

PUBLIC DISCLOSURE COPY

Return of Private Foundation

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

Form **990-PF**

OMB No. 1545-0052

2016

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2016 or tax year beginning 10/01, 2016, and ending 09/30, 2017

Name of foundation PUBLIC WELFARE FOUNDATION, INC.		A Employer identification number 54-0597601
Number and street (or P.O. box number if mail is not delivered to street address) 1200 U STREET NORTHWEST	Room/suite	B Telephone number (see instructions) (202) 965-1800
City or town, state or province, country, and ZIP or foreign postal code WASHINGTON, DC 20009-4443		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 513,754,962	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions.)</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	0	0	0	
	4 Dividends and interest from securities	1,045,319	130,328	0	
	5a Gross rents	751	751	0	
	b Net rental income or (loss)	751			
	6a Net gain or (loss) from sale of assets not on line 10	23,958,087	STATEMENT 1		
	b Gross sales price for all assets on line 6a	175,838,625			
	7 Capital gain net income (from Part IV, line 2)		13,269,864		
	8 Net short-term capital gain				
	9 Income modifications			0	
	10a Gross sales less returns and allowances	0			
b Less: Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0		0		
11 Other income (attach schedule) STATEMENT 2.	4,087,784	3,524,525	0		
12 Total. Add lines 1 through 11	29,091,941	16,925,468	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	733,271	47,719	0	685,552
	14 Other employee salaries and wages	1,180,292	55,719	0	1,136,610
	15 Pension plans, employee benefits	325,148	9,741	0	317,459
	16a Legal fees (attach schedule) STATEMENT 3	49,580	0	0	51,056
	b Accounting fees (attach schedule) STATEMENT 4	85,034	42,517	0	0
	c Other professional fees (attach schedule) STMT 5	1,467,364	785,790	0	681,574
	17 Interest	217,567	0	0	217,567
	18 Taxes (attach schedule) (see instructions) STATEMENT 6	830,908	1,874	0	212,182
	19 Depreciation (attach schedule) and depletion STMT 7	391,513	0	0	
	20 Occupancy	304,358	0	0	310,998
	21 Travel, conferences, and meetings	108,960	0	0	108,960
	22 Printing and publications	59,720	8,870	0	38,697
	23 Other expenses (attach schedule) STMT 8.	356,206	0	0	371,458
	24 Total operating and administrative expenses. Add lines 13 through 23	6,109,921	952,230	0	4,132,113
	25 Contributions, gifts, grants paid	20,876,628			21,066,287
26 Total expenses and disbursements. Add lines 24 and 25	26,986,549	952,230	0	25,198,400	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	2,105,392				
b Net investment income (if negative, enter -0-)		15,973,238			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	457,055	375,214	375,214
	2 Savings and temporary cash investments	9,102,852	9,332,113	9,332,113
	3 Accounts receivable ▶ Less: allowance for doubtful accounts	0	0	0
	4 Pledges receivable Less: allowance for doubtful accounts	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) Less: allowance for doubtful accounts	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	68,490	73,644	73,644
	10a Investments—U.S. and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule) . STATEMENT 9	235,067,941	289,493,177	289,493,177
	c Investments—corporate bonds (attach schedule) STATEMENT 10	137,137,241	85,769,763	85,769,763
	11 Investments—land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule)	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) . STATEMENT 11	96,157,234	107,922,028	107,922,028
	14 Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule)	15,388,988	9,308,053	8,947,038
15 Other assets (describe ▶ STATEMENT 13)	1,175,286	11,841,985	11,841,985	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	488,474,152	513,754,962	513,754,962	
Liabilities	17 Accounts payable and accrued expenses	667,355	1,151,524	
	18 Grants payable	1,542,000	1,417,000	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule) . STMT. 14	10,800,000	10,800,000	
	22 Other liabilities (describe ▶)	0	0	
	23 Total liabilities (add lines 17 through 22)	13,009,355	13,368,524	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	475,464,797	500,386,438	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	475,464,797	500,386,438		
31 Total liabilities and net assets/fund balances (see instructions)	488,474,152	513,754,962		

Part III Analysis of Changes in Net Assets or Fund Balances			
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)		1	475,464,797
2 Enter amount from Part I, line 27a		2	2,105,392
3 Other increases not included in line 2 (itemize) ▶ STATEMENT 15		3	22,816,249
4 Add lines 1, 2, and 3		4	500,386,438
5 Decreases not included in line 2 (itemize) ▶		5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30		6	500,386,438

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	PURCHASE		
b	FROM PARTNERSHIPS	PURCHASE		
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	163,966,181	162,568,761	1,397,420	
b	11,872,444		11,872,444	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a		0	1,397,420	
b		0	11,872,444	
c				
d				
e				
2	Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$		2	13,269,864
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	24,702,505	467,542,855	0.052835
2014	24,449,812	499,791,068	0.048920
2013	23,966,049	493,829,403	0.048531
2012	23,514,779	442,589,725	0.053130
2011	23,781,937	433,906,361	0.054809
2	Total of line 1, column (d)		2 0.258225
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.051645
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5		4 479,180,963
5	Multiply line 4 by line 3		5 24,747,301
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 159,732
7	Add lines 5 and 6		7 24,907,033
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8 25,228,899

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	159,732	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	159,732	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	159,732	
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,311,821	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,311,821	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,152,089	
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax 252,089 Refunded	11	900,000	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<input checked="" type="checkbox"/>
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		<input checked="" type="checkbox"/>
1c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0 (2) On foundation managers. ► \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input checked="" type="checkbox"/>	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		<input checked="" type="checkbox"/>
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	<input checked="" type="checkbox"/>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA, DC		
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	<input checked="" type="checkbox"/>	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		<input checked="" type="checkbox"/>

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		<input checked="" type="checkbox"/>
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		<input checked="" type="checkbox"/>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.PUBLICWELFARE.ORG	<input checked="" type="checkbox"/>	
14 The books are in care of ► PUBLIC WELFARE FOUNDATION Telephone no. ► (202) 965-1800 Located at ► 1200 U STREET, WASHINGTON, DC ZIP+4 ► 20009-4443		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. and enter the amount of tax-exempt interest received or accrued during the year		<input type="checkbox"/>
	15	0
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		<input checked="" type="checkbox"/>

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	<input checked="" type="checkbox"/>
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	<input checked="" type="checkbox"/>
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.</i>)	3b	<input checked="" type="checkbox"/>
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/>
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	<input checked="" type="checkbox"/>

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MCCLYMONT, MARY C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	PRESIDENT, 40.0	379,771	48,621	0
TAYLOR, PHILLIPA C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	CFAO, 40.0	287,500	49,443	0
AASE, CRAIG C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0
STATEMENT 16				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MAJD, KATAYOON C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	PROGRAM DIRECTOR, 40	149,269	30,989	0
SHULL, ROBERT C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	PROGRAM DIRECTOR, 40	141,250	26,304	0
CAMPER, DIANE C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	COMMUNICATIONS OFF., 40	137,302	31,239	0
YANEZ-CORREA, ANA C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	PROGRAM DIRECTOR, 40	128,904	20,681	0
HEINZ, KAITLIN C/O PUBLIC WELFARE FOUNDATION, 1200 U ST NW, WASHINGTON, DC 20009	CONTROLLER, 40	111,438	7,433	0
Total number of other employees paid over \$50,000				4

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
COMMONFUND - CASH ACCOUNT 15 OLD DANBURY ROAD, P.O. BOX 812, WILTON, CT 06897-0812	INVESTMENT MANAGEMENT	271,815
ISAACSON MILLER 1300 19TH ST NW, WASHINGTON, DC 20036	EXECUTIVE RECRUITMENT	137,268
THE NORTHERN TRUST COMPANY 50 SOUTH LASALLE STREET, B-8, CHICAGO, IL 60603	INVESTMENT MANAGEMENT	137,254
ANNE TRAVERS CONSULTING 8 RAINBOW TERRACE, WEST ORANGE, NJ 07052	PROGRAM CONSULTING	132,000
LAKE RESEARCH PARTNERS 1101 17TH ST NW, SUITE 301, WASHINGTON, DC 20036	PROGRAM CONSULTING	100,000
Total number of others receiving over \$50,000 for professional services		7

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1 CRIMINAL JUSTICE SPECIAL OPPORTUNITIES - PURPOSE OF THE ACTIVITY WAS TO STRENGTHEN THE FUNDRAISING AND COMMUNICATIONS CAPACITY OF STATE-BASED CRIMINAL JUSTICE ADVOCACY GROUPS.		185,684
2 CRIMINAL JUSTICE: PURPOSE OF THE ACTIVITY WAS TO STRENGTHEN THE CRIMINAL JUSTICE FIELD'S UNDERSTANDING AND USE OF EFFECTIVE MESSAGING REGARDING THE USE OF (SEE STATEMENT)		100,000
3 WORKERS' RIGHTS - MULTI-ISSUE: PURPOSE OF THE ACTIVITY WAS TO BUILD FUNDRAISING CAPACITY OF FOUNDATION GRANTEEES ADVOCATING FOR WORKERS' RIGHTS, WHICH WILL ULTIMATELY ENHANCE THE (SEE STATEMENT)		55,924
4 CIVIL LEGAL AID: PURPOSE OF THE ACTIVITY WAS TO CONTINUE TO RAISE PRIVATE PHILANTHROPY AWARENESS AND UNDERSTANDING ABOUT THE FIELD OF CIVIL LEGAL AID TO FOSTER MORE SUPPORT AND (SEE STATEMENT)		45,271

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	471,061,434
b	Average of monthly cash balances	1b	14,348,405
c	Fair market value of all other assets (see instructions)	1c	1,068,296
d	Total (add lines 1a, b, and c)	1d	486,478,135
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	486,478,135
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	7,297,172
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	479,180,963
6	Minimum investment return. Enter 5% of line 5	6	23,959,048

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

1	Minimum investment return from Part X, line 6	1	23,959,048
2a	Tax on investment income for 2016 from Part VI, line 5	2a	159,732
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b		159,732
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,799,316
4	Recoveries of amounts treated as qualifying distributions	4	64,659
5	Add lines 3 and 4	5	23,863,975
6	Deduction from distributable amount (see instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	23,863,975

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	25,198,400
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	30,499
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	25,228,899
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	159,732
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	25,069,167

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				23,863,975
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0	
b Total for prior years: 20 <u>12</u> ,20 <u>13</u> ,20 <u>14</u>		0		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	2,199,063			
b From 2012	3,744,959			
c From 2013	486,983			
d From 2014	176,074			
e From 2015	1,504,152			
f Total of lines 3a through e	8,111,231			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ <u>25,374,459</u>				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2016 distributable amount				23,863,975
e Remaining amount distributed out of corpus	1,510,484			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	9,621,715			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	2,199,063			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	7,422,652			
10 Analysis of line 9:				
a Excess from 2012	3,744,959			
b Excess from 2013	486,983			
c Excess from 2014	176,074			
d Excess from 2015	1,504,152			
e Excess from 2016	1,510,484			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter / of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
 GRANTS MANAGEMENT, 1200 U STREET NW, WASHINGTON, DC 20009, 2029651800

b The form in which applications should be submitted and information and materials they should include:
 (SEE STATEMENT)

c Any submission deadlines:
 LETTERS OF INQUIRY ARE EXAMINED ON A ROLLING BASIS.

