

990-PF

Form 990-PF  
Department of the Treasury  
Internal Revenue ServiceReturn of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

2011

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation <b>WALTON FAMILY FOUNDATION, INC.</b>		<b>A Employer identification number</b> 13-3441466
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B Telephone number (see instructions)</b> (479) 464-1570
P.O. BOX 1860		
City or town, state, and ZIP code <b>BENTONVILLE, AR 72712</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply:	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
<b>H</b> Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,701,739,894.		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))				
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)	772,585,680.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	156,479.	156,479.		ATCH 1
4 Dividends and interest from securities	47,115,055.	47,115,055.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,456,614.			
b Gross sales price for all assets on line 6a	1,176,048,761.			
7 Capital gain net income (from Part IV, line 2)		1,613,679.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	520,753.	20,117.		ATCH 3
12 Total. Add lines 1 through 11	821,834,581.	48,905,330.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc.	5,031,988.			5,031,988.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) ATCH 4	420,044.			420,044.
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) *	5,848,910.	1,639,943.		4,208,967.
17 Interest				
18 Taxes (attach schedule) (see instructions) *	639,661.	36,319.		3,342.
19 Depreciation (attach schedule) and depletion	78,674.			
20 Occupancy	157,510.			157,510.
21 Travel, conferences, and meetings	483,412.			483,412.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 7	331,745.	5,422.		326,323.
24 Total operating and administrative expenses. Add lines 13 through 23	12,991,944.	1,681,684.		10,631,586.
25 Contributions, gifts, grants paid	487,795,351.			487,795,351.
26 Total expenses and disbursements. Add lines 24 and 25	500,787,295.	1,681,684.	0	498,426,937.
27 Subtract line 26 from line 12	321,047,286.	47,223,646.		
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

\*ATCH 5 JSA \*\* ATCH 6

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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
<b>Assets</b>	1 Cash - non-interest-bearing . . . . .	226,125.	876,700.	876,700.
	2 Savings and temporary cash investments . . . . .	7,843,916.	9,462,703.	9,462,703.
	3 Accounts receivable ▶ 546,270.			
	Less allowance for doubtful accounts ▶	92,475.	546,270.	546,270.
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . .			
	7 Other notes and loans receivable (attach schedule) ▶ *		* 95,894,990.	ATCH 8
	Less allowance for doubtful accounts ▶	88,619,604.	95,894,990.	95,894,989.
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule) .			
	b Investments - corporate stock (attach schedule) . . . . .			
	c Investments - corporate bonds (attach schedule) . . . . .			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶	211,552.			
12 Investments - mortgage loans . . . . .				
13 Investments - other (attach schedule) . . . . .	ATCH 9	706,223,017.	1,175,227,014.	1,591,033,714.
14 Land, buildings, and equipment basis ▶	907,522.			
Less accumulated depreciation (attach schedule) ▶	390,787.	637,517.	516,735.	516,735.
15 Other assets (describe ▶ ATCH 10)	3,408,783.	3,408,783.	3,408,783.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	807,262,989.	1,285,933,195.	1,701,739,894.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶) . . . . .			
23 Total liabilities (add lines 17 through 22) . . . . .	0	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>			
	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 . .	807,262,989.	1,285,933,195.	
	30 Total net assets or fund balances (see instructions) . . . . .	807,262,989.	1,285,933,195.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	807,262,989.	1,285,933,195.	

**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	807,262,989.
2 Enter amount from Part I, line 27a . . . . .	2	321,047,286.
3 Other increases not included in line 2 (itemize) ▶ ATTACHMENT 11 . . . . .	3	157,622,920.
4 Add lines 1, 2, and 3 . . . . .	4	1,285,933,195.
5 Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,285,933,195.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			<b>2</b>	1,613,679.	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			<b>3</b>	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))
2010	571,450,633.	2,115,700,930.	0.270100
2009	386,621,788.	2,007,754,102.	0.192564
2008	200,479,422.	1,675,939,125.	0.119622
2007	246,254,290.	1,338,306,090.	0.184004
2006	205,616,883.	1,221,873,540.	0.168280
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.934570
<b>3</b> 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			<b>3</b> 0.186914
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			<b>4</b> 1,439,043,491.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 268,977,375.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 472,236.
<b>7</b> Add lines 5 and 6			<b>7</b> 269,449,611.
<b>8</b> 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			<b>8</b> 511,657,517.

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

1 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	472,236.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	472,236.
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	472,236.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . .	6a	716,641.	
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	716,641.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	244,405.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 244,405. Refunded <input type="checkbox"/> . . . . .	11		

**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? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . 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		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
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? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> AR, DE, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . . SEE ATTCH 15A	X	

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
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)		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address <b>WWW.WALTONFAMILYFOUNDATION.ORG</b>			
14 The books are in care of <b>ROBERT SMITH</b>		Telephone no <b>(479) 464-1570</b>	
Located at <b>BENTONVILLE, AR</b>		ZIP + 4 <b>72712</b>	
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		<b>15</b>	
16	At any time during calendar year 2011, 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?	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country		X

**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 checked="" type="checkbox"/> Yes	<input 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)?		X
Organizations relying on a current notice regarding disaster assistance check here		
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 2011?		X
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
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 2011?		X

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

5. 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 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? ☐ Yes ☒ No **5 b** X

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? **SEE ATTCH 19 - 104** ☒ 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? ☐ Yes ☒ No **6 b** X

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? ☐ Yes ☒ No **7 b**

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(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
ATTACHMENT 12		5,031,988.	0	0

**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
NONE				

Total number of other employees paid over \$50,000 ☐

**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
ATTACHMENT 13		2,693,628.
Total number of others receiving over \$50,000 for professional services . . . . .		23

**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 NOT APPLICABLE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 LOCAL INITIATIVES SUPPORT CORP. - FINANCE CHARTER SCHOOLS	
	5,000,000.
2 CHARTER FUND INC. - FINANCE CHARTER SCHOOLS	
	2,500,000.
All other program-related investments. See instructions	
3 ALL OTHER CHARITABLE LOANS.	
	5,675,820.
Total. Add lines 1 through 3 . . . . .	13,175,820.

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,360,550,606.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	100,037,253.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	370,000.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,460,957,859.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,460,957,859.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	21,914,368.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,439,043,491.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	71,952,175.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	71,952,175.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	472,236.
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	472,236.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	71,479,939.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	6,401,070.
<b>5</b>	Add lines 3 and 4	<b>5</b>	77,881,009.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	77,881,009.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	498,426,937.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	13,175,820.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	54,760.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	511,657,517.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	472,236.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	511,185,281.

**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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7 . . . . .				77,881,009.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only . . . . .				
b Total for prior years 20 09, 20 08, 20 07 . . . . .				
3 Excess distributions carryover, if any, to 2011				
a From 2006 . . . . . 206,068,761.				
b From 2007 . . . . . 246,842,230.				
c From 2008 . . . . . 200,479,422.				
d From 2009 . . . . . 387,176,923.				
e From 2010 . . . . . 572,092,619.				
f Total of lines 3a through e . . . . .	1,612,659,955.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 511,657,517.				
a Applied to 2010, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) * . . . . .	511,657,517.			
d Applied to 2011 distributable amount . . . . .				
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2011 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	77,881,009.			77,881,009.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	2,046,436,463.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	140,000.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .	128,047,752.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	1,918,248,711.			
10 Analysis of line 9				
a Excess from 2007 . . . . . 246,842,230.				
b Excess from 2008 . . . . . 200,479,422.				
c Excess from 2009 . . . . . 387,176,923.				
d Excess from 2010 . . . . . 572,092,619.				
e Excess from 2011 . . . . . 511,657,517.				

Form 990-PF (2011)

\* SEE ATTCH 105

\*\* SEE ATTCH 106

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

NOT APPLICABLE

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, 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)

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

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X line 6 for each year listed . . . . .					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) . . . . .					
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					
<b>(4)</b> 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) )

S. ROBSON WALTON

**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

N/A

**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 of the person to whom applications should be addressed

ATTACHMENT 14

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

ATTACHMENT 15

**c** Any submission deadlines

SEE ATTACHED SCHOLARSHIP APPLICATION.

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

SEE ATTACHED RULES OF ELIGIBILITY FOR SCHOLARSHIPS.

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>  ATTACHMENT 16				
<b>Total</b> .....			▶ <b>3a</b>	487,795,351.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> .....			▶ <b>3b</b>	

## Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments			14	156,479.	
4 Dividends and interest from securities . . . . .			14	47,115,055.	
5 Net rental income or (loss) from real estate					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property . . . . .					
7 Other investment income . . . . .			14	20,117.	
8 Gain or (loss) from sales of assets other than inventory			18	1,456,614.	
9 Net income or (loss) from special events . . . . .					
10 Gross profit or (loss) from sales of inventory . . . . .					
11 Other revenue a _____					
b ATTACHMENT 17					500,636.
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e) . . . . .				48,748,265.	500,636.
13 Total Add line 12, columns (b), (d), and (e)				13 49,248,901.	

