **For Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule M (Form 990) 2020**

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, PART I, COLUMN (B):

THE ORGANIZATION IS REPORTING THE NUMBER OF ITEMS CONTRIBUTED (DEFINED AS EACH SEPARATE GIFT, RATHER THAN EACH SHARE RECEIVED) IN SCHEDULE M, PART I, COLUMN (B).

SCHEDULE O **(Form 990 or 990-EZ)**

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047
2020
Open to Public Inspection

Name of the organization	Employer identification number
HOPEWELL FUND	47-3681860

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

NEW, INNOVATIVE SOCIAL CHANGE PROJECTS, PRIMARILY THROUGH FISCAL SPONSORSHIP. HOPEWELL IS DESIGNED TO FACILITATE RAPID AND EFFICIENT LAUNCHES OF WELL-RESOURCED PROJECTS WITH DIVERSE REVENUE & FUNDING MODELS, INCLUDING CHARITABLE CONTRIBUTIONS AND INVESTMENTS. MANY OF HOPEWELL'S PROJECTS EMPLOY BOLD AND AMBITIOUS STRATEGIES TO ACHIEVE THE IMPACT THEY SEEK. HOPEWELL IS MANAGED BY A BOARD OF DIRECTORS WITH EXPERIENCE IN STARTING UP INNOVATIVE ORGANIZATIONS.

FORM 990, PART VI, SECTION A, LINE 3:

HOPEWELL FUND CONTRACTED WITH ARABELLA ADVISORS, A PROFESSIONAL SERVICES FIRM THAT SUPPORTS PHILANTHROPISTS, IMPACT INVESTORS, AND NONPROFIT ORGANIZATIONS, TO PROVIDE BUSINESS AND ADMINISTRATIVE SERVICES UNDER AN ADMINISTRATIVE AGREEMENT. IN THAT CAPACITY, ARABELLA SUPPLIES THE SYSTEMS AND SERVICES TO ENSURE COMPLIANCE WITH FEDERAL, STATE, AND LOCAL REGULATIONS RELATED TO CHARITABLE SOLICITATION AND PROVIDES HR, LEGAL, PAYROLL, AND OTHER ADMINISTRATIVE FUNCTIONS FOR HOPEWELL, THEREBY ENABLING HOPEWELL TO BETTER FURTHER ITS MISSION AND ACHIEVE IMPACT.

FORM 990, PART VI, SECTION B, LINE 11B:

THE FORM 990 IS PREPARED BY AN INDEPENDENT TAX ACCOUNTANT AND REVIEWED BY THE ORGANIZATION'S LEGAL COUNSEL AND BOARD OF DIRECTORS PRIOR TO FILING WITH THE INTERNAL REVENUE SERVICE.

FORM 990, PART VI, SECTION B, LINE 12C:

ALL BOARD MEMBERS ARE REQUIRED TO DISCLOSE CONFLICTS OF INTEREST. THE

Name of the organization	Employer identification number
HOPEWELL FUND	47-3681860

POLICY IS MONITORED AT THE BOARD LEVEL. COVERED INDIVIDUALS CANNOT VOTE ON MATTERS BEFORE THE BOARD WHEN THEY HAVE A CONFLICT IN THE MATTER. DISINTERESTED MEMBERS MUST DETERMINE WHETHER OR NOT THERE ARE ANY SUITABLE ALTERNATIVES TO POTENTIAL TRANSACTIONS THAT CAUSE CONFLICT. IF A COVERED PERSON IS FOUND IN VIOLATION OF THIS POLICY, IT MAY BE CAUSE FOR REMOVAL FROM THE BOARD OF DIRECTORS.

FORM 990, PART VI, SECTION B, LINE 15:

THE ORGANIZATION DID NOT DIRECTLY COMPENSATE ANY OFFICERS OR KEY EMPLOYEES. ACCORDINGLY, FORM 990, PART VI, SECTION B, LINES 15A AND 15B HAVE BEEN MARKED "NO", AS PROVIDED IN THE FORM 990 INSTRUCTIONS.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

AL,AR,CA,CO,CT,DC,FL,GA,HI,IL,KS,KY,MA,MD,MI,MN,MS,NH,NJ,NM,NY,NC,OH,OK,OR
PA,RI,SC,TN,UT,VA,WI,WV

FORM 990, PART VI, SECTION C, LINE 19:

HOPEWELL MAKES ITS FORM 1023, APPLICATION FOR RECOGNITION OF EXEMPTION, AVAILABLE FOR PUBLIC INSPECTION UPON REQUEST. THOSE MATERIALS INCLUDE HOPEWELL'S INITIAL GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND OTHER POLICIES. HOPEWELL DOES NOT MAKE FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC.

FORM 990, PART IX, LINE 11G, OTHER FEES:

CONSULTANTS - PROJECT MANAGEMENT:

PROGRAM SERVICE EXPENSES	11,214,055.
MANAGEMENT AND GENERAL EXPENSES	7,667.
FUNDRAISING EXPENSES	0.

Name of the organization: HOPEWELL FUND

Employer identification number: 47-3681860

TOTAL EXPENSES	11,221,722.
CONSULTANTS - RESEARCH AND EVALUATION:	
PROGRAM SERVICE EXPENSES	3,047,621.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	3,047,621.
CONSULTANTS - COMMUNICATIONS:	
PROGRAM SERVICE EXPENSES	1,334,215.
MANAGEMENT AND GENERAL EXPENSES	29,700.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	1,363,915.
OTHER PROFESSIONAL FEES/CONSULTANTS:	
PROGRAM SERVICE EXPENSES	79,740.
MANAGEMENT AND GENERAL EXPENSES	5,602.
FUNDRAISING EXPENSES	12,919.
TOTAL EXPENSES	98,261.
TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A	15,731,519.
FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:	
RETURN OF PRIOR YEAR GRANT EXPENSE	246,865.
REVERSAL OF PRIOR YEAR CONTRIBUTION/PLEDGE REVENUE	-3,000.
TOTAL TO FORM 990, PART XI, LINE 9	243,865.