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

Part XV **Supplementary Information** *(continued)*

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> STATEMENT 17				
Total			▶ 3a	21,066,287
b <i>Approved for future payment</i> STATEMENT 18				
Total			▶ 3b	1,430,000

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

(Rev. January 2017)

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► **File a separate application for each return.**
► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

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/efile, click on Charities & Non-Profits, and click on 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.

	Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions. PUBLIC WELFARE FOUNDATION, INC.	Employer identification number (EIN) or 54-0597601
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 1200 U STREET NORTHWEST	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. WASHINGTON, DC 20009-4443	

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

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

• The books are in the care of ► **PUBLIC WELFARE FOUNDATION**

Telephone No. ► **(202) 965-1800** 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 EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until 08/15, 20 18, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► calendar year 20 ____ or

► tax year beginning 10/01, 20 16, and ending 09/30, 20 17.

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	\$	871,210
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	\$	871,210
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.

Underpayment of Estimated Tax by Corporations

Department of the Treasury
Internal Revenue Service

▶ **Attach to the corporation's tax return.**
▶ **Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.**

2016

Name: **PUBLIC WELFARE FOUNDATION, INC.** Employer identification number: **54-0597601**

Note: Generally, the corporation isn't required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1	Total tax (see instructions)		1	159,732
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1			
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method			
c	Credit for federal tax paid on fuels (see instructions)			
d	Total. Add lines 2a through 2c		2d	0
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation doesn't owe the penalty		3	159,732
4	Enter the tax shown on the corporation's 2015 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5		4	178,790
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3		5	159,732

Part II Reasons for Filing—Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it doesn't owe a penalty. See instructions.

- 6** The corporation is using the adjusted seasonal installment method.
- 7** The corporation is using the annualized income installment method.
- 8** The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	02/15/2017	03/15/2017	06/15/2017	09/15/2017
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	39,933	39,933	39,933	39,933
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions.	1,161,821	150,000	0	0
Complete lines 12 through 18 of one column before going to the next column.				
12 Enter amount, if any, from line 18 of the preceding column		1,121,888	1,231,955	1,192,022
13 Add lines 11 and 12		1,271,888	1,231,955	1,192,022
14 Add amounts on lines 16 and 17 of the preceding column		0	0	0
15 Subtract line 14 from line 13. If zero or less, enter -0-	1,161,821	1,271,888	1,231,955	1,192,022
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-		0	0	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18				
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	1,121,888	1,231,955	1,192,022	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17—no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.

Cat. No. 11746L

Form **2220** (2016)

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C Corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions	19 02/15/2017	03/15/2017	06/15/2017	09/15/2017
20 Number of days from due date of installment on line 9 to the date shown on line 19	20 0	0	0	0
21 Number of days on line 20 after 4/15/2016 and before 7/1/2016	21 0	0	0	0
22 Underpayment on line 17 × $\frac{\text{Number of days on line 21}}{366} \times 4\% (0.04)$	22 \$ 0	\$ 0	\$ 0	\$ 0
23 Number of days on line 20 after 6/30/2016 and before 10/1/2016	23 0	0	0	0
24 Underpayment on line 17 × $\frac{\text{Number of days on line 23}}{366} \times 4\% (0.04)$	24 \$ 0	\$ 0	\$ 0	\$ 0
25 Number of days on line 20 after 9/30/2016 and before 1/1/2017	25 0	0	0	0
26 Underpayment on line 17 × $\frac{\text{Number of days on line 25}}{366} \times \%$	26 \$ 0	\$ 0	\$ 0	\$ 0
27 Number of days on line 20 after 12/31/2016 and before 4/1/2017	27 0	0	0	0
28 Underpayment on line 17 × $\frac{\text{Number of days on line 27}}{365} \times \%$	28 \$ 0	\$ 0	\$ 0	\$ 0
29 Number of days on line 20 after 3/31/2017 and before 7/1/2017	29 0	0	0	0
30 Underpayment on line 17 × $\frac{\text{Number of days on line 29}}{365} \times \%$	30 \$ 0	\$ 0	\$ 0	\$ 0
31 Number of days on line 20 after 6/30/2017 and before 10/1/2017	31 0	0	0	0
32 Underpayment on line 17 × $\frac{\text{Number of days on line 31}}{365} \times \%$	32 \$ 0	\$ 0	\$ 0	\$ 0
33 Number of days on line 20 after 9/30/2017 and before 1/1/2018	33 0	0	0	0
34 Underpayment on line 17 × $\frac{\text{Number of days on line 33}}{365} \times \%$	34 \$ 0	\$ 0	\$ 0	\$ 0
35 Number of days on line 20 after 12/31/2017 and before 2/16/2018	35 0	0	0	0
36 Underpayment on line 17 × $\frac{\text{Number of days on line 35}}{365} \times \%$	36 \$ 0	\$ 0	\$ 0	\$ 0
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$ 0	\$ 0	\$ 0	\$ 0
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns.				38 \$ 0

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120S filers: For lines 1, 2, 3, and 21, below, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.

		(a)	(b)	(c)	(d)
1	Enter taxable income for the following periods:				First 11 months
a	Tax year beginning in 2013				
b	Tax year beginning in 2014				
c	Tax year beginning in 2015				
2	Enter taxable income for each period for the tax year beginning in 2016. See the instructions for the treatment of extraordinary items				
3	Enter taxable income for the following periods:	First 4 months	First 6 months	First 9 months	Entire year
a	Tax year beginning in 2013				
b	Tax year beginning in 2014				
c	Tax year beginning in 2015				
4	Divide the amount in each column on line 1a by the amount in column (d) on line 3a				
5	Divide the amount in each column on line 1b by the amount in column (d) on line 3b				
6	Divide the amount in each column on line 1c by the amount in column (d) on line 3c				
7	Add lines 4 through 6				
8	Divide line 7 by 3.0				
9a	Divide line 2 by line 8				
b	Extraordinary items (see instructions)				
c	Add lines 9a and 9b				
10	Figure the tax on the amount on line 9c using the instructions for Form 1120, Schedule J, line 2 or comparable line of corporation's return				
11a	Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a				
b	Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b				
c	Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c				
12	Add lines 11a through 11c				
13	Divide line 12 by 3.0				
14	Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)				
15	Enter any alternative minimum tax for each payment period. See instructions				
16	Enter any other taxes for each payment period. See instructions				
17	Add lines 14 through 16				
18	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions				
19	Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-				

Part II Annualized Income Installment Method

		(a)	(b)	(c)	(d)
		First _____ months	First _____ months	First _____ months	First _____ months
20	Annualization periods (see instructions)	20			
21	Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	21			
22	Annualization amounts (see instructions)	22			
23a	Annualized taxable income. Multiply line 21 by line 22	23a			
b	Extraordinary items (see instructions)	23b			
c	Add lines 23a and 23b	23c			
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2, or comparable line of corporation's return	24			
25	Enter any alternative minimum tax for each payment period (see instructions)	25			
26	Enter any other taxes for each payment period. See instructions	26			
27	Total tax. Add lines 24 through 26	27			
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	28			
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29			
30	Applicable percentage	30	25%	50%	75%
31	Multiply line 29 by line 30	31			

Part III Required Installments

		1st	2nd	3rd	4th
		installment	installment	installment	installment
	Note: Complete lines 32 through 38 of one column before completing the next column.				
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	32			
33	Add the amounts in all preceding columns of line 38. See instructions	33			
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	34			
35	Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	35			
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36			
37	Add lines 35 and 36	37			
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	38			

Return Reference - Identifier	Explanation
PART IX-A - LINE 2 SUMMARY OF DIRECT CHARITABLE ACTIVITIES	INVESTMENT/REINVESTMENT OF GOVERNMENT FUNDS INTO RECIDIVISM-REDUCING COMMUNITY-BASED PROGRAMS VIA MULTIPLE FOCUS GROUPS AND A NATIONAL SURVEY.
PART IX-A - LINE 3 SUMMARY OF DIRECT CHARITABLE ACTIVITIES	CAPACITY OF GRANTEEES TO ADVANCE WORKERS' RIGHTS REFORM EFFORTS. ACTIVITIES INCLUDED A CONVENING OF GRANTEE ORGANIZATIONS TO PROVIDE CONSULTING EXPERTISE AND TRAINING IN FUNDRAISING STRATEGY AND MATERIALS FOR SHORT-TERM FUNDRAISING GOALS AND LONGER-TERM CAPACITY BUILDING GOALS; TECHNICAL ASSISTANCE RESOURCES WERE PROVIDED FOR GRANTEE FUNDRAISING PLAN IMPLEMENTATION AND GUIDANCE ON ANNUAL APPEAL LETTERS AND OUTREACH EFFORTS.
PART IX-A - LINE 4 SUMMARY OF DIRECT CHARITABLE ACTIVITIES	ENHANCE PRIVATE DONOR UNDERSTANDING OF CIVIL LEGAL AID THAT WILL HELP GRANTEEES ENCOURAGE MORE INVESTMENT IN THIS ARENA. ACTIVITIES INCLUDED EDUCATIONAL OUTREACH AT FUNDER EVENTS INCLUDING DONOR MEETINGS, WEBINARS, BLOGS, FUNDER CONFERENCES AND OTHER PHILANTHROPIC ACTIVITIES.
FORM 990 PF, PART XV, LINE 2B - FORM AND INFORMATION	APPLICANTS SHOULD COMPLETE AN ONLINE LETTER OF INQUIRY IN WHICH YOU PROVIDE A BASIC INTRODUCTION TO YOUR PROJECT AND ORGANIZATION AND PROVIDE THE PURPOSE OF YOUR GRANT REQUEST. ALL APPLICANTS MUST COMPLETE AN ONLINE LETTER OF INQUIRY WHICH ARE ACCEPTED ON A ROLLING BASIS. IF AFTER REVIEWING THE ONLINE LETTER OF INQUIRY, THE FOUNDATION DETERMINES THAT THE PROJECT FITS ITS FUNDING GOALS, AN INVITATION TO SUBMIT A FULL PROPOSAL IS SENT VIA EMAIL. IF AN APPLICANT RECEIVES AN EMAIL REQUESTING THE SUBMISSION OF A FULL PROPOSAL, THE APPLICANT SHOULD FOLLOW THE INSTRUCTIONS AT THE FOUNDATION'S WEBSITE AT HTTP://WWW.PUBLICWELFARE.ORG/APPLYGRANT/FULLPROPOSAL.ASPX .
FORM 990 PF PART XV, LINE 2D - RESTRICTIONS AND LIMITATIONS	THE PUBLIC WELFARE FOUNDATION SUPPORTS EFFORTS TO ENSURE FUNDAMENTAL RIGHTS AND OPPORTUNITIES FOR PEOPLE IN NEED. WE LOOK FOR CAREFULLY DEFINED POINTS WHERE OUR FUNDS CAN MAKE A DIFFERENCE IN BRINGING ABOUT SYSTEMIC CHANGES THAT CAN IMPROVE LIVES. WE FOCUS IN THREE PROGRAM AREAS: CRIMINAL JUSTICE, JUVENILE JUSTICE AND WORKERS' RIGHTS.