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]



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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

**2011**

Name of the organization

WALTON FAMILY FOUNDATION, INC.

Employer identification number

13-3441466

Organization type (check one)

**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

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

Name of organization WALTON FAMILY FOUNDATION, INC.

Employer identification number  
13-3441466**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HRW TRUST NO. 1, UAD 01/17/03 P.O. BOX 730 MILLSAP, TX 76066	\$ 15,756,830.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	HRW TRUST NO.2, UAD 01/17/03 P.O. BOX 730 MILLSAP, TX 76066	\$ 15,756,830.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	HRW TRUST NO. 3, UAD 01/17/03 P.O. BOX 730 MILLSAP, TX 76066	\$ 13,551,158.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	HRW TRUST NO. 4, UAD 01/17/03 P.O. BOX 730 MILLSAP, TX 76066	\$ 13,551,158.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	JTW TRUST NO. 1, UAD 09/19/02 P.O. BOX 730 MILLSAP, TX 76066	\$ 53,055,501.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	JTW TRUST NO. 2, UAD 09/19/02 P.O. BOX 730 MILLSAP, TX 76066	\$ 53,055,501.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization WALTON FAMILY FOUNDATION, INC.

Employer identification number  
13-3441466**Part I** Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	JTW TRUST NO. 3, UAD 09/19/02 P.O. BOX 730 MILLSAP, TX 76066	\$ 53,055,501.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
8	JTW TRUST NO. 4, UAD 09/19/02 P.O. BOX 730 MILLSAP, TX 76066	\$ 53,055,501.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
9	JTW TRUST NO. 5, UAD 09/19/02 P.O. BOX 730 MILLSAP, TX 76066	\$ 53,055,501.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
10	HRW TESTAMENTARY TRUST NO. 1 P.O. BOX 730 MILLSAP, TX 76606	\$ 56,887,125.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
11	HRW TESTAMENTARY TRUST NO. 2 P.O. BOX 730 MILLSAP, TX 76606	\$ 56,887,125.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
12	HRW TESTAMENTARY TRUST NO. 3 P.O. BOX 730 MILLSAP, TX 76606	\$ 56,887,125.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)



Name of organization WALTON FAMILY FOUNDATION, INC.

Employer identification number  
13-3441466**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	HRW TESTAMENTARY TRUST NO. 4 P.O. BOX 730 MILLSAP, TX 76606	\$ 56,887,125.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
14	HRW TESTAMENTARY TRUST NO. 5 P.O. BOX 730 MILLSAP, TX 76606	\$ 30,125,785.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
15	HRW TESTAMENTARY TRUST NO. 6 P.O. BOX 730 MILLSAP, TX 76606	\$ 30,125,785.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
16	HRW TESTAMENTARY TRUST NO. 7 P.O. BOX 730 MILLSAP, TX 76606	\$ 30,125,785.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
17	HRW TESTAMENTARY TRUST NO. 8 P.O. BOX 730 MILLSAP, TX 76606	\$ 30,125,785.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
18	HRW TESTAMENTARY TRUST NO. 9 P.O. BOX 730 MILLSAP, TX 76606	\$ 23,625,139.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization WALTON FAMILY FOUNDATION, INC.

Employer identification number  
13-3441466**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	HRW TESTAMENTARY TRUST NO. 10 P.O. BOX 730 MILLSAP, TX 76606	\$ 23,625,140.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
20	HRW TESTAMENTARY TRUST NO. 11 P.O. BOX 730 MILLSAP, TX 76606	\$ 23,625,140.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
21	HRW TESTAMENTARY TRUST NO. 12 P.O. BOX 730 MILLSAP, TX 76606	\$ 23,625,140.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
22	CHRISTY R. WALTON 970 W BROADWAY JACKSON, WY 83011	\$ 6,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
23	CR INVESTMENTS P.O. 1860 BENTONVILLE, AR 72712	\$ 140,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )

Employer identification number

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
23	UNIMPROVED LAND - 9.52 ACRES	\$ 140,000.	12/15/2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization **WALTON FAMILY FOUNDATION, INC.**

Employer identification number

13-3441466

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once See instructions.) ► \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**12/31/2011**

PART IV, CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST	PROCEEDS	NET GAIN/(LOSS)
NORTHERN TRUST - R1000	VARIOUS STOCKS	VARIOUS	VARIOUS	44,767	45,069	302
NORTHERN TRUST -COMMON TRUST FUND	VARIOUS STOCKS AND BONDS	VARIOUS	VARIOUS	856,925	-	(856,925)
NORTHERN TRUST - NORAD	VARIOUS BONDS	VARIOUS	VARIOUS	613,683,688	614,022,030	338,342
NORTHERN TRUST - ARVEST	VARIOUS BONDS	VARIOUS	VARIOUS	82,254,523	82,903,030	648,507
NORTHERN TRUST - GS	VARIOUS BONDS	VARIOUS	VARIOUS	189,611,467	190,499,518	888,051
NORTHERN TRUST - BOA	VARIOUS BONDS	VARIOUS	VARIOUS	287,803,906	288,401,636	597,730
PASS-THROUGH GAIN/LOSS	VARIOUS	VARIOUS	VARIOUS	2,328	-	(2,328)
				1,174,257,604	1,175,871,283	1,613,679

PART 6a, IV, CAPITAL GAINS AND LOSSES ON THE SALE OF BUSINESS PROPERTY

	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST	PROCEEDS	NET GAIN/(LOSS)
SALE OF REAL PROPERTY	6 ACRES AND STRUCTURES	8/11/2010	8/9/2011	334,543	177,478	(157,065)
				334,543	177,478	(157,065)

PART 1, COLUMN A, LINES 6a & 6b
 1,174,592,147
1,176,048,761
1,456,614

\*Assets Retired  
JSA  
1X9024 1 000

## Description of Property

## GENERAL DEPRECIATION

## DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Method	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
OFFICE DESK	12/19/2002	381.	100.000			381.	381.	381.	DDB		7.000				
FILE CABINET	12/19/2002	418.	100.000			418.	418.	418.	DDB		7.000				
COMPUTERS	05/09/2002	6,491.	100.000			6,491.	6,491.	6,491.	DDB		5.000				
MS OFFICE UPGRADE	01/02/2003	2,129.	100.000			2,129.	2,129.	2,129.	SL		3.000				
LASER JET PTR -BEN	01/24/2003	400.	100.000			400.	400.	400.	DDB		5.000				
DELL LAPTOP - BEN	02/17/2003	2,894.	100.000			2,894.	2,894.	2,894.	DDB		5.000				
PROJECTOR	07/11/2003	2,147.	100.000			2,147.	2,147.	2,147.	DDB		5.000				
BATTERY BACKUP	03/04/2004	366.	100.000			366.	366.	366.	DDB		7.000				
3 YR SOFTWARE LIC.	03/04/2004	486.	100.000			486.	486.	486.	SL		3.000				
CRED CD COMPUTR EQ	08/26/2004	2,862.	100.000			2,862.	2,862.	2,862.	DDB		5.000				
LAPTOP - E KIRBY	11/01/2004	1,548.	100.000			1,548.	1,548.	1,548.	DDB		5.000				
PRINTER	05/05/2005	7,750.	100.000			7,750.	7,349.	7,750.	DDB		5.000				401.
SHREDDER	06/23/2005	1,383.	100.000			1,383.	1,254.	1,383.	DDB		5.000				129.
COMPUTER EQUIPMENT	09/29/2005	1,391.	100.000			1,391.	1,318.	1,391.	DDB		5.000				73.
COMPUTER EQUIPMENT	09/29/2005	1,115.	100.000			1,115.	1,057.	1,115.	DDB		5.000				58.
COMPUTER EQUIPMENT	10/06/2005	721.	100.000			721.	683.	721.	DDB		5.000				38.
FAX MACHINE	11/27/2005	2,172.	100.000			2,172.	2,059.	2,172.	DDB		5.000				113.
SOFA	02/02/2006	460.	100.000			460.	384.	460.	DDB		5.000				76.
COMPUTER	08/16/2006	1,666.	100.000			1,666.	1,482.	1,666.	DDB		5.000				184.
Less Retired Assets . . . . .															
Subtotals . . . . .															

## Listed Property

Less Retired Assets . . . . .															
Subtotals . . . . .															
TOTALS . . . . .															

## AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS . . . . .							

\*Assets Retired

JSA

1X9024 1 000

JSA  
1X9024 1 000



## Description of Property

## GENERAL DEPRECIATION

## DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Method	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
COMPUTER - MM	11/14/2008	1,551.	100.000			1,551.	1,104.	1,327.	DDB		5.000				223.
OFFICE 2007	11/14/2008	1,560.	100.000			1,560.	1,127.	1,344.	SL		3.000				217.
SHAREPOINT SERVER	11/14/2008	6,763.	100.000			6,763.	4,815.	5,789.	DDB		5.000				974.
LOGITECH CAMERA	11/25/2008	670.	100.000			670.	477.	575.	DDB		5.000				98.
DC - ROUTER	12/04/2008	769.	100.000			769.	548.	659.	DDB		5.000				111.
DC FURNITURE	12/11/2008	1,432.	100.000			1,432.	806.	985.	DDB		7.000				179.
VIDEO CONF. EQUIP.	12/11/2008	36,750.	100.000			36,750.	26,166.	31,458.	DDB		5.000				5,292.
DC - LIGHTING	12/23/2008	4,297.	100.000			4,297.	2,418.	2,955.	DDB		7.000				537.
DC - FURNITURE	12/23/2008	1,920.	100.000			1,920.	1,080.	1,320.	DDB		7.000				240.
COMPUTER EQUIPMENT	03/19/2009	8,389.	100.000			8,389.	4,362.	5,973.	DDB		5.000				1,611.
COMPUTER EQUIPMENT	03/19/2009	13,017.	100.000			13,017.	6,769.	9,268.	DDB		5.000				2,499.
COMPUTER EQUIPMENT	05/21/2009	11,526.	100.000			11,526.	5,993.	8,206.	DDB		5.000				2,213.
COMPUTER EQUIPMENT	06/11/2009	3,024.	100.000			3,024.	1,573.	2,154.	DDB		5.000				581.
COMPUTER EQUIPMENT	06/18/2009	76,485.	100.000			76,485.	39,772.	54,457.	DDB		5.000				14,685.
COMPUTER EQUIPMENT	08/05/2009	8,508.	100.000			8,508.	4,424.	6,057.	DDB		5.000				1,633.
FURN & FIXTURES	08/26/2009	11,130.	100.000			11,130.	4,315.	6,262.	DDB		7.000				1,947.
COMPUTER - 2 UNITS	04/15/2010	2,017.	100.000			2,017.	403.	1,048.	DDBA		5.000				645.
DELL SERVER	05/06/2010	32,699.	100.000			32,699.	6,540.	17,004.	DDBA		5.000				10,464.
MICROPHONE SYSYTEM	12/23/2010	10,818.	100.000			10,818.	2,164.	5,626.	DDBA		5.000				3,462.
Less Retired Assets . . . . .															
Subtotals . . . . .															

## Listed Property

Less Retired Assets . . . . .															
Subtotals . . . . .															
TOTALS . . . . .															

## AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS . . . . .							

\*Assets Retired

JSA  
1X9024 1 000

\*Assets Retired  
JSA  
1X9024 1 000

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ARVEST BANK	124,063.	124,063.
BANK OF AMERICA	32,269.	32,269.
PASS-THROUGH INTEREST	147.	147.
 TOTAL	<u>156,479.</u>	<u>156,479.</u>

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
WALTON ENTERPRISES, LLC	36,790,727.	36,790,727.
NORTHERN TRUST	8,772,599.	8,772,599.
REGIONS BANK	6,638.	6,638.
PRESBYTERIAN CHURCH USA	110,820.	110,820.
SOUTHERN FINANCIAL PARTNERS - PRI	40,773.	40,773.
CHARTER FUND - PRI	75,000.	75,000.
THE HIGH BAR - PRI	13,375.	13,375.
DFA JAPAN (DFJSX)	128,428.	128,428.
T ROWE PRICE (TRIAX)	400,802.	400,802.
PIMCO (PELBX)	161,373.	161,373.
DFA ASIA PACIFIC (DFRSX)	563,510.	563,510.
RUSSELL 1000	7,324.	7,324.
RUSSELL 2000	23,744.	23,744.
PASS-THROUGH DIVIDENDS	19,942.	19,942.
 TOTAL	 <u>47,115,055.</u>	 <u>47,115,055.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
RECOVERIES OF PRIOR YEAR GRANTS	500,636.	
SECTION 988 GAIN/(LOSS)	-126,477.	-126,477.
SUBSTITUTE PAYMENT IN LIEU OF DIVIDENDS	325,024.	325,024.
PASS-THROUGH - OTHER TAXABLE INCOME	18,629.	18,629.
PASS-THROUGH SEC. 1296 PFIC INCOME/LOSS	-195,955.	-195,955.
PASS-THROUGH SEC 988 GAIN/LOSS	-1,104.	-1,104.
TOTALS	<u>520,753.</u>	<u>20,117.</u>

ATTACHMENT 4FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	420,044.			420,044.
TOTALS	<u>420,044.</u>			<u>420,044.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT FEES	1,639,943.	1,639,943.	
EDUCATIONAL CONSULTING FEES	2,815,502.		2,815,502.
CHARITABLE & OTHER CONSULTING	1,393,465.		1,393,465.
TOTALS	<u>5,848,910.</u>	<u>1,639,943.</u>	<u>4,208,967.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAX	600,000.		
PROPERTY TAXES	1,786.		1,786.
SALES TAX	1,556.		1,556.
FOREIGN TAXES	36,319.	36,319.	
TOTALS	<u>639,661.</u>	<u>36,319.</u>	<u>3,342.</u>



FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
SCHOLARSHIP COMMITTEE FEES	6,359.		6,359.
MISC. EXPENSES	3,393.		3,393.
SUPPLIES	52,348.		52,348.
TELEPHONE AND COMMUNICATIONS	67,913.		67,913.
POSTAGE AND EXPRESS MAIL	9,702.		9,702.
DUES AND SUBSCRIPTIONS	47,517.		47,517.
INSURANCE	1,624.		1,624.
REPAIRS AND MAINTENANCE	16,592.		16,592.
WEBSITE SERVICES	28,660.		28,660.
PRINT/DESIGN SERVICES	22,144.		22,144.
RECRUITING EXPENSES	2,010.		2,010.
PUBLIC RELATION EXPENSES	33,612.		33,612.
TRAINING EXPENSES	34,449.		34,449.
PORTFOLIO EXPENSES	5,422.	5,422.	
TOTALS	<u>331,745.</u>	<u>5,422.</u>	<u>326,323.</u>

ATTACHMENT 8 (CONT'D)

BORROWER: BRIGHTER CHOICE FOUNDATION  
 ORIGINAL AMOUNT: 10,000,000.  
 INTEREST RATE: 0.00000  
 DATE OF NOTE: 05/04/2004  
 MATURITY DATE: 12/31/2014  
 REPAYMENT TERMS: REVOLVING CREDIT LINE - PRINCIPAL DUE 12/31/2014  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: SUPPORT CONSTRUCTION FINANCING FOR CHARTER SCHOOLS  
 DESCRIPTION AND FMV OF CONSIDERATION: \$10,000,000 CASH  
 10,000,000.

BEGINNING BALANCE DUE ..... 10,000,000.

ENDING BALANCE DUE ..... 10,000,000.

ENDING FAIR MARKET VALUE ..... 10,000,000.

BORROWER: PACIFIC CHARTER SCHOOL DEVELOPMENT  
 ORIGINAL AMOUNT: 3,750,000.  
 INTEREST RATE: 0.00000  
 DATE OF NOTE: 01/31/2005  
 MATURITY DATE: 12/31/2014  
 REPAYMENT TERMS: DUE AND PAYABLE 12/31/2014  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: CONSTRUCTION OF CHARTER SCHOOL FACILITIES  
 DESCRIPTION AND FMV OF CONSIDERATION: \$3,750,000 CASH  
 3,750,000.

BEGINNING BALANCE DUE ..... 3,750,000.

ENDING BALANCE DUE ..... 3,750,000.

ENDING FAIR MARKET VALUE ..... 3,750,000.

ATTACHMENT 8 (CONT'D)

BORROWER: SOUTHERN FINANCIAL PARTNERS  
ORIGINAL AMOUNT: 2,000,000.  
INTEREST RATE: 2.000000  
DATE OF NOTE: 01/22/2006  
MATURITY DATE: 01/12/2016  
REPAYMENT TERMS: PAYMENT IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: FUNDING SMALL BUSINESSES IN THE DELTA AREA  
DESCRIPTION AND FMV OF CONSIDERATION: \$2,000,000 CASH  
2,000,000.

BEGINNING BALANCE DUE ..... 1,846,154.

ENDING BALANCE DUE ..... 1,538,462.

ENDING FAIR MARKET VALUE ..... 1,538,462.

BORROWER: BUILDING HOPE  
ORIGINAL AMOUNT: 9,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 05/14/2007  
MATURITY DATE: 12/31/2014  
REPAYMENT TERMS: 4% IN 2 YRS, 4% IN 3 YRS, BALANCE AFTER 4 YRS  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: FACILITIES FOR 28 HIGH QUALITY CHARTER SCHOOLS  
DESCRIPTION AND FMV OF CONSIDERATION: \$8,710,900 CASH  
8,710,900.