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Accumulated Depreciation	Sales Expense	Total (net)
(1) REALIZED GAINS PER BOOKS					175,838,625	151,880,538				23,958,087
Total					175,838,625	151,880,538		0	0	23,958,087

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income
(1) PARTNERSHIP INCOME/(LOSS)	4,067,382	3,524,525	0
(2) CLASS ACTION PROCEEDS	20,402	0	0
TOTAL	4,087,784	3,524,525	0

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) LEGAL FEES	49,580	0	0	51,056
TOTAL	49,580	0	0	51,056

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) ACCOUNTING FEES	85,034	42,517	0	0
TOTAL	85,034	42,517	0	0

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) COMPUTER CONSULTING	63,408	0	0	63,408
(2) MANAGEMENT FEES- INVESTMENTS	780,790	780,790	0	0
(3) COMMUNICATIONS CONSULTANT	39,124	0	0	39,124
(4) PROGRAM CONSULTANTS	409,266	0	0	409,266
(5) ACCOUNTING CONSULTANT	5,011	0	0	5,011
(6) RECRUITMENT CONSULTING	137,268	0	0	137,268
(7) INVESTMENT CONSULTING	5,000	5,000	0	0
(8) HUMAN RESOURCES CONSULTING	11,922	0	0	11,922
(9) OTHER CONSULTING	15,575	0	0	15,575
TOTAL	1,467,364	785,790	0	681,574

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) PAYROLL TAXES	107,050	1,874		105,176
(2) FEDERAL EXCISE TAX	160,959			
(3) PROPERTY TAXES	107,006			107,006
(4) DEFERRED FEDERAL INCOME TAX	455,893			
TOTAL	830,908	1,874	0	212,182

Description of property	Date acquired	Cost or other basis (exclude any land)	Depreciation allowed or allowable in prior years	Method of computation	Rate or Life Rate	Rate(%) or life (years)	Depreciation this year	Net investment income	Adjusted income
(1) FURNITURE, FIXTURES & EQUIPMENT		1,267,167	1,126,283				28,154	0	0
(2) BUILDING & IMPROVEMENTS		11,692,650	4,571,380				328,087	0	0
(3) LAND & LAND IMPROVEMENTS		1,690,862	66,885				4,339	0	0
(4) BOND REFINANCING COSTS		292,548	115,394				30,933	0	0
Total		14,943,227	5,879,942				391,513	0	0

Description	(a) Revenue and expenses	(b) Net investment income	(c) Adjusted net income	(d) Charitable disbursements
(1) BANK FEES	8,615	0	0	8,615
(2) BUILDING OPERATIONS	161,991	0	0	173,332
(3) EMPLOYEE RECRUITMENT	1,759	0	0	1,759
(4) INSURANCE	25,403	0	0	27,207
(5) OTHER EXPENSES	21,435	0	0	21,433
(6) FSA FEES	2,217	0	0	2,217
(7) HOSTING SERVICES	30,383	0	0	23,821
(8) PAYROLL PROCESSING FEES	3,995	0	0	3,995
(9) SUPPLIES	29,474	0	0	38,145
(10) POSTAGE	1,735	0	0	1,735
(11) PROFESSIONAL DEVELOPMENT	19,860	0	0	19,860
(12) TELEPHONE	45,561	0	0	45,561
(13) TEMPORARY HELP	3,778	0	0	3,778
TOTAL	356,206	0	0	371,458

Description	BOY Amount	EOY Amount	Fair Market Value
ADAGE CAPITAL PARTNERS, LP	99,081,364	117,879,517	117,879,517
ARIEL INTERNATIONAL FUND	0	25,000,000	25,000,000
BLAKENEY MANAGEMENT, LP	9,276,369	10,362,833	10,362,833
CF EM QUANTITATIVE FOCUS FUND, LLC	787,930	14,029,625	14,029,625
CF INTERNATIONAL FOCUS FUND I, LLC	19,972,370	21,920,020	21,920,020
CF MULTI-STRATEGY COMMODITIES FUND, LTD	6,568,698	0	0
CF SSG DIVERSIFYING COMPANY A01 FUND	10,912,092	0	0
CF SSGA GLOBAL NATURAL RESOURCES STOCK INDEX	18,470,277	24,490,032	24,490,032
CF STRATEGIC SOLUTIONS EQUITY FUND LLC	16,458,037	0	0
CF T. ROWE PRICE EUROPEAN EQUITY FUND	23,064,100	19,741,671	19,741,671
CFI CORE EQUITY FUND	0	22,000,000	22,000,000
GOLDMAN SACHS EVENT DRIVEN PLC	53,711	34,808	34,808
HARDING LOEVNER INTERNATIONAL EQUITY PORTFOLIO	15,182,435	0	0
MATARIN CAPITAL MANAGEMENT	0	20,000,000	20,000,000
MSCI CANADA INDEX FUND	0	6,973,911	6,973,911
MSCI JAPAN INDEX FUND	15,240,558	7,060,760	7,060,760
TOTAL	235,067,941	289,493,177	289,493,177

Description	BOY Amount	EOY Amount	Fair Market Value
CFI GLOBAL BOND FUND, LLC	15,109,585	0	0
CF BRIGADE LEVERAGE CAPITAL STRUCTURES OFFSHORE	10,550,381	11,515,567	11,515,567
CF CAXTON GLOBAL INVESTMENTS	9,761,680	9,514,180	9,514,180
CF HUDSON BAY INTERNATIONAL	7,528,575	2,010,126	2,010,126
CF SSGA US AGGREGATE BOND INDEX NON-LENDING COMMON TRUST FUND	38,554,916	0	0
CF WESTERN ASSET MACRO OPPORTUNITIES DIRECT FEEDER FUND	11,045,160	12,477,569	12,477,569
IRM CORE BOND FUND	44,586,944	45,060,881	45,060,881
WATERFRONT OFFSHORE FUND	0	5,191,440	5,191,440
TOTAL	137,137,241	85,769,763	85,769,763

Description	Type	BOY Amount	EOY Amount	Fair Market Value
CARMEL PARTNERS INVESTMENT FUND II, LP	END OF YEAR MARKET VALUE	1,672,200	1,323,723	1,323,723
CARMEL PARTNERS INVESTMENT FUND III, LP	END OF YEAR MARKET VALUE	4,441,562	3,131,739	3,131,739
CARMEL PARTNERS INVESTMENT FUND, LP	END OF YEAR MARKET VALUE	35,212	29,002	29,002
CERBERUS OFFSHORE LEVERED LOAN OPPORTUNITIES III, LP	END OF YEAR MARKET VALUE	0	3,237,735	3,237,735
COMMONFUND CAPITAL INTERNATIONAL PARTNERS IV, LP	END OF YEAR MARKET VALUE	1,016,062	791,681	791,681
COMMONFUND CAPITAL INTERNATIONAL PARTNERS VII, LP	END OF YEAR MARKET VALUE	3,801,227	4,652,885	4,652,885
COMMONFUND CAPITAL NATURAL RESOURCE PARTNERS IX, LP	END OF YEAR MARKET VALUE	6,384,665	8,235,551	8,235,551
COMMONFUND CAPITAL NATURAL RESOURCE PARTNERS X, LP	END OF YEAR MARKET VALUE	828,122	2,883,987	2,883,987
COMMONFUND CAPITAL VENTURE PARTNERS IX, LP	END OF YEAR MARKET VALUE	12,662,207	13,382,422	13,382,422
COMMONFUND CAPITAL VENTURE PARTNERS X, LP	END OF YEAR MARKET VALUE	5,380,115	6,286,387	6,286,387
COMMONFUND CAPITAL VENTURE PARTNERS XI, LP	END OF YEAR MARKET VALUE	969,571	2,165,158	2,165,158
COMMONFUND CAPITAL VENTURE PARTNERS XII, LP	END OF YEAR MARKET VALUE	0	13,006	13,006
COMMONFUND DISTRESSED DEBT PARTNERS II, LP	END OF YEAR MARKET VALUE	557,668	557,936	557,936
COMMONFUND GLOBAL DISTRESSED DEBT PARTNERS III, LP	END OF YEAR MARKET VALUE	1,503,987	1,176,955	1,176,955
COMMONFUND GLOBAL DISTRESSED DEBT PARTNERS, LP	END OF YEAR MARKET VALUE	1,329,318	1,072,121	1,072,121
COMMONFUND PRIVATE EQUITY PARTNERS V, LP	END OF YEAR MARKET VALUE	1,395,289	817,668	817,668
COMMONFUND PRIVATE EQUITY PARTNERS VII, LP	END OF YEAR MARKET VALUE	8,343,818	7,673,317	7,673,317
COMMONFUND PRIVATE EQUITY PARTNERS VIII, LP	END OF YEAR MARKET VALUE	3,817,651	4,488,312	4,488,312
COMMONFUND STRATEGIC SOLUTIONS CORE REAL ESTATE FUND, LP	END OF YEAR MARKET VALUE	8,617,057	9,261,055	9,261,055
COMMONFUND STRATEGIC SOLUTIONS GLOBAL PRIVATE EQUITY FUND II, LP	END OF YEAR MARKET VALUE	0	1,069,847	1,069,847
COMMONFUND STRATEGIC SOLUTIONS GLOBAL PRIVATE EQUITY FUND, LP	END OF YEAR MARKET VALUE	2,403,142	5,422,638	5,422,638
COMMONFUND STRATEGIC SOLUTIONS REAL ESTATE OPPORTUNITY FUND 2011, LP	END OF YEAR MARKET VALUE	6,942,355	7,044,229	7,044,229
COMMONFUND STRATEGIC SOLUTIONS REAL ESTATE OPPORTUNITY FUND 2014, LP	END OF YEAR MARKET VALUE	7,871,919	8,856,660	8,856,660
LIQUID REALTY PARTNERS IV TAX EXEMPT AIV, LP	END OF YEAR MARKET VALUE	226,149	215,409	215,409
LIQUID REALTY PARTNERS IV, LP	END OF YEAR MARKET VALUE	190,617	184,314	184,314
MERIT ENERGY PARTNERS CANADA II, LP	END OF YEAR MARKET VALUE	47,865	15,404	15,404
MERIT ENERGY PARTNERS CANADA, LP	END OF YEAR MARKET VALUE	2,570,612	2,590,425	2,590,425
MERIT ENERGY PARTNERS C-II, LP	END OF YEAR MARKET VALUE	1,985,426	2,206,443	2,206,443
MERIT ENERGY PARTNERS D-II, LP	END OF YEAR MARKET VALUE	2,593,030	2,425,715	2,425,715
MERIT ENERGY PARTNERS F-II, LP	END OF YEAR MARKET VALUE	1,919,656	1,377,380	1,377,380
TIFF PARTNERS IV, LLC	END OF YEAR MARKET VALUE	411,316	359,689	359,689
TIFF PARTNERS V-INT'L, LLC	END OF YEAR MARKET VALUE	333,374	187,602	187,602
TIFF PARTNERS V-US, LLC	END OF YEAR MARKET VALUE	637,551	435,508	435,508