BEGINNING BALANCE DUE ..... 8,710,900.

ENDING BALANCE DUE ..... 6,626,712.

ENDING FAIR MARKET VALUE ..... 6,626,712.

ATTACHMENT 8 (CONT'D)

BORROWER: EXALT EDUCATION  
ORIGINAL AMOUNT: 900,000.  
INTEREST RATE: 0.000001  
DATE OF NOTE: 07/31/2011  
MATURITY DATE: 07/31/2016  
REPAYMENT TERMS: \$150,000 ANNUALLY BEGINNING 7/31/2016  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: WORKING CAPITAL LOAN  
DESCRIPTION AND FMV OF CONSIDERATION: \$900,000 CASH  
900,000.

BEGINNING BALANCE DUE .....

ENDING BALANCE DUE ..... 900,000.

ENDING FAIR MARKET VALUE ..... 900,000.

BORROWER: CHARTER FUND, INC.  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 3.000000  
DATE OF NOTE: 07/30/2007  
MATURITY DATE: 02/01/2018  
REPAYMENT TERMS: 10 YEARS  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: REVOLVING CHARTER SCHOOL FACILITIES FINANCING FUND  
DESCRIPTION AND FMV OF CONSIDERATION: \$5,000,000 CASH  
5,000,000.

BEGINNING BALANCE DUE ..... 2,500,000.

ENDING BALANCE DUE ..... 5,000,000.

ENDING FAIR MARKET VALUE ..... 5,000,000.

ATTACHMENT 8 (CONT'D)

BORROWER: IFF  
 ORIGINAL AMOUNT: 5,000,000.  
 INTEREST RATE: 0.00000  
 DATE OF NOTE: 11/28/2007  
 MATURITY DATE: 11/28/2019  
 REPAYMENT TERMS: DUE TEN YEARS FROM DATE OF DRAW ON ORIGINAL LOAN  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: LOAN FUNDS TO 3 CHARTER SCHOOLS IN WI, MO, IN  
 DESCRIPTION AND FMV OF CONSIDERATION: \$5,000,000 CASH  
 5,000,000.

BEGINNING BALANCE DUE ..... 5,000,000.

ENDING BALANCE DUE ..... 5,000,000.

ENDING FAIR MARKET VALUE ..... 5,000,000.

BORROWER: PRESBYTERIAN CHURCH (U.S.A)  
 ORIGINAL AMOUNT: 2,396,698.  
 INTEREST RATE: 2.710000  
 DATE OF NOTE: 01/25/2007  
 MATURITY DATE: 01/25/2012  
 REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY - RENEWAL OPTION  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: BUILD NEW CHURCHES AND RENOVATE EXISTING CHURCHES  
 DESCRIPTION AND FMV OF CONSIDERATION: \$2,775,302 CASH  
 2,775,302.

BEGINNING BALANCE DUE ..... 2,730,965.

ENDING BALANCE DUE ..... 2,775,302.

ENDING FAIR MARKET VALUE ..... 2,775,302.

ATTACHMENT 8 (CONT'D)

BORROWER: PRESBYTERIAN CHURCH (U.S.A.)  
 ORIGINAL AMOUNT: 2,396,698.  
 INTEREST RATE: 2.370000  
 DATE OF NOTE: 01/25/2007  
 MATURITY DATE: 01/25/2013  
 REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY -RENEWAL OPTION  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: BUILD NEW CHURCHES AND RENOVATE EXISTING CHURCHES  
 DESCRIPTION AND FMV \$2,838,595 IN CASH  
 OF CONSIDERATION: 2,838,595.

BEGINNING BALANCE DUE ..... 2,772,113.

ENDING BALANCE DUE ..... 2,838,595.

ENDING FAIR MARKET VALUE ..... 2,838,595.

BORROWER: PACIFIC CHARTER SCHOOL DEVEL.  
 ORIGINAL AMOUNT: 10,000,000.  
 INTEREST RATE: 0.000000  
 DATE OF NOTE: 08/14/2009  
 MATURITY DATE: 08/13/2018  
 REPAYMENT TERMS: PAYMENT DUE IN ULL UPON MATURITY  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: CONSTRUCTION OF CHARTER SCHOOL FACILITIES  
 DESCRIPTION AND FMV \$10,000,000, CASH  
 OF CONSIDERATION: 10,000,000.

BEGINNING BALANCE DUE ..... 10,000,000.

ENDING BALANCE DUE ..... 10,000,000.

ENDING FAIR MARKET VALUE ..... 10,000,000.

ATTACHMENT 8 (CONT'D)

BORROWER: EXCELLENT EDUCATION DEVELOP.  
 ORIGINAL AMOUNT: 4,500,000.  
 INTEREST RATE: 0.00000  
 DATE OF NOTE: 08/14/2008  
 MATURITY DATE: 08/13/2015  
 REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: AID W/DUE DILIGENCE FOR SCHOOLS NEEDING FINANCING  
 DESCRIPTION AND FMV OF CONSIDERATION: \$4,500,000 CASH  
 4,500,000.

BEGINNING BALANCE DUE ..... 4,500,000.

ENDING BALANCE DUE ..... 4,500,000.

ENDING FAIR MARKET VALUE ..... 4,500,000.

BORROWER: E-STEM PUBLIC CHARTER SCHOOLS  
 ORIGINAL AMOUNT: 3,200,000.  
 INTEREST RATE: 0.00000  
 DATE OF NOTE: 04/07/2008  
 MATURITY DATE: 07/14/2013  
 REPAYMENT TERMS: PAYMNET DUE IN FULL UPON MATURITY  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: TO RENOVATE CHARTER SCHOOL BUILDING.  
 DESCRIPTION AND FMV OF CONSIDERATION: \$2,937,342 CASH  
 2,937,342.

BEGINNING BALANCE DUE ..... 2,937,342.

ENDING BALANCE DUE ..... 2,937,342.

ENDING FAIR MARKET VALUE ..... 2,937,342.

ATTACHMENT 8 (CONT'D)

BORROWER: LOCAL INITIATIVES SUPPORT CORP  
ORIGINAL AMOUNT: 2,700,000.  
INTEREST RATE: 0.000003  
DATE OF NOTE: 04/26/2008  
MATURITY DATE: 04/26/2021  
REPAYMENT TERMS: DUE AND PAYABLE IN FULL  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: SUPPORT CHARTER SCHOOL FACILITIES  
DESCRIPTION AND FMV OF CONSIDERATION: \$2,700,000, CASH  
2,700,000.

BEGINNING BALANCE DUE ..... 2,700,000.

ENDING BALANCE DUE ..... 2,700,000.

ENDING FAIR MARKET VALUE ..... 2,700,000.

BORROWER: LOCAL INITIATIVES SUPPORT CORP  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 0.000003  
DATE OF NOTE: 12/21/2011  
MATURITY DATE: 12/21/2022  
REPAYMENT TERMS: DUE AND PAYABLE IN FULL  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: NATIONAL CHARTER SCHOOL LOAN FUND  
DESCRIPTION AND FMV OF CONSIDERATION: \$5,000,000 CASH  
5,000,000.

BEGINNING BALANCE DUE .....

ENDING BALANCE DUE ..... 5,000,000.

ENDING FAIR MARKET VALUE ..... 5,000,000.



ATTACHMENT 8 (CONT'D)

BORROWER: SOUTHERN BANCORP CAPITAL PARTNERS  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 2.000000  
DATE OF NOTE: 03/05/2009  
MATURITY DATE: 12/31/2018  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: ESTABLISH ARKANSAS EDUCATION FACILITIES LOAN FUND  
DESCRIPTION AND FMV OF CONSIDERATION: \$9,000,000 CASH  
9,000,000.

BEGINNING BALANCE DUE ..... 9,000,000.

ENDING BALANCE DUE ..... 8,382,196.

ENDING FAIR MARKET VALUE ..... 8,382,196.

BORROWER: SOUTHERN BANCORP CDC  
ORIGINAL AMOUNT: 8,500,000.  
INTEREST RATE: 0.000000  
DATE OF NOTE: 08/13/2009  
MATURITY DATE: 12/31/2015  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: PURCHASE REAL ESTATE FOR A CHARTER SCHOOL IN AR  
DESCRIPTION AND FMV OF CONSIDERATION: \$8,500,000 IN CASH  
8,500,000.

BEGINNING BALANCE DUE ..... 7,265,880.

ENDING BALANCE DUE ..... 6,812,754.

ENDING FAIR MARKET VALUE ..... 6,812,754.

ATTACHMENT 8 (CONT'D)

BORROWER: SOUTHERN BANCORP CAPITAL PARTNERS  
 ORIGINAL AMOUNT: 2,000,000.  
 INTEREST RATE: 1.000000  
 DATE OF NOTE: 12/10/2009  
 MATURITY DATE: 12/10/2029  
 REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATIRITY  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: REDEVELOP DOWNTOWN HELENA, AR  
 DESCRIPTION AND FMV OF CONSIDERATION: \$2,000,000 CASH  
 2,000,000.