Description	Type	BOY Amount	EOY Amount	Fair Market Value
TIFF REALTY AND RESOURCE PARTNERS I, LLC	END OF YEAR MARKET VALUE	848,039	684,112	684,112
TUCKERBROOK MEDLEY, LP (CK PEARL FUND, LP)	END OF YEAR MARKET VALUE	563,070	560,173	560,173
TUCKERBROOK SB GLOBAL DISTRESSED FUND, LP	END OF YEAR MARKET VALUE	3,677,785	2,939,627	2,939,627
TUCKERBROOK SB GLOBAL SPECIAL SITUATIONS FUND, LP	END OF YEAR MARKET VALUE	134,598	134,598	134,598
TUCKERBROOK STYX PARTNERS, LP	END OF YEAR MARKET VALUE	44,999	31,615	31,615
TOTAL		96,157,234	107,922,028	107,922,028

Description of Investment	BOY Cost or Other Basis	EOY Cost or Other Basis	EOY Accumulated Depreciation	EOY Amount	FMV Amount
BUILDINGS AND BUILDING IMPROVEMENTS	7,121,270	11,692,650	4,899,467	6,793,183	6,793,183
LAND AND LAND IMPROVEMENTS	1,623,977	1,690,863	71,224	1,619,639	1,619,639
FURNITURE, FIXTURES AND EQUIPMENT	110,384	1,267,167	1,154,438	112,729	112,729
OTHER	452,422	738,308	316,821	421,487	421,487
TOTAL	9,308,053	15,388,988	6,441,950	8,947,038	8,947,038

Description	Book Value BOY	Book Value EOY	Fair Market Value
DEFERRED FEDERAL EXCISE TAXES RECEIVABLE	924,339	1,174,998	1,174,998
DUE FROM NORTHERN TRUST	181,216	10,584,500	10,584,500
ACCRUED INTEREST RECEIVABLE	1,788	12,174	12,174
EMPLOYEE INVESTMENT - 457(B)	53,411	47,546	47,546
DEFERRED INCOME RECEIVABLE - 457(B)	14,532	22,767	22,767
DEFERRED TAXES RECEIVABLE	0		
TOTAL	1,175,286	11,841,985	11,841,985

Lender Name	Title	Relationship to Insider	Original Loan Amount	BOY Balance Due	EOY Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Consideration	Consideration FMV
TD BANK			10,800,000	10,800,000	10,800,000								

Description	Amount
(1) NET UNREALIZED GAINS AND (LOSSES) ON INVESTMENTS	22,816,249
TOTAL	22,816,249

Name	Address	Title, and average hours per week devoted to position	Compensation (If not paid, enter -0-)	Contributions to employee benefit plans and deferred compensation	Expense account, other allowances
BELL-ROSE, STEPHANIE	C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0
CLEGG, JACKIE	C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0
DIVER, COLIN	C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0
DODSON, DAVID	C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0
MARSHALL, LYDIA	C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0
OTERO, MARIA	C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0
SAGAWA, SHIRLEY	C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0
SLOAN, CLIFFORD	C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0
ZIMMERMAN, LANDIS	C/O PUBLIC WELFARE FOUNDATION, 1200 U STREET NW, WASHINGTON, DC 20009	DIRECTOR, 1.0	6,000	0	0

Name and Address	Relationship	Foundation status	Purpose	Amount
A WIDER CIRCLE 4808 MOORLAND LN STE 802 BETHESDA, MD, 20814		PC	GENERAL SUPPORT	1,000
ALLIANCE FOR JUSTICE 11 DUPONT CIRCLE NW SECOND FLOOR WASHINGTON, DC, 20036		PC	TO CONDUCT AN ASSESSMENT OF AND DEVELOP A STRATEGIC PLAN FOR THE BOULDER ADVOCACY INITIATIVE.	25,000
AMERICAN BAR ASSOCIATION FUND FOR JUSTICE AND EDUCATION 1050 CONNECTICUT AVE NW #400 WASHINGTON, DC, 20036		PC	CONTINUING THE ACCESS TO JUSTICE COMMISSIONS EXPANSION PROJECT.	160,000
AMERICAN CIVIL LIBERTIES UNION FOUNDATION INC 125 BROAD STREET, 18TH FLOOR NEW YORK, NY, 10004		PC	SUPPORT SENTENCING REFORM PROJECT IN MISSISSIPPI	100,000
AMERICAN FRIENDS SERVICE COMMITTEE 1501 CHERRY ST PHILADELPHIA, PA, 19102		PC	SUPPORT SENTENCING REFORM PROJECT IN ARIZONA	200,000
AMERICAN FRIENDS SERVICE COMMITTEE 1501 CHERRY ST PHILADELPHIA, PA, 19102		PC	SUPPORT SENTENCING REFORM PROJECT IN ARIZONA	120,000
AMERICAN FRIENDS SERVICE COMMITTEE 1501 CHERRY ST PHILADELPHIA, PA, 19102		PC	FOR ORGANIZATIONAL AND LEADERSHIP ORGANIZATIONAL CAPACITY-BUILDING.	40,000
AMERICAN UNIVERSITY 4400 MASSACHUSETTS AVENUE, N.W. WASHINGTON, DC, 20016-8141		PC	THE JUSTICE PROGRAMS OFFICE AT AMERICAN UNIVERSITY SCHOOL OF PUBLIC AFFAIRS	50,000
APPALACHIAN CITIZENS' LAW CENTER 317 MAIN ST WHITESBURG, KY, 41858		PC	GENERAL SUPPORT	100,000
ARCHCITY DEFENDERS INC 1210 LOCUST ST. ST. LOUIS, MO, 63103		PC	CIVIL RIGHTS CORPS	25,000
ARIZONA COMMUNITY FOUNDATION 2201 E CAMELBACK ROAD SUITE 405B PHOENIX, AZ, 85016		PC	GENERAL GIST	20,000
ARTSPACE NEW HAVEN 50 ORANGE ST. NEW HAVEN, CT, 06510		PC	GENERAL SUPPORT	2,000
ASSOCIATION OF PROSECUTING ATTORNEYS 1615 L STREET, SUITE 1100 WASHINGTON, DC, 20036		PC	TO EDUCATE MEMBERSHIP ABOUT THE NEED TO ADVANCE SENTENCING REFORM AT THE NATIONAL AND STATE LEVELS	150,000
BAY AREA LEGAL AID 1735 TELEGRAPH AVENUE OAKLAND, CA, 94612		PC	A DIGITAL INTAKE SYSTEM TO SUPPORT EFFICIENCY AND INNOVATION AMONG LEGAL PROVIDERS IN NORTHERN CALIFORNIA.	50,000
BETHESDA-CHEVY CHASE HIGH SCHOOL EDUCATIONAL FOUNDATION P.O. BOX 31209 BETHESDA, MD, 20824		PC	GENERAL SUPPORT	2,500
BISHOP JOHN T WALKER SCHOOL FOR BOYS 3640 MARTIN LUTHER KING JR. AVE, SE WASHINGTON, DC, 20032		PC	GENERAL SUPPORT	2,500
BISHOP JOHN T WALKER SCHOOL FOR BOYS 3640 MARTIN LUTHER KING JR. AVE, SE WASHINGTON, DC, 20032		PC	GENERAL SUPPORT	2,500
BLUEGREEN ALLIANCE FOUNDATION		PC	ADVOCACY AND TRAINING TO PROMOTE OCCUPATIONAL	100,000