BEGINNING BALANCE DUE ..... 500,000.

ENDING BALANCE DUE ..... 500,000.

ENDING FAIR MARKET VALUE ..... 500,000.

BORROWER: IFF  
 ORIGINAL AMOUNT: 3,000,000.  
 INTEREST RATE: 0.00000  
 DATE OF NOTE: 12/08/2010  
 MATURITY DATE: 11/30/2021  
 REPAYMENT TERMS: \$1 MILLION DUE 11/30/2020, BALANCE DUE 11/30/2021  
 SECURITY PROVIDED: NONE  
 PURPOSE OF LOAN: PARENTAL CHOICE PROGRAM IN MILWAUKEE, WI  
 DESCRIPTION AND FMV OF CONSIDERATION: \$3,000,000 IN CASH  
 3,000,000.

BEGINNING BALANCE DUE ..... 1,000,000.

ENDING BALANCE DUE ..... 3,000,000.

ENDING FAIR MARKET VALUE ..... 3,000,000.

ATTACHMENT 8 (CONT'D)

BORROWER: CHARTER SCHOOL FINANCING PARTNERSHIP  
ORIGINAL AMOUNT: 5,000,000.  
INTEREST RATE: 0.00000:  
DATE OF NOTE: 12/20/2010  
MATURITY DATE: 12/31/2022  
REPAYMENT TERMS: DUE AND PAYABLE IN FULL  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: ASSIST CHARTER SCHOOLS WITH ACCESS TO BOND MARKET  
DESCRIPTION AND FMV OF CONSIDERATION: \$3,500,000 IN CASH  
3,500,000.

BEGINNING BALANCE DUE ..... 2,850,000.

ENDING BALANCE DUE ..... 3,500,000.

ENDING FAIR MARKET VALUE ..... 3,500,000.

BORROWER: THE HIGH BAR  
ORIGINAL AMOUNT: 400,000.  
INTEREST RATE: 3.250000  
DATE OF NOTE: 04/01/2010  
MATURITY DATE: 05/31/2014  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: ONLINE TRAINING FOR CHARTER SCHOOL BOARDS  
DESCRIPTION AND FMV OF CONSIDERATION: \$400,000 IN CASH  
400,000.

BEGINNING BALANCE DUE ..... 400,000.

ENDING BALANCE DUE ..... 400,000.

ENDING FAIR MARKET VALUE ..... 400,000.

ATTACHMENT 8 (CONT'D)

BORROWER: BUILDING HOPE  
ORIGINAL AMOUNT: 3,300,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 12/01/2011  
MATURITY DATE: 11/01/2016  
REPAYMENT TERMS: DUE AND PAYABLE IN FULL  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: DC CHARTER SCHOOL FACILITIES  
DESCRIPTION AND FMV OF CONSIDERATION: \$1,500,000 IN CASH  
1,500,000.

BEGINNING BALANCE DUE .....

ENDING BALANCE DUE ..... 1,500,000.

ENDING FAIR MARKET VALUE ..... 1,500,000.

BORROWER: THE NATURE CONSERVANCY  
ORIGINAL AMOUNT: 365,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 03/22/2011  
MATURITY DATE: 02/28/2013  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: PURCHASE 29 ACRES ALONG THE ON KINGS RIVER  
DESCRIPTION AND FMV OF CONSIDERATION: \$365,000 IN CASH  
365,000.

BEGINNING BALANCE DUE .....

ENDING BALANCE DUE ..... 365,000.

ENDING FAIR MARKET VALUE ..... 365,000.

ATTACHMENT 8FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: AEG/SOUTHERN FINANCIAL PARTNERS  
ORIGINAL AMOUNT: 2,500,000.  
INTEREST RATE: 2.000000  
DATE OF NOTE: 06/01/2001  
MATURITY DATE: 07/01/2011  
REPAYMENT TERMS: PMTS OF \$78,125 + INT BEG 10/01/03 UNTIL MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: FUNDING SMALL BUSINESSES IN DELTA AREA  
DESCRIPTION AND FMV OF CONSIDERATION: \$2,500,000 CASH  
2,500,000.

BEGINNING BALANCE DUE ..... 156,250.

ENDING BALANCE DUE ..... \_\_\_\_\_

BORROWER: LOCAL INITIATIVES SUPPORT CORPORATION  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 0.000000  
DATE OF NOTE: 09/09/2003  
MATURITY DATE: 12/31/2016  
REPAYMENT TERMS: 1,000,000 DUE 12/31/12 AND YEARLY. TOTAL DUE 2016  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: FINANCE NEW EDUCATIONAL FACILITIES FUNDS  
DESCRIPTION AND FMV OF CONSIDERATION: 10,000,000 CASH  
10,000,000.

BEGINNING BALANCE DUE ..... 10,000,000.

ENDING BALANCE DUE ..... 7,718,626.

ENDING FAIR MARKET VALUE ..... 7,718,626.

ATTACHMENT 8 (CONT'D)

BORROWER: E-STEM  
ORIGINAL AMOUNT: 150,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 09/14/2011  
MATURITY DATE: 02/15/2012  
REPAYMENT TERMS: \$50,000 DUE 2/15, 5/15, AND 6/15/2012  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: SHORT-TERM LOAN TO ASSIST SCHOOL GROWTH  
DESCRIPTION AND FMV OF CONSIDERATION: \$150,000 IN CASH  
150,000.

BEGINNING BALANCE DUE .....

ENDING BALANCE DUE ..... 150,000.

ENDING FAIR MARKET VALUE ..... 150,000.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 88,619,604.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 95,894,989.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 95,894,989.

ATTACHMENT 9FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WALTON ENTERPRISES, LLC			
LIMITED LIABILITY CO. UNITS	174,365,589.	122,842,070.	542,438,387.
ROB-WAL, TULSA 28, LLC		210,861.	370,000.
NORTHERN TRUST MANAGED INCOME			
ACCOUNTS	520,818,513.	750,040,790.	751,676,807.
BOA CERTIFICATE OF DEPOSIT	5,081,817.	5,114,086.	5,114,086.
REGION BANK - STOCK	5,957,098.	5,957,098.	713,624.
DFA JAPAN (DFJSX)		15,128,428.	15,128,428.
T ROWE PRICE (TRIAX)		20,400,802.	20,400,802.
PIMCO (PELBX)		50,161,373.	50,161,372.
DFA ASIA PACIFIC (DFRSX)		15,563,510.	15,563,510.
JP MORGAN CHASE BANK		29,807,996.	29,466,698.
M SQUARE		10,000,000.	10,000,000.
AKO FUND LIMITED		25,000,000.	25,000,000.
CONVEXITY		50,000,000.	50,000,000.
KENSICO		25,000,000.	25,000,000.
MASON CAPITAL		50,000,000.	50,000,000.
TOTALS	<u>706,223,017.</u>	<u>1,175,227,014.</u>	<u>1,591,033,714.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PROGRAM RELATED INVESTMENT- (SOUTHERN DEVELOPMENT BANK CO)	3,300,030.	3,300,030.	3,300,030.
PROGRAM RELATED INVESTMENT- (NEIGHBORHOOD BANCORP.)	100,000.	100,000.	100,000.
DEPOSITS	8,753.	8,753.	8,753.
TOTALS	<u>3,408,783.</u>	<u>3,408,783.</u>	<u>3,408,783.</u>



ATTACHMENT 11FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

DIFFERENCE IN COST AND FMV OF IN-KIND  
GRANT PAID

157,622,920.

TOTAL

157,622,920.

WALTON FAMILY FOUNDATION, INC.