Name and Address	Relationship	Foundation status	Purpose	Amount
BROADWAY PLACE WEST 1300 GODWARD STREET, NE #2625 MINNEAPOLIS, MN, 55413			SAFETY AND HEALTH REFORM.	
BOREALIS PHILANTHROPY 126 N 3RD STREET, #402 MINNEAPOLIS, , MN, 55401		PC	THE COMMUNITIES TRANSFORMING POLICING FUND	125,000
BOSTON CHILDREN'S CHORUS 20 OLD COLONY AVENUE BOSTON, MA, 02127		PC	GENERAL SUPPORT	2,500
BRADY CENTER TO PREVENT GUN VIOLENCE 840 FIRST STREET, NE SUITE 400 WASHINGTON, DC, 20002		PC	GENERAL SUPPORT OF CAMPAIGN AGAINST GUN VIOLENCE	5,000
CABLE NATURAL HISTORY MUSEUM 13470 COUNTY HIGHWAY M CABLE, WI, 54821		PC	MUSEUM MOBILE AND RAPTOR PROGRAMS	2,500
CAMPAIGN FOR YOUTH JUSTICE 1220 L ST NW SUITE 605 WASHINGTON, DC, 20005		PC	GENERAL SUPPORT	800,000
CAMPAIGN FOR YOUTH JUSTICE 1220 L ST NW SUITE 605 WASHINGTON, DC, 20005		PC	TO MONITOR AND RESPOND TO NEW FEDERAL POLICY THREATS TO YOUTH JUSTICE REFORM.	50,000
CAPITOL HILL COMMUNITY FOUNDATION 419 EAST CAPITOL STREET, SE WASHINGTON, DC, 20003		PC	GENERAL SUPPORT	2,500
CARLETON COLLEGE ONE NORTH COLLEGE ST. NORTHFIELD, MN, 55057		PC	GENERAL SUPPORT FOR THE CARLETON COLLEGE ENDOWMENT	5,000
CASA RUBY 2822 GEORGIA AVENUE NW WASHINGTON, DC, 20001		PC	GENERAL SUPPORT	150
CENTER FOR POPULAR DEMOCRACY 449 TROUTMAN STREET, SUITE A BROOKLYN, NY, 11237		PC	TO PROVIDE TECHNICAL ASSISTANCE AND SERVER AS A CAMPAIGN HUB FOR STATE WORKERS' RIGHTS COALITIONS.	175,000
CENTER FOR POPULAR DEMOCRACY 449 TROUTMAN STREET, SUITE A BROOKLYN, NY, 11237		PC	THE FORCED ARBITRATION INITIATIVE	150,000
CENTER FOR PROGRESSIVE REFORM 455 MASSACHUSETTS AVE., NW, #150-513 WASHINGTON, DC, 20001		PC	FOR OCCUPATIONAL SAFETY AND HEALTH RESEARCH, POLICY DESIGN, AND TECHNICAL ASSISTANCE PROJECT	200,000
CENTER FOR PUBLIC INTEGRITY 910 17TH STREET, 7TH FLOOR WASHINGTON, DC, 20006		PC	TO PRODUCE ORIGINAL INVESTIGATIVE JOURNALISMFOR A WORKERS' RIGHTS REPORTING BEAT	150,000
CENTER ON BUDGET AND POLICY PRIORITIES 820 FIRST STREET, NE, SUITE 510 WASHINGTON, DC, 20002		PC	TO PROVIDE TECHNICAL ASSISTANCE ON FISCAL AND BUDGET ISSUES TO YOUTH DECARCERATION CAMPAIGNS	400,000
CENTER ON JUVENILE AND CRIMINAL JUSTICE 40 BOARDMAN PLACE SAN FRANCISCO, CA, 94103		PC	TO DEVELOP AND PROMOTE REINVESTMENT IN COMMUNITY- BASED ALTERNATIVES TO INCARCERATION IN CALIFORNIA.	60,000
CENTRO DE LOS DERECHOS DEL MIGRANTE 10 EAST NORTH AVENUE #9 BALTIMORE, MD, 21202		PC	GENERAL SUPPORT	300,000
CENTRO DE LOS DERECHOS DEL MIGRANTE 10 EAST NORTH AVENUE #9 BALTIMORE, MD, 21202		PC	FOR STRATEGY DEVELOPMENT AND ADVOCACY OF MIGRANT WORKER GROUPS ENGAGING IN MULTINATIONAL TRADE TALKS RELATED TO LABOR	20,000
CHANGING PERCEPTIONS 36 18TH STREET, SE WASHINGTON, DC, 20003		PC	GENERAL SUPPORT	5,000
CHILDREN OF UGANDA P.O. BOX 659 CHARLES TOWN, WV, 25414		PC	GENERAL SUPPORT	5,000
CHILDREN'S DEFENSE FUND 15 MAIDEN LANE12TH FLOOR, SUITE 1200		PC	SUPPORT PROJECT ON THE JURISDICTION OF THE JUVENILE COURT IN NEW YORK	75,000

Name and Address	Relationship	Foundation status	Purpose	Amount
NEW YORK, NY, 10038				
CHORAL SOCIETY OF DURHAM 120 MORRIS ST. DURHAM, NC, 27701		PC	GENERAL SUPPORT	5,000
CITIZENS ALLIANCE ON PRISONS AND PUBLIC SPENDING 824 N. CAPITOL AVENUE LANSING, MI, 48915		PC	GENERAL SUPPORT	250,000
CITIZENS ALLIANCE ON PRISONS AND PUBLIC SPENDING 824 N. CAPITOL AVENUE LANSING, MI, 48915		PC	ORGANIZATIONAL AND LEADERSHIP ORGANIZATIONAL CAPACITY-BUILDING.	40,000
CITIZENS FOR RESPONSIBILITY AND ETHICS IN WASHINGTON 455 MASSACHUSETTS AVE NW WASHINGTON, DC, 20001		PC	GENERAL SUPPORT	100
COALITION OF IMMOKALEE WORKERS 110 S 2ND ST. IMMOKALEE, FL, 34142		PC	GENERAL SUPPORT	100,000
COLORADO CRIMINAL JUSTICE REFORM COALITION 1212 MARIPOSA STREET, SUITE 6 DENVER, CO, 80204		PC	GENERAL SUPPORT	400,000
COMMUNITY CONNECTIONS FOR YOUTH 369 EAST 149TH STREET 7TH FLOOR BRONX, NY, 10455		PC	THE CAROLINA YOUTH ACTION PROJECT	100,000
COMMUNITY CONNECTIONS FOR YOUTH 369 EAST 149TH STREET 7TH FLOOR BRONX, NY, 10455		PC	TO PROVIDE TECHNICAL ASSISTANCE AND TRAINING ON BUILDING COMMUNITY CAPACITY FOR ALTERNATIVES TO YOUTH INCARCERATION	162,500
COMMUNITY CONNECTIONS FOR YOUTH 369 EAST 149TH STREET 7TH FLOOR BRONX, NY, 10455		PC	TO PROVIDE TECHNICAL ASSISTANCE AND TRAINING ON BUILDING COMMUNITY CAPACITY FOR ALTERNATIVES TO YOUTH INCARCERATION	62,500
COMMUNITY LABOR UNITED 6 BEACON STREET ROOM 910 BOSTON, MA, 02108		PC	GENERAL SUPPORT	25,000
COMMUNITY LAW IN ACTION INC 520 WEST FAYETTE STREET SUITE 140 BALTIMORE, MD, 21201		PC	SUPPORT SENTENCING REFORM PROJECT RELATED TO YOUTH IN MARYLAND	200,000
COOPERATIVE FOR ASSISTANCE AND RELIEF EVERYWHERE INC 151 ELLIS STREET, NE ATLANTA, GA, 30303		PC	CARE HAITI	5,000
COUNCIL ON FOUNDATIONS 2121 CRYSTAL DRIVE, SUITE 700 ARLINGTON, VA, 22202		PC	ANNUAL CONTRIBUTION	21,600
DC PUBLIC EDUCATION FUND 3407 14TH STREET, NW WASHINGTON, DC, 20010		PC	EASTERN SENIOR HIGH SCHOOL'S INTERNATIONAL BACCALAUREATE PROGRAM	2,000
DC PUBLIC EDUCATION FUND 3407 14TH STREET, NW WASHINGTON, DC, 20010		PC	EASTERN SENIOR HIGH SCHOOL'S MARCHING BAND	2,500
DEMOCRACY NORTH CAROLINA 1821 GREEN ST. DURHAM, NC, 27705		PC	GENERAL SUPPORT	2,500
DEMOCRACY NOW 207 W 25TH ST 11TH FLOOR NEW YORK, NY, 10001		PC	GENERAL SUPPORT	200
DO SOMETHING INC 19 WEST 21ST ST 8TH FLOOR NEW YORK, NY, 10010		PC	TEMPORARY EMPLOYEE LLC'S TARGETED DISTRIBUTION OF A DOCUMENTARY FILM PROMOTING TEMPORARY WORKERS' RIGHTS	25,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FLOOR NEW YORK, NY, 10001		PC	GENERAL SUPPORT	5,000
DRUG POLICY ALLIANCE 131 WEST 33RD ST 15TH FLOOR NEW YORK, NY, 10001		PC	SUPPORT PROJECT ON THE REDUCTION OF INCARCERATION RATES IN NEW JERSEY	100,000

Name and Address	Relationship	Foundation status	Purpose	Amount
DRUM - SOUTH ASIAN ORGANIZING CENTER 72-18 ROOSEVELT AVE QUEENS, NY, 11372		PC	GENERAL SUPPORT	100
DWIGHT HALL AT YALE 67 HIGH STREET P.O. BOX 209008 NEW HAVEN, CT, 06520		PC	FOR STUDENT-LED SOCIAL JUSTICE ACTIVITIES.	5,000
EAST BAY COMMUNITY FOUNDATION 200 FRANK OGAWA PLAZA OAKLAND, CA, 94612		PC	FOR ENGAGEMENT WITH FELLOW COMMUNITY FOUNDATIONS TO SUPPORT CIVIL LEGAL AID SUPPORT NATIONALLY.	25,000
ECONOMIC POLICY INSTITUTE 1225 EYE ST. NW WASHINGTON, DC, 20005		PC	FOR STATE-BASED ANALYSES OF WAGE THEFT AND POVERTY AND CONTINUED PUBLIC PROMOTION OF RESEARCH ON ARBITRATION.	150,000
EL FUTURO 136 E. CHAPEL HILL STREET DURHAM, NC, 27701		PC	GENERAL SUPPORT	2,500
EQUAL JUSTICE WORKS 1730 M ST., NW, SUITE 800 WASHINGTON, DC, 20036		PC	SUPPORT PROJECT ON THE PUBLIC SERVICE STUDENT LOAN FORGIVENESS PROGRAM	25,000
FAIR CHANCE 2001 S STREET, NW SUITE 310 WASHINGTON, DC, 20009		PC	TO BUILD THE FUNDRAISING CAPACITY OF DC NONPROFITS	10,000
FOUNDATION CENTER 32 OLD SLIP 24TH FLOOR NEW YORK, NY, 10005		PC	ANNUAL CONTRIBUTION	30,000
GARFIELD CENTER FOUNDATION 210 HIGH ST.PO BOX 37 CHESTERTOWN, MD, 21620		PC	GENERAL SUPPORT	1,500
GEORGETOWN UNIVERSITY 600 NEW JERSEY AVE NW WASHINGTON, DC, 20009		PC	THE CENTER FOR JUVENILE JUSTICE REFORM TO CONVENE THE JUVENILE JUSTICE LEADERSHIP NETWORK.	200,000
GEORGETOWN UNIVERSITY 600 NEW JERSEY AVE NW WASHINGTON, DC, 20009		PC	THE INSTITUTE FOR TECHNOLOGY LAW AND POLICY AT GEORGETOWN UNIVERSITY FOR RESEARCH AND MAPPING OF ACCESS TO JUSTICE TOOLS THAT ARE BEING USED AROUND THE COUNTRY TO IMPROVE SELF-REPRESENTED LITIGANTS' ACCESS TO THE COURTS.	125,000
GRANTMAKERS FOR EFFECTIVE ORGANIZATIONS 1725 DESALES STREET NW SUITE 404 WASHINGTON, DC, 20036		PC	ANNUAL CONTRIBUTION	6,380
GREENE STREET FRIENDS SCHOOL 5511 GREENE ST. PHILADELPHIA, PA, 19144		PC	TO SUPPORT A CAPITAL CAMPAIGN FOR A MULTIPURPOSE BUILDING	5,000
HARTLEY FILM FOUNDATION 49 RICHMONDVILLE AVE SUITE 204 WESTPORT, CT, 06880		PC	FOR THE PRODUCTION OF THE FILM "THE PSALM OF HOWARD THURMAN."	2,500
HARVARD LAW SCHOOL 1563 MASSACHUSETTS AVENUE CAMBRIDGE, MA, 02138		PC	FOR A POST-GRADUATE FELLOWSHIP PROGRAM FOCUSED ON IMPROVING ACCESS TO CIVIL JUSTICE THROUGH TECHNOLOGICAL INNOVATION.	80,000
HUMAN RIGHTS WATCH 350 FIFTH AVENUE 34TH FL. NEW YORK, NY, 10118		PC	FOR RESEARCH AND ADVOCACY TO REDUCE THE NUMBER OF YOUTH TRIED AS ADULTS AND REDUCE YOUTH INCARCERATION IN CALIFORNIA.	250,000
IMPACT JUSTICE 2633 TELEGRAPH AVENUE SUITE 104 OAKLAND, CA, 94612		PC	IMPACT JUSTICE'S CENTER ON YOUTH REGISTRATION REFORM	200,000
IN THESE TIMES 2040 N. MILWAUKEE AVE. CHICAGO, IL, 60647		PC	FOR ORIGINAL NEWS COVERAGE AND COMMENTARY ON WORKERS' RIGHTS ISSUES IN IN THESE TIMES	80,000