13-3441466

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND TIME DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
S. ROBSON WALTON P.O BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
JIM C. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	SEC/TREAS & BOARD DR < 10 HOURS	NONE	NONE	NONE
ALICE L WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
SAMUEL R. WALTON P O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
CARRIE W. PENNER P.O BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
BENJAMIN S. WALTON P O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE

ATTACHMENT 12

## FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ALICE A. PROIETTI P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
STEUART L. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
THOMAS L. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
LUKAS T. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
JAMES M. WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
WALTON ENTERPRISES, LLC - MANAGEMENT SERVICES P.O. BOX 1860 BENTONVILLE, AR 72712		* 5,031,988	NONE	NONE
		5,031,988	NONE	NONE

\* Reported as authorized under IRS Announcement 2001-33.  
No individual listed above received compensation from  
Walton Enterprises, LLC or any other source for services  
to the Foundation

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
GOLDMAN SACHS ASSET MGT. 71 SOUTH WACKER DRIVE CHICAGO, IL 60606	INVESTMENT MGMT FEES	457,161.
EDUCATION STRATEGY CONSULTING 2145 EVANS CIRCLE EARLYSVILLE, VA 22936	EVALUATION SERVICES	815,075.
SIDLEY AUSTIN, LLP ONE SOUTH DEARBORN CHICAGO, IL 60603	LEGAL SERVICES	343,356.
NORTHERN TRUST LA SALLE STREET CHICAGO, IL 60606	INVESTMENT SERVICES	716,016.
ON MESSAGE, INC. 815 SLATERS LANE ALEXANDRIA, VA 22314	EVALUATION SERVICES	362,020.
TOTAL COMPENSATION		<u>2,693,628.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

BRENDA DEAN  
P.O. BOX 2030  
BENTONVILLE, AR 72712  
479/464-1570

ATTACHMENT 15

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

GRANTS TO ORGANIZATIONS: WRITTEN REQUESTS ONLY  
SCHOLARSHIPS: SEE ATTACHED SCHOLARSHIP APPLICATION

**WALTON FAMILY FOUNDATION**

**Form 990-PF**

**FEIN: 13-3441466**

**December 31, 2011**

**Attachment 15A**

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**Statement of Persons Becoming a Substantial Contributor During the Tax Year**

(1) HRW TESTAMENTARY TRUST No. 1  
P.O. Box 730  
Millsap, TX 76066

(2) HRW TESTAMENTARY TRUST No. 2  
P.O. Box 730  
Millsap, TX 76066

(3) HRW TESTAMENTARY TRUST No. 3  
P.O. Box 730  
Millsap, TX 76066

(4) HRW TESTAMENTARY TRUST No. 4  
P.O. Box 730  
Millsap, TX 76066

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SEE ATTACHMENT 18			278,635,351.
WALTON FAMILY CHARITABLE SUPPORT FOUNDATION P.O. BOX 1860 BENTONVILLE, AR 72712	PUBLIC - SEE ATTCH 16A	TO PROVIDE ADDITIONAL ENDOWMENT FUNDING TO THE WALTON FAMILY CHARITABLE SUPPORT FOUNDATION FOR THE SUPPORT OF THE WALTON INTERNATIONAL SCHOLARSHIP PROGRAM	209,160,000.
		TOTAL CONTRIBUTIONS PAID	<u>487,795,351.</u>



WALTON FAMILY FOUNDATION  
Form 990-PF  
FEIN: 13-3441466  
December 31, 2011

Attachment 16A

Statement Regarding Fair Market Value as the Measure for Property Distributed:

Description of Property Distributed	3,500 Walton Enterprises LLC Units
Book Value of Distributed Property	\$52,347,937
Fair Market Value of Distributed Property	\$209,160,000
Method Used to Determine Book Value:	Acquisition Value
Method Used to Determine Fair Market Value:	Appraisal
Date of Gift:	October 27, 2011

WALTON FAMILY FOUNDATION, INC.

13-3441466

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 17

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
RECOVERY OF PRIOR YEAR GRANTS					500,636.
TOTALS					<u>500,636.</u>

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
NEO A and M College Development Foundation, Inc	Miami	OK		Public	Charitable	10,000
4 O Schools	New Orleans	LA		Exp Responsibility	Charitable	467,667
50CAN, Inc	New York	NY		Public	Education	1,800,000
8 Points Charter School, Inc	Jacksonville	IL		Public	Education	220,000
Academics Plus Charter School	Maumelle	AR		Public	Education	250,000
Academy of New Media Middle School	Columbus	OH		Public	Education	220,000
Achievement Network, LTD	Boston	MA		Exp Responsibility	Education	62,500
Adair County 4-H	Stilwell	OK		Public	Education	4,000
Adair Public Schools	Adair	OK		Public	Education	4,500
African Parks Foundation of America	Middleburg	VA		Public	Charitable	500,000
Agricultural Watershed Institute	Decatur	IL		Public	Charitable	139,000
Agudath Israel of America, Inc	Skokie	IL		Public	Education	500,000
Agudath Israel of Illinois	Chicago	IL		Public	Education	100,000
Aim High Academy, Inc	Tulsa	OK		Public	Education	10,000
Alliance for School Choice, Inc	Washington	DC		Public	Education	1,202,000
Alliance for Water Efficiency	Chicago	IL		Public	Charitable	128,242
Alma Community Outreach Center	Alma	AR		Public	Charitable	3,000
Alma Police Focus Group	Alma	AR		Public	Charitable	1,000
Amani Public Charter School	Mount Vernon	NY		Public	Education	220,000
American Bird Conservancy	The Plains	VA		Public	Charitable	101,576
American Cancer Society Inc	Stilwell	OK		Public	Charitable	2,000
American Cancer Society, Inc	Phoenix	AZ		Public	Charitable	1,000
American Center for School Choice	Berkeley	CA		Public	Education	40,000
American Enterprise Institute for Public Policy Research	Washington	D C		Public	Education	160,000
American Farmland Trust	Washington	DC		Public	Charitable	186,850
American Heart Association	Tulsa	OK		Public	Charitable	10,000
American Red Cross Greater Arkansas Chapter	Little Rock	AR		Public	Charitable	5,000
American Rivers, Inc	Washington	DC		Public	Charitable	425,000
American Whitewater	Cullowhee	NC		Public	Charitable	52,000
Americans for Prosperity Foundation	Arlington	VA		Public	Education	250,000
Amon Carter Museum of Western Art	Fort Worth	TX		Public	Charitable	688,800
Angel Tree Project	Anderson	MO		Public	Charitable	2,500
AOPA Foundation Aircraft Owners and Pilot Association	Frederick	MD		Public	Charitable	15,000
ARC for the River Valley	Fort Smith	AR		Public	Charitable	1,000
ARC Group Homes, Inc	Bartlesville	OK		Public	Charitable	2,500
Argentine Neighborhood Development Association	Kansas City	KS		Public	Charitable	5,000
Arizona Animal Welfare League Inc	Phoenix	AZ		Public	Charitable	5,000
Arizona Charter Schools Association	Phoenix	AZ		Public	Education	510,000
Arizona Community Foundation	Phoenix	AZ		Public	Charitable	500,000
Arizona Humane Society	Phoenix	AZ		Public	Charitable	5,000
Arizona Land and Water Trust Inc.	Tucson	AZ		Public	Charitable	150,000
Arizona Rivers	Phoenix	AZ		Public	Charitable	20,000
Arizona School Choice Administration Corporation	Glendale	AZ		Public	Education	400,000
Arizona Science Center	Phoenix	AZ		Public	Charitable	355,000
Arizona State Parks Foundation	Cottonwood	AZ		Public	Charitable	350,000
Arkansans for Education Reform Foundation	Little Rock	AR		Exp Responsibility	Education	205,000
Arkansas Aims - Arkansas Advanced Initiative for Math and Science, Inc	Little Rock	AR		Public	Education	859,051
Arkansas Arts Center Foundation	Little Rock	AR		Public	Charitable	1,000
Arkansas Athletes Outreach	Fayetteville	AR		Public	Charitable	10,000
Arkansas Bicycle Coalition	Bentonville	AR		Public	Charitable	24,000
Arkansas Business & Education Alliance, Inc	State University	AR		Public	Education	2,500
Arkansas Children's Hospital Foundation	Little Rock	AR		Public	Charitable	5,000
Arkansas Committee of the National Museum of Women in the Arts	Helena	AR		Public	Charitable	3,000
Arkansas Community Foundation	Little Rock	AR		Public	Charitable	40,000
Arkansas Department of Education	Little Rock	AR		Public	Education	218,000
Arkansas Department of Health	Clarksville	AR		Public	Charitable	3,000
Arkansas Game and Fish Commission	Little Rock	AR		Public	Charitable	115,000
Arkansas Governor's Mansion Association	Little Rock	AR		Public	Charitable	1,000
Arkansas Hunger Relief Alliance Inc	Little Rock	AR		Public	Charitable	4,000
Arkansas Hunters Feeding the Hungry, Inc	Little Rock	AR		Public	Charitable	4,237

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Arkansas Independent Colleges & Universities	North Little Rock	AR		Public	Education	12,000
Arkansas Policy Foundation	Little Rock	AR		Public	Education	10,000
Arkansas Public School Resource Center	Little Rock	AR		Public	Education	986,558
Arkansas Special Olympics Area 4	Springdale	AR		Public	Charitable	3,500
Arkansas Special Olympics Inc	North Little Rock	AR		Public	Charitable	7,250
Arkansas State Council on Economic Education	Little Rock	AR		Public	Education	21,000
Arkansas Symphony Orchestra Foundation	Little Rock	AR		Public	Charitable	5,000
Arkansas Tech University	Russellville	AR		Public	Education	294,000
Arkansas Tech University Foundation	Russellville	AR		Public	Education	2,500
Arkansas Tennis Patrons Foundation	Little Rock	AR		Public	Charitable	10,000
Arts Center of the Ozarks	Springdale	AR		Public	Charitable	6,000
Arts in Action Community Charter School	Montebello	CA		Public	Education	220,000
Aspen Center for Environmental Studies	Aspen	CO		Public	Charitable	38,500
Aspen Valley Medical Foundation Limited	Aspen	CO		Public	Charitable	10,000
Aspen Valley Ski-Snowboard Club, Inc	Aspen	CO		Public	Charitable	40,000
Aspire of Green County Oklahoma	Tulsa	OK		Public	Charitable	10,000
Aspire of Southwest Missouri	Joplin	MO		Public	Charitable	5,000
Association of American Educators Foundation	Mission Viejo	CA		Public	Education	460,509
Association of Latino Professionals in Finance and Accounting Foundation	Los Angeles	CA		Public	Charitable	338,074
Association of Missouri Charter Schools	Kansas City	MO		Public	Education	447,901
Association of the United States Army	Lawton	OK		Public	Charitable	5,000
ASU Foundation for A New American University	Tempe	AZ		Public	Charitable	1,000,000
Baptist Health Foundation	Little Rock	AR		Public	Charitable	25,000
Barrow Neurological Foundation	Pheonix	AZ		Public	Charitable	50,000
Barry Goldwater Institute for Public Policy Research	Phoenix	AZ		Public	Education	200,000
Bartlesville Area Friends of the Parks, Inc	Bartlesville	OK		Public	Charitable	5,250
Bartlesville Community Center	Bartlesville	OK		Public	Charitable	7,500
Bartlesville Regional United Way	Bartlesville	OK		Public	Charitable	1,000
Baxter County Public Library Foundation	Mountain Home	AR		Public	Charitable	10,000
Baylor University	Waco	TX		Public	Charitable	1,000
Bayou Bartholomew Alliance	Monticello	AR		Public	Charitable	108,415
Beaver Water District	Lowell	AR		Public	Charitable	127,250
Beaver Watershed Alliance	Fayetteville	AR		Exp Responsibility	Charitable	124,237
Bella Vista Historical Society	Bella Vista	AR		Public	Charitable	1,000
Bellwether Education Partners	Washington	DC		Public	Education	90,000
Benton County Historical Society	Bentonville	AR		Public	Charitable	2,000
Benton County Sunshine School	Little Flock	AR		Public	Charitable	15,000
Benton County Womens Shelter	Bentonville	AR		Public	Charitable	5,000
Bentonville Bella Vista Trailblazers Association Inc	Bentonville	AR		Public	Charitable	374,261
Bentonville Child Care and Development Center	Bentonville	AR		Public	Charitable	1,799,563
Bentonville Library Foundation	Bentonville	AR		Public	Charitable	61,500
Bentonville Public Schools	Bentonville	AR		Public	Education	100,224
Berryville Public Schools	Berryville	AR		Public	Education	2,500
Bethlehem House Inc	Conway	AR		Public	Charitable	5,000
Better Learning Communities	St Louis	MO		Public	Education	30,000
Beyond Boundaries, Inc	Ward	AR		Public	Charitable	2,500
Big Brothers and Big Sisters of North Central Arkansas	Conway	AR		Public	Charitable	3,147
Big Brothers Big Sisters of North Central Arkansas Inc	Conway	AR		Public	Charitable	4,000
Big Brothers Big Sisters of Northwest Arkansas, Inc	Springdale	AR		Public	Charitable	2,500
Big Brothers Big Sisters of Oklahoma	Tulsa	OK		Public	Charitable	5,000
Bikers Against Child Abuse	Russellville	AR		Public	Charitable	3,500
Biodiversity Project	Chicago	IL		Public	Charitable	115,005
Black Alliance for Educational Options (BAEO)	Washington	DC		Public	Education	796,000
Black Bear Conservation Committee	Baton Rouge	LA		Public	Charitable	200,000
Black Stallion Literacy Foundation, Inc	Mountain Home	AR		Public	Charitable	1,000
Blackstone Valley Prep	Cumberland	RI		Public	Education	500,000
Bluestem Regional Medical Development Foundation	Bartlesville	OK		Public	Charitable	10,000
Board of Trustees of Southern Illinois University	Carbondale	IL		Public	Charitable	60,000
Bonneville House Association	Fort Smith	AR		Public	Charitable	1,150
Botanical Garden Society of the Ozarks	Fayetteville	AR		Public	Charitable	90,855
Boulder Community Foundation	Boulder	CO		Public	Charitable	55,400