Name and Address	Relationship	Foundation status	Purpose	Amount
INNOVATION NETWORK INC 1625 K STREET NW SUITE 1050 WASHINGTON, DC, 20006		PC	TO CONDUCT AN INDEPENDENT EVALUATION OF THE YOUTH FIRST INITIATIVE	285,000
INTERFAITH WORKER JUSTICE 1020 W. BRYN MAWR AVE. CHICAGO, IL, 60660		PC	GENERAL SUPPORT	400,000
INTERNATIONAL COMMISSION ON VIOLENCE AGAINST WOMEN AND GIRLS 152 WOBURN STREET LEXINGTON, MA, 02420		PC	THE EVERYWOMAN EVERYWHERE PROJECT	10,000
JFA INSTITUTE 720 KEARNEY ST. DENVER, CO, 80220		PC	TO PROVIDE TECHNICAL ASSISTANCE AND RESEARCH TO SUPPORT STATE CRIMINAL JUSTICE REFORM CAMPAIGNS	70,000
JOBS WITH JUSTICE EDUCATION FUND 1616 P STREET, NW, SUITE 150 WASHINGTON, DC, 20036		PC	GENERAL SUPPORT	200,000
JUSTICE AT WORK 192 SOUTH STREET SUITE 400 BOSTON, MA, 02111		PC	GENERAL SUPPORT.	2,500
JUSTICE FOR FAMILIES LTD 1913 AZALEA STREET SULPHUR, LA, 70663		PC	SUPPORT PROJECT FOR FAMILIES DIRECTLY IMPACTED BY THE JUVENILE JUSTICE SYSTEM	50,000
JUSTICE IN MOTION 789 WASHINGTON AVE FL. 2 BROOKLYN, NY, 11238		PC	GENERAL SUPPORT	155,000
JUSTICE POLICY INSTITUTE 1012 14TH STREET NW SUITE 600 WASHINGTON, DC, 20005		PC	TO CONVENE STRATEGIC THOUGHT-LEADERS IN THE CRIMINAL JUSTICE REFORM FIELD	103,000
JUVENILE JUSTICE INITIATIVE 518 DAVIS SUITE 211 EVANSTON, IL, 60201		PC	GENERAL SUPPORT	200,000
JUVENILE LAW CENTER 1315 WALNUT STREET, SUITE 400 PHILADELPHIA, PA, 19107		PC	TO ADVANCE LITIGATION TO CHALLENGE HARMFUL AND INEFFECTIVE YOUTH JUSTICE PRACTICES AND POLICIES.	630,000
KANSAS APPLESEED CENTER FOR LAW AND JUSTICE INC 1535 W 15TH ST LAWRENCE, KS, 66045		PC	SUPPORT JUVENILE JUSTICE REFORM PROJECT IN KANSAS	250,000
KENTUCKY EQUAL JUSTICE CENTER 201 WEST SHORT STREET, SUITE 310 LEXINGTON, KY, 40507		PC	WORKERS' RIGHTS ADVOCACY PROGRAM.	80,000
LATINOJUSTICE PRLDEF 99 HUDSON STREET NEW YORK, NY, 10013		PC	TO HELP PROMOTE THE SPANISH TRANSLATION OF THE NEW JIM CROW AND ENGAGE LATINOS IN CRIMINAL JUSTICE REFORM.	25,000
LATINOJUSTICE PRLDEF 99 HUDSON STREET NEW YORK, NY, 10013		PC	TO ENGAGE LATINOS IN CRIMINAL JUSTICE REFORM EFFORTS	150,000
LAW ENFORCEMENT ACTION PARTNERSHIP 121 MYSTIC AVENUE SUITE 9 MEDFORD, MA, 02155		PC	GENERAL SUPPORT	150,000
LAWFORWA DOT ORG 1019 REGENTS BLVD SUITE 201 FIRCREST, WA, 98466		PC	THE CIVIL LEARNING INITIATIVE OF THE COUNCIL FOR PUBLIC LEGAL EDUCATION	2,000
LOS ANGELES ALLIANCE FOR A NEW ECONOMY 464 LUCAS AVE. LOS ANGELES, CA, 90017		PC	THE CLEAN AND SAFE PORTS CAMPAIGN	250,000
LOUISIANA CENTER FOR CHILDREN'S RIGHTS 1100-B MILTON STREET NEW ORLEANS, LA, 70122		PC	SUPPORT SENTENCING REFORM PROJECT RELATED TO YOUTH IN LOUISIANA	200,000
MACALESTER COLLEGE 1600 GRAND AVE ST. PAUL, MN, 55105		PC	THE ANNUAL FUND	2,500
MAKE THE ROAD NEW YORK 301 GROVE STREET		PC	SUPPORT WORKERS' RIGHTS PROJECT	200,000

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BROOKLYN, NY, 11237				
MAKE THE ROAD NEW YORK 301 GROVE STREET BROOKLYN, NY, 11237		PC	TO LAUNCH A STATEWIDE MULTI-ISSUE WORKERS' RIGHTS ADVOCACY TABLE.	600,000
MARCH ON WASHINGTON FILM FESTIVAL 1341 G ST NW 5TH FLOOR WASHINGTON, DC, 20005		PC	GENERAL SUPPORT	25,000
MASSACHUSETTS COALITION FOR OCCUPATIONAL SAFETY AND HEALTH 1532B DORCHESTER AVENUE DORCHESTER, MA, 02122		PC	GENERAL SUPPORT	75,000
MDC INC 307 WEST MAIN STREET DURHAM, NC, 27705		PC	GENERAL SUPPORT	25,000
MOUNT HOLYOKE COLLEGE 50 COLLEGE STREET SOUTH HADLEY, MA, 01075		PC	GENERAL SUPPORT	50
NAACP 4805 MT. HOPE DRIVE BALTIMORE, MD, 21215		PC	IMPROVE TECHNOLOGY AND STRATEGIC DEVELOPMENT OF VOTING RIGHTS AND CIVIC ENGAGEMENT PROJECT	100,000
NAACP LEGAL DEFENSE AND EDUCATIONAL FUND INC 40 RECTOR STREET, 5TH FLOOR NEW YORK, NY, 10006		PC	PROTECT VOTING RIGHTS AND PROMOTE CIVIC ENGAGEMENT AMONG DIVERSE COMMUNITIES	125,000
NAMATI 1710 RHODE ISLAND AVENUE NW SUITE 900 WASHINGTON, DC, 20036		PC	GENERAL SUPPORT	10,000
NATIONAL ASSOCIATION OF IOLTA PROGRAMS NAIP C/O INDIANAPOLIS, IN, 46204		PC	TO PROMOTE CIVIL LEGAL AID TO PRIVATE PHILANTHROPY THROUGH IOLTA PROGRAM LEADERSHIP AND ENGAGEMENT	37,000
NATIONAL CENTER FOR STATE COURTS 300 NEWPORT AVE. WILLIAMSBURG, VA, 23185		PC	ACCESS TO JUSTICE COMMISSION	250,000
NATIONAL COMMITTEE FOR RESPONSIVE PHILANTHROPY 1900 L ST NW SUITE 825 WASHINGTON, DC, 20036		PC	ANNUAL CONTRIBUTION	50,000
NATIONAL COSH 3737 CAMINO DEL RIO SOUTH, SUITE 305 SAN DIEGO, CA, 92108		PC	GENERAL SUPPORT	150,000
NATIONAL ECONOMIC AND SOCIAL RIGHTS INITIATIVE 90 JOHN STREET SUITE 308 NEW YORK, NY, 10038		PC	WORK WITH DIGNITY PROGRAM	125,000
NATIONAL EMPLOYMENT LAW PROJECT 75 MAIDEN LANE, SUITE 601 NEW YORK, NY, 10038		PC	GENERAL SUPPORT	700,000
NATIONAL EMPLOYMENT LAW PROJECT 75 MAIDEN LANE, SUITE 601 NEW YORK, NY, 10038		PC	SUPPORT PROJECT TO REDUCE STRUCTURAL BARRIERS TO EMPLOYMENT FOR PEOPLE WITH CRIMINAL RECORDS	100,000
NATIONAL IMMIGRATION LAW CENTER 3435 WILSHIRE BLVD. STE. 1600 LOS ANGELES, CA, 90010		PC	GENERAL SUPPORT	175,000
NATIONAL IMMIGRATION LAW CENTER 3435 WILSHIRE BLVD. STE. 1600 LOS ANGELES, CA, 90010		PC	GENERAL SUPPORT	100
NATIONAL JUVENILE JUSTICE NETWORK PO BOX 43740 WASHINGTON, DC, 20010		PC	NETWORKING AND CAPACITY BUILDING ACTIVITIES AMONG STATE-BASED ADVOCACY MEMBER GROUPS TO ADVANCE JUVENILE JUSTICE REFORM.	200,000
NATIONAL JUVENILE JUSTICE NETWORK PO BOX 43740 WASHINGTON, DC, 20010		PC	GENERAL SUPPORT	200,000