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Boy Scouts of America Cherokee Area Council	Bartlesville	OK		Public	Charitable	5,000
Boy Scouts of America Troop 84	Siloam Springs	AR		Public	Charitable	3,700
Boy Scouts of America/Indian Nations Council, Inc	Tulsa	OK		Public	Charitable	10,000
Boy Scouts of America/Westark Area Council	Fort Smith	AR		Public	Charitable	8,000
Boys & Girls Club of Central Arkansas	Little Rock	AR		Public	Charitable	5,000
Boys & Girls Clubs of America	Atlanta	GA		Public	Charitable	25,000
Boys & Girls Clubs of Metropolitan Phoenix	Phoenix	AZ		Public	Charitable	15,000
Boys and Girls Club of Bartlesville	Bartlesville	OK		Public	Charitable	10,000
Boys and Girls Club of Benton County	Bentonville	AR		Public	Charitable	20,000
Boys and Girls Club of Faulkner County Arkansas, Inc	Conway	AR		Public	Charitable	5,000
Boys and Girls Club of LeFlore County	Poteau	OK		Public	Charitable	5,000
Boys and Girls Club of Sequoyah County	Sallisaw	OK		Public	Charitable	2,500
Boys and Girls Club of the Alma Area, Inc	Alma	AR		Public	Charitable	3,000
Boys and Girls Club of the Ozarks, Inc	Branson	MO		Public	Charitable	3,000
Boys and Girls Club of Wallingford	Wallingford	CT		Public	Charitable	4,000
Boys and Girls Clubs of Greater Kansas City	Kansas City	MO		Public	Charitable	5,000
Bridge Boston Charter School	Jamaica Plain	MA		Public	Education	250,000
Brighter Choice Foundation	Albany	NY		Public	Education	900,000
Broken Arrow Performing Arts Center Foundation	Broken Arrow	OK		Public	Charitable	10,000
Brookings Institution	Washington	DC		Public	Education	200,000
Broome Street Academy Charter High School	New York	NY		Public	Education	220,000
Building Excellent Schools	Boston	MA		Public	Education	2,546,400
Building Hope	Washington	DC		Exp Responsibility	Education	118,000
Bull Shoals Library Friends, Inc	Bull Shoals	AR		Public	Charitable	2,000
Business for the Environment Global Futures Foundation dba The Future 500	San Francisco	CA		Public	Charitable	60,000
C A R E Association Adult Day Center	Shawnee	OK		Public	Charitable	5,000
Cabot Scholarship Foundation, Inc	Cabot	AR		Public	Charitable	3,500
California Academy of Sciences	San Francisco	CA		Public	Charitable	630,000
California Charter Schools Association CCSA	Los Angeles	CA		Public	Education	3,250,000
Cameron University Foundation, Inc	Lawton	OK		Public	Charitable	10,000
Camino Nuevo Charter Academy	Los Angeles	CA		Public	Education	250,000
Camp Aldersgate, Inc	Little Rock	AR		Public	Charitable	5,000
Camp War Eagle, Inc	Rogers	AR		Exp Responsibility	Charitable	4,494,832
Cape Cod Commercial Hook Fishermen's Association Inc	North Chatham	MA		Public	Charitable	75,000
Capital Research Center	Washington	DC		Public	Charitable	1,000
Careity Foundation	Fort Worth	TX		Public	Charitable	25,000
Carl Albert State College Development Foundation	Poteau	OK		Public	Charitable	2,700
Carl Junction Educational Foundation	Carl Junction	MO		Public	Charitable	5,000
Carpe Diem West	Sausalito	CA		Public	Charitable	75,000
Carroll and Madison Public Library Foundation	Berryville	AR		Public	Charitable	2,000
Carroll County Community Foundation	Eureka Springs	AR		Public	Charitable	2,500
Carthage Public Library Development Foundation, Inc	Carthage	MO		Public	Charitable	2,500
Carthage R-9 School Foundation	Carthage	MO		Public	Charitable	5,000
CASA - Court Appointed Special Advocates	Sherman	TX		Public	Charitable	5,000
CASA of Crawford County, Inc	Van Buren	AR		Public	Charitable	1,250
CASA of Northwest Arkansas, Inc	Springdale	AR		Public	Charitable	2,000
Catalyst Schools	Chicago	IL		Public	Education	30,000
Catholic Association of Latino Leaders Inc	San Antonio	TX		Public	Education	150,000
Catholic Social Services, Diocese of Little Rock	Little Rock	AR		Public	Charitable	98,000
Cato Institute	Washington	DC		Public	Charitable	3,000
Celebrity Fight Night Foundation	Phoenix	AZ		Public	Charitable	20,000
Celerity Cardinal Charter School	Los Angeles	CA		Public	Education	250,000
Celerity Educational Group	Los Angeles	CA		Public	Education	60,000
Celerity Octavia Charter School	Los Angeles	CA		Public	Education	250,000
Celerity Palmati Charter School	Los Angeles	CA		Public	Education	250,000
Celerity Sirius Charter School	Los Angeles	CA		Public	Education	250,000
Center for American Progress	Washington	DC		Public	Education	50,000
Center for Education Reform	Bethesda	MD		Public	Education	930,662
Center for Rural Affairs	Lyons	NE		Public	Charitable	150,000
Centers for Youth & Families, Inc	Little Rock	AR		Public	Charitable	5,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp Responsibility	Purpose	AmtPaid
Central Arkansas Area Agency on Aging, Inc	North Little Rock	AR		Public	Charitable	2,500
Central Oklahoma Community Action Agency	Shawnee	OK		Public	Charitable	2,500
Centro Mexicano de Derecho Ambiental, A C (CEMDA)	Mexico City			Exp Responsibility	Charitable	92,500
CEO Leadership Academy, Inc	Milwaukee	WI		Public	Education	100,000
Cerebral Palsy of Tri-County, Inc	Webb City	MO		Public	Charitable	2,500
Ceres, Inc	Boston	MA		Public	Education	75,000
Challenged Athletes Foundation	San Diego	CA		Public	Charitable	5,000
Charles A Tindley Accelerated School	Indianapolis	IN		Public	Education	250,000
Charles School at Ohio Dominican University	Columbus	OH		Public	Education	30,000
Charter Board Partners	Bethesda	MD		Public	Education	68,200
Charter Fund, Inc	Broomfield	CO		Exp Responsibility	Education	20,400,000
Charter School Partners	Minneapolis	MN		Public	Education	70,961
Chickasha Public School Foundation	Chickasha	OK		Public	Education	4,000
Child Advocates of Silicon Valley, Inc	Milpitas	CA		Public	Charitable	5,000
Children's Center, Inc	Bethany	OK		Public	Charitable	5,000
Children's Discovery Museum of San Jose	San Jose	CA		Public	Charitable	1,000
Children's Garden Montessori School	Denver	CO		Public	Charitable	5,000
Children's Health Council	Palo Alto	CA		Public	Charitable	1,000
Children's Museum of Northwest Arkansas	Bentonville	AR		Public	Charitable	1,000
Choate Rosemary Hall Foundation, Inc	Wallingford	CT		Public	Education	2,491,000
Christel House DORS	Indianapolis	IN		Exp Responsibility	Charitable	30,000
Christian Action Ministries	Branson	MO		Public	Charitable	2,000
Christian Community Care Clinic, Inc	Benton	AR		Public	Charitable	2,000
Christopher House	Chicago	IL		Public	Charitable	30,000
Chula Vista Elementary School District	Chula Vista	CA		Public	Education	144,560
Church of the Nazarene	Kansas City	MO		Public	Charitable	3,000
Church of the Pioneers Foundation	Menlo Park	CA		Public	Charitable	5,000
Church Women United Duncan Toy Shop	Duncan	OK		Public	Charitable	2,000
Circle of Life	Springdale	AR		Public	Charitable	50,000
City of Caney	Caney	KS		Public	Charitable	6,500
City of Cave Springs	Cave Springs	AR		Public	Charitable	3,000
City of Cotter	Cotter	AR		Public	Charitable	2,000
City of Farmington	Farmington	AR		Public	Charitable	10,000
City of Fort Worth - Animal Adoption Center	Fort Worth	TX		Public	Charitable	10,000
City of Lowell	Lowell	AR		Public	Charitable	3,000
City of Mesquite, NV	Mesquite	NV		Public	Charitable	135,000
City of Mountain Home	Mountain Home	AR		Public	Charitable	5,000
City of Noel	Noel	MO		Public	Charitable	2,000
City of Pea Ridge	Pea Ridge	AR		Public	Charitable	7,000
City of Yellville	Yellville	AR		Public	Charitable	2,000
City Year Inc	Boston	MA		Public	Charitable	300,000
Civitan Center	Benton	AR		Public	Charitable	2,000
Claremore Public Schools Foundation	Claremore	OK		Public	Education	5,000
Classic Charitable Foundation - Celebrity Classic	Fort Smith	AR		Public	Charitable	10,000
Clear Spring School Incorporated	Eureka Springs	AR		Public	Education	5,000
Cleveland Collegiate Preparatory School	Cleveland	OH		Public	Education	220,000
Cleveland County Christmas Store, Inc	Norman	OK		Public	Charitable	5,000
ClientEarth	London E8 3QW			Public - US Equiv	Charitable	162,500
Coalition to Restore Coastal Louisiana	Baton Rouge	LA		Public	Charitable	75,000
Coastal Quest	Oakland	CA		Public	Charitable	26,025
Cochise County	Bisbee	AZ		Public	Charitable	500,000
Coconino County Sustainable Economic Development Initiative	Flagstaff	AZ		Public	Charitable	51,857
Coffeyville Community College Foundation	Coffeyville	KS		Public	Education	3,500
Colcord Public Schools	Colcord	OK		Public	Education	3,000
College of the Ozarks	Point Lookout	MO		Public	Education	25,000
College of Wooster	Wooster	OH		Public	Education	20,000
College-Ready Academy High School #17	Los Angeles	CA		Public	Education	250,000
Colorado College	Colorado Springs	CO		Public	Education	2,000,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Colorado Environmental Coalition	Denver	CO		Public	Charitable	24,795
Colorado League of Charter Schools	Denver	CO		Public	Education	767,326
Colorado Mesa University Foundation	Grand Junction	CO		Public	Education	58,958
Colorado Nonprofit Development Center	Denver	CO		Public	Education	687,000
Colorado State University Foundation	Fort Collins	CO		Public	Education	100,533
Colorado Succeeds	Denver	CO		Public	Education	215,000
Colorado Therapeutic Riding Center, Inc	Longmont	CO		Public	Charitable	10,000
Colorado Water Trust	Denver	CO		Public	Charitable	664,542
Colorado Watershed Assembly	Carbondale	CO		Public	Charitable	50,000
Columbia College	Columbia	MO		Public	Education	10,000
Columbia Law School	New York	NY		Public	Education	25,000
Columbia Public Schools	Columbia	MO		Public	Education	2,000
Columbus Collegiate Academy - West Campus	Columbus	OH		Exp Responsibility	Education	30,000
Columbus Elementary School	Tulsa	OK		Public	Education	25,000
Communities Foundation of Oklahoma, Inc	Oklahoma City	OK		Public	Charitable	5,500
Communities in Schools of Ottawa	Ottawa	KS		Public	Education	5,000
Community Action Program for Central Arkansas	Conway	AR		Public	Charitable	2,500
Community Development Corporation of Bentonville Bella Vista, Inc	Bentonville	AR		Public	Charitable	2,500
Community Foundation of Jackson Hole	Jackson	WY		Public	Charitable	418,902
Community Health Clinic of Joplin	Joplin	MO		Public	Charitable	5,000
Community School for Creative Education	Alameda	CA		Public	Charitable	200,000
Community Service Council of Greater Tulsa	Tulsa	OK		Public	Charitable	5,000
Comunidad y Biodiversidad, A C	Guaymas Sonora, Mexico			Exp Responsibility	Charitable	599,192
Connecticut Coalition for Achievement Now Inc	New Haven	CT		Public	Education	800,000
Conselva A C	Sinaloa, Mexico			Exp Responsibility	Charitable	20,000
Conservation International Foundation	Arlington	VA		Public	Charitable	16,208,278
Conservation Lands Foundation	Durango	CO		Public	Charitable	275,000
Consultative Group on Biological Diversity	San Francisco	CA		Public	Charitable	95,598
Consumer Credit Counseling Service of Oklahoma, Inc	Tulsa	OK		Public	Charitable	5,000
Conway County Center for Exceptional Children	Morrilton	AR		Public	Charitable	2,500
Conway County Christian Clinic, Inc	Morrilton	AR		Public	Charitable	2,500
Conway County Single Parent Scholarship Fund	Morrilton	AR		Public	Charitable	1,574
Conway Cradle Care	Conway	AR		Public	Charitable	2,500
Cookson Hills Christian Ministries - Cookson Hills Christian School	Kansas	OK		Public	Charitable	40,000
Cooperative Development Services	Madison	WI		Public	Charitable	30,000
Core Knowledge Foundation	Charlottesville	VA		Public	Education	107,161
Cornerstone Health High School	Royal Oak	MI		Public	Education	220,000
Council for Economic Education	New York	NY		Public	Education	20,000
Craig County Community Partnership, Inc	Vinita	OK		Public	Charitable	5,000
Creoks Mental Health Services	Sapulpa	