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NATIONAL LEGAL AID & DEFENDER ASSOCIATION 1901 PENNSYLVANIA AVENUE NW, SUITE 550 WASHINGTON, DC, 20006		PC	TRAINING AND TECHNICAL ASSISTANCE TO INCREASE ACCESS TO FEDERAL RESOURCES FOR CIVIL LEGAL SERVICES ORGANIZATIONS	200,000
NATIONAL WOMEN'S LAW CENTER 11 DUPONT CIRCLE NW SUITE 800 WASHINGTON, DC, 20036		PC	GENERAL SUPPORT	25,000
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET 11TH FLOOR NEW YORK, NY, 10011		PC	GENERAL SUPPORT OF ENVIRONMENTAL PROTECTION PROGRAMS	5,000
NEIGHBORHOOD FUNDERS GROUP 436 14TH STREET, SUITE 425 OAKLAND, CA, 94612		PC	FUNDERS FOR A JUST ECONOMY.	75,000
NEO PHILANTHROPY 45 W 36TH ST, 6TH FLOOR NEW YORK, NY, 10018		PC	THE OCCUPATIONAL SAFETY AND HEALTH LAW PROJECT FOR TECHNICAL ASSISTANCE AND LEGAL SUPPORT ON WORKER HEALTH AND SAFETY.	75,000
NEO PHILANTHROPY 45 W 36TH ST, 6TH FLOOR NEW YORK, NY, 10018		PC	BLACKBIRD	25,000
NEW AMERICA FOUNDATION 740 15TH ST NW #900 WASHINGTON, DC, 20005		PC	AN ONLINE BEST PRACTICES AND NATIONAL PEER NETWORKING TOOL TO AID THE SELF-REPRESENTED LITIGATION NETWORK	50,000
NEW ENGLAND CONSERVATORY 290 HUNTINGTON AVENUE BOSTON, MA, 02115		PC	COMMUNITY PERFORMANCES AND PARTNERSHIPS PROGRAM	2,500
NEW VENTURE FUND 1201 CONNECTICUT AVE NW SUITE 300 WASHINGTON, DC, 20036		PC	YOUTH FIRST	900,000
NEW VENTURE FUND 1201 CONNECTICUT AVE NW SUITE 300 WASHINGTON, DC, 20036		PC	SELF-REPRESENTED LITIGATION NETWORK.	700,000
NEW VENTURE FUND 1201 CONNECTICUT AVE NW SUITE 300 WASHINGTON, DC, 20036		PC	SELF-REPRESENTED LITIGATION NETWORK	5,000
NEW VENTURE FUND 1201 CONNECTICUT AVE NW SUITE 300 WASHINGTON, DC, 20036		PC	VOICES FOR CIVIL JUSTICE	10,000
NEW WORLD FOUNDATION 627 WEST END AVENUE NEW YORK, NY, 10024		PC	DIVERSE ASSET MANAGERS INITIATIVE	25,000
NO ONE LEFT BEHIND INC P.O. BOX 3641 MERRIFIELD, VA, 22116		PC	GENERAL SUPPORT	5,000
NORTHEASTERN MINNESOTANS FOR WILDERNESS PO BOX 625 ELY, MN, 55731		PC	ENVIRONMENTAL REVIEW ACTIVITY REGARDING SULFIDE MINING NEAR THE BWCA	2,500
NORTHWEST EMPLOYMENT EDUCATION AND DEFENSE FUND 812 SW WASHINGTON, STE. 225 PORTLAND, OR, 97205		PC	GENERAL SUPPORT AND A STATE POLICY COALITION FOCUSED ON WORKERS' RIGHTS.	200,000
NORTHWESTERN UNIVERSITY SCHOOL OF LAW 375 E. CHICAGO AVE., 8TH FLOOR CHICAGO, IL, 60611		PC	ADVOCACY TO REDUCE YOUTH INCARCERATION AND RACIAL DISPARITIES IN ILLINOIS.	200,000
OAKWOOD FRIENDS SCHOOL 22 SPACKENKILL ROAD POUGHKEEPSIE, NY, 12603		PC	GENERAL SUPPORT	3,500
OPERATION UNDERSTANDING DC 3000 CONNECTICUT AVE NW # 335 WASHINGTON, DC, 20008		PC	GENERAL SUPPORT	2,500

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ORGANIZATION FOR YOUTH EMPOWERMENT 3128 19TH STREET, NW WASHINGTON, DC, 20010		PC	GENERAL SUPPORT	20,000
PACIFICA FOUNDATION DBA WPFW 1990 K ST NW STE 14R WASHINGTON, DC, 20006		PC	GENERAL SUPPORT	400
PARTNERSHIP FOR SAFETY AND JUSTICE 825 NE 20TH AVE #250 PORTLAND, OR, 97232		PC	GENERAL SUPPORT	50,000
PRESERVATION ALLIANCE OF WEST VIRGINIA 421 DAVIS AVENUE #4 ELKINS, WV, 26241		PC	THE AMERICORPS PROGRAM.	5,000
PRETRIAL JUSTICE INSTITUTE 7361 CALHOUN PLACE SUITE 215 ROCKVILLE, MD, 20855		PC	GENERAL SUPPORT	150,000
PRISON FELLOWSHIP MINISTRIES 44180 RIVERSIDE PARKWAY LANSLOWNE, VA, 20176		PC	SUPPORT SENTENCING REFORM PROJECT	320,000
PRISON POLICY INITIATIVE 69 GARFIELD AVE FLOOR 1 EASTHAMPTON, MA, 01027		PC	TO CONDUCT STRATEGIC DATA ANALYSIS AND PRODUCE ADVOCACY TOOLS TO ADVANCE THE NATIONAL CRIMINAL JUSTICE REFORM MOVEMENT.	120,000
PRO BONO NET 151 W 30TH ST FL 6 NEW YORK, NY, 10001		PC	IMMI, A DIGITAL SOLUTION FOR LEGAL SCREENING, RIGHTS EDUCATION, AND LEGAL REFERRALS FOR LOW-INCOME IMMIGRANTS	65,000
PROJECT ON GOVERNMENT OVERSIGHT 1100 G STREET NW SUITE #500 WASHINGTON, DC, 20005		PC	TO MONITOR AND INVESTIGATE GOVERNMENTAL POLICIES RELATED TO CONFLICTS OF INTEREST/ETHICS CONCERNS.	50,000
PUBLIC CITIZEN FOUNDATION 1600 20TH STREET NW WASHINGTON, DC, 20009		PC	FOR ADVOCACY ON HEALTH AND SAFETY AND REGULATORY POLICY.	200,000
PUBLIC CITIZEN FOUNDATION 1600 20TH STREET NW WASHINGTON, DC, 20009		PC	CAPACITY BUILDING	200,000
PUBLIC HEALTH ADVOCACY INSTITUTE 360 HUNTINGTON AVENUE SUITE 117CU BOSTON, MA, 02115		PC	BEYOND OSHA	150,000
R STREET INSTITUTE 1015 17TH STREET, NW SUITE 1150 WASHINGTON, DC, 20036		PC	SUPPORT SENTENCING AND JUVENILE JUSTICE REFORM	200,000
RAISE THE FLOOR ALLIANCE 1 N LASALLE SUITE 1275 CHICAGO, IL, 60602		PC	GENERAL SUPPORT	350,000
REFUGEES INTERNATIONAL 2001 S STREET, NW #700 WASHINGTON, DC, 20009		PC	GENERAL SUPPORT	2,000
RIGHTS & DEMOCRACY EDUCATION FUND 70 S WINOOSKI AVENUE #205 BURLINGTON, VT, 05401		PC	GENERAL SUPPORT	300,000
ROCKEFELLER PHILANTHROPY ADVISORS 575 MARKET ST, SUITE3625 SAN FRANCISCO, CA, 94105		PC	THE EXECUTIVES' ALLIANCE FOR BOYS AND MEN OF COLOR	60,000
SARGENT SHRIVER NATIONAL CENTER ON POVERTY LAW 50 EAST WASHINGTON SUITE 500 CHICAGO, IL, 60605		PC	RACIAL JUSTICE TRAINING INSTITUTE	25,000
SARGENT SHRIVER NATIONAL CENTER ON POVERTY LAW 50 EAST WASHINGTON SUITE 500 CHICAGO, IL, 60605		PC	RACIAL JUSTICE TRAINING INSTITUTE	75,000
SERVICE YEAR ALLIANCE 1400 EYE ST NW SUITE 900 WASHINGTON, DC, 20005		PC	SERVICE YEAR LEGAL CORPS REVIEW PROJECT	25,000

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SMALL BUSINESS MAJORITY FOUNDATION INC 4000 BRIDGEWAY SUITE 305 SAUSALITO, CA, 94965		PC	TO RESEARCH SMALL BUSINESS OWNERS' VIEWS ON WORKERS' RIGHTS ISSUES SUCH AS WAGE THEFT AND WORKERS COMP.	50,000
SMITHSONIAN INSTITUTION 3001 CONNECTICUT AVE NW WASHINGTON, DC, 20008		PC	THE SMITHSONIAN NATIONAL MUSEUM OF AFRICAN AMERICAN HISTORY AND CULTURE	1,000
SOUTHERN COALITION FOR SOCIAL JUSTICE 1415 WEST HIGHWAY 54 SUITE 101 DURHAM, NC, 27707		PC	GENERAL SUPPORT	2,500
STATE BAR OF CALIFORNIA 180 HOWARD STREET SAN FRANCISCO, CA, 94105-1617		GOV	TO SIMPLIFY THE PROCESS FOR RESTORING CIVIL RIGHTS AND BENEFITS THAT ARE LOST AS A RESULT OF CRIMINAL ARREST	50,000
STATE INNOVATION EXCHANGE P.O. BOX 260230 MADISON, WI, 53726		PC	FOR POLICYMAKER EDUCATION AND ENGAGEMENT ON WAGE THEFT.	75,000
STEPHEN C ROSE LEGACY FOUNDATION P.O. BOX 60923 WASHINGTON, DC, 20039		PC	GENERAL SUPPORT	20,000
TEXAS CRIMINAL JUSTICE COALITION 1714 FORTVIEW ROAD, SUITE 104 AUSTIN, TX, 78704		PC	FOR ORGANIZATIONAL AND LEADERSHIP ORGANIZATIONAL CAPACITY-BUILDING.	40,000
TEXAS DEFENDER SERVICE 1927 BLODGETT STREET HOUSTON, TX, 77004		PC	THE CAPITAL LITIGATION COMMUNICATIONS PROJECT.	5,000
TEXAS PUBLIC POLICY FOUNDATION 901 CONGRESS AVENUE AUSTIN, TX, 78701		PC	THE RIGHT ON CRIME INITIATIVE.	300,000
THE ARC SAN FRANCISCO 1500 HOWARD ST SAN FRANCISCO, CA, 94103		PC	GENERAL SUPPORT	57
THE BOYS AND GIRLS CLUBS OF GREATER WASHINGTON 4103 BENNING RD NE WASHINGTON, DC, 20019		PC	GENERAL SUPPORT	15,000
THE CENTER FOR EFFECTIVE PHILANTHROPY 675 MASSACHUSETTS AVENUE 7TH FLOOR CAMBRIDGE, MA, 02139		PC	ANNUAL CONTRIBUTION	5,000
THE CONSTITUTION PROJECT 1200 18TH STREET NW SUITE 1000 WASHINGTON, DC, 20036		PC	GENERAL SUPPORT	25,000
THE CONSTITUTION PROJECT 1200 18TH STREET NW SUITE 1000 WASHINGTON, DC, 20036		PC	GENERAL SUPPORT	5,000
THE EMPLOYEE RIGHTS ADVOCACY INSTITUTE FOR LAW AND POLICY 2201 BROADWAY SUITE 402 OAKLAND, CA, 94612		PC	GENERAL SUPPORT	75,000
THE GEORGE WASHINGTON UNIVERSITY 2175 K STREET, NW SUITE 500 WASHINGTON, DC, 20037		PC	THE RODHAM INSTITUTE'S HEALTH EDUCATION AND LEADERSHIP PROGRAM	5,000
THE NEW PRESS 120 WALL STREET, 31ST FLOOR NEW YORK, NY, 10005		PC	TO DEVELOP AND PUBLISH TWO BOOKS WITH A FOCUS ON WORKERS' RIGHTS AND WORKER SAFETY.	100,000
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA UNIVERSITY OF CALIFORNIA, BERKELEYS SPONSORED PROJECTS OFFICE BERKELEY, CA, 94704-5940		PC	THE HAAS INSTITUTE FOR A FAIR AND INCLUSIVE SOCIETY AT UC BERKELEY FOR A RACIAL EQUITY CONFERENCE	25,000
THE SCHUBERT CLUB LANDMARK CENTER, 75 5TH STREET EAST #302 ST. PAUL, MN, 55102		PC	FOR EDUCATIONAL PROGRAMS.	2,500

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THE SENTENCING PROJECT 1705 DESALES ST., NW 8TH FLOOR WASHINGTON, DC, 20036		PC	GENERAL SUPPORT	200,000
TIDES CENTER P.O. BOX 29907 SAN FRANCISCO, CA, 94129		PC	THE ALLIANCE FOR SAFETY AND JUSTICE	750,000
TIDES FOUNDATION PO BOX 29903 SAN FRANCISCO, CA, 94129		PC	SUPPORT TO INDIVISIBLE CIVICS FOR CIVIC ENGAGEMENT	50,000
TRINITY BOSTON FOUNDATION 206 CLARENDON ST. BOSTON, MA, 02116		PC	GENERAL SUPPORT	5,000
TUFTS UNIVERSITY LINCOLN FILENE HALL MEDFORD, MA, 02155		PC	CIVIC AT THE COLLEGE OF CIVIC LIFE AT TUFTS UNIVERSITY	2,500
TUFTS UNIVERSITY LINCOLN FILENE HALL MEDFORD, MA, 02155		PC	CIVIC AT THE COLLEGE OF CIVIC LIFE AT TUFTS UNIVERSITY	2,500
UNITED SUPPORT AND MEMORIAL FOR WORKPLACE FATALITIES 2837 YELLOWSTONE PKWY LEXINGTON, KY, 40517		PC	GENERAL SUPPORT	75,000
UNIVERSITY OF BALTIMORE FOUNDATION 1420 N. CHARLES ST. #545 BALTIMORE, MD, 21201		PC	THE MARYLAND ACCESS TO JUSTICE COMMISSION	25,000
URBAN INSTITUTE 2100 M STREET, NW WASHINGTON, DC, 20037		PC	COMMUNITY-CENTRIC INVESTMENT INITIATIVES WITHIN THE JUSTICE POLICY COMMUNITY	350,000
URBAN JUSTICE CENTER 123 WILLIAM STREET 16TH FLOOR NEW YORK, NY, 10038		PC	INTERNATIONAL REFUGEE ASSISTANCE PROJECT	100
VERA INSTITUTE OF JUSTICE INC 233 BROADWAY 12TH FLOOR NEW YORK, NY, 10279		PC	TO PROVIDE TECHNICAL ASSISTANCE TO THE ILLINOIS DEPARTMENT OF JUVENILE JUSTICE	185,000
VERA INSTITUTE OF JUSTICE INC 233 BROADWAY 12TH FLOOR NEW YORK, NY, 10279		PC	COMMON JUSTICE TO HELP DEVELOP COMMUNITY-BASED REINVESTMENT STRATEGIES NATIONALLY.	100,000
VIRGINIA INTERFAITH CENTER FOR PUBLIC POLICY 1716 E. FRANKLIN STREET RICHMOND, VA, 23223		PC	GENERAL SUPPORT	35,000
VOICE OF THE EXPERIENCED 2022 ST. BERNARD AVE.SUITE 307 NEW ORLEANS, LA, 70116		PC	SUPPORT SENTENCING REFORM PROJECT IN LOUISIANA	200,000
WASHINGTON IMPROVISATIONAL THEATER COMPANY 1835 14TH ST. NW#1 WASHINGTON, DC, 20009		PC	GENERAL SUPPORT	50
WASHINGTON LAWYERS' COMMITTEE FOR CIVIL RIGHTS AND URBAN AFFAIRS 11 DUPONT CIRCLE, N.W. WASHINGTON, DC, 20036		PC	TO BUILD CAPACITY FOR RACIAL JUSTICE ADVOCACY.	100,000
WASHINGTON LEGAL CLINIC FOR THE HOMELESS TRUE REFORMER BUILDING 1200 U STREET, NW WASHINGTON, DC, 20009		PC	GENERAL SUPPORT	25,000
WASHINGTON PERFORMING ARTS 1400 K STREET, NW SUITE 500 WASHINGTON, DC, 20005		PC	GENERAL SUPPORT	3,000
WASHINGTON REGIONAL ASSOCIATION OF GRANTMAKERS 1400 SIXTEENTH STREET, N.W.SUITE 740 WASHINGTON, DC, 20036		PC	ANNUAL CONTRIBUTION	21,500
WESLEYAN UNIVERSITY		PC	GENERAL SUPPORT	5,000

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45 WYLLYS AVE MIDDLETOWN, CT, 06459				
WORKING AMERICA EDUCATION FUND 815 SIXTEENTH STREET NW WASHINGTON, DC, 20006		PC	COMMUNICATIONS RESEARCH ON OCCUPATIONAL SAFETY AND HEALTH.	50,000
WORKING PARTNERSHIPS USA 2102 ALMADEN ROAD, SUITE 112 SAN JOSE, CA, 95125		PC	GENERAL SUPPORT	100,000
WORKSAFE 1736 FRANKLIN STSUITE 500 OAKLAND, CA, 94612		PC	GENERAL SUPPORT	100,000
YOUTH ADVOCATE PROGRAMS INC 2007 N. THIRD ST. HARRISBURG, PA, 17102		PC	SUPPORT THE POLICY AND ADVOCACY CENTER FOR COMMUNITY ALTERNATIVES TO YOUTH INCARCERATION	250,000

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FAMILIES AGAINST MANDATORY MINIMUMS 1100 H STREET NW SUITE 1000 WASHINGTON, DC, 20005		PC	GENERAL SUPPORT	100,000
PUBLIC HEALTH ADVOCACY INSTITUTE 360 HUNTINGTON AVENUE SUITE 117CU BOSTON, MA, 02115		PC	BEYOND OSHA	150,000
CENTER FOR PROGRESSIVE REFORM 455 MASSACHUSETTS AVE., NW, #150-513 WASHINGTON, DC, 20001		PC	OCCUPATIONAL SAFETY AND HEALTH RESEARCH, POLICY DESIGN, AND TECHNICAL ASSISTANCE FOR STATE AND LOCAL ADVOCACY.	200,000
CENTER FOR POPULAR DEMOCRACY 449 TROUTMAN STREET, SUITE A BROOKLYN, NY, 11237		PC	FOR TECHNICAL ASSISTANCE AND A CAMPAIGN HUB FOR STATE WORKERS' RIGHTS COALITIONS.	175,000
NATIONAL COSH 3737 CAMINO DEL RIO SOUTH, SUITE 305 SAN DIEGO, CA, 92108		PC	GENERAL SUPPORT	150,000
IN THESE TIMES 2040 N. MILWAUKEE AVE. CHICAGO, IL, 60647		PC	FOR ORIGINAL NEWS COVERAGE AND COMMENTARY ON WORKERS' RIGHTS ISSUES IN IN THESE TIMES MAGAZINE AND ONLINE IN THE BLOG WORKING IN THESE TIMES.	80,000
CENTER FOR PUBLIC INTEGRITY 910 17TH STREET, 7TH FLOOR WASHINGTON, DC, 20006		PC	FOR ORIGINAL INVESTIGATIVE JOURNALISM THAT HOLDS POLICYMAKERS ACCOUNTABLE TO THE PUBLIC, FOR A WORKERS' RIGHTS REPORTING BEAT.	150,000
UNITED SUPPORT AND MEMORIAL FOR WORKPLACE FATALITIES 2837 YELLOWSTONE PKWY LEXINGTON, KY, 40517		PC	GENERAL SUPPORT	75,000
NATIONAL JUVENILE JUSTICE NETWORK PO BOX 43740 WASHINGTON, DC, 20010		PC	GENERAL SUPPORT	200,000
JUSTICE FOR FAMILIES LTD 1913 AZALEA STREET SULPHUR, LA, 70663		PC	SUPPORT PROJECT FOR FAMILIES DIRECTLY IMPACTED BY THE JUVENILE JUSTICE SYSTEM	50,000
COMMUNITY CONNECTIONS FOR YOUTH 369 EAST 149TH STREET 7TH FLOOR BRONX, NY, 10455		PC	TO PROVIDE TECHNICAL ASSISTANCE AND TRAINING ON BUILDING COMMUNITY CAPACITY FOR ALTERNATIVES TO YOUTH INCARCERATION AND REDUCING RACIAL DISPARITIES IN JUVENILE JUSTICE SYSTEMS.	100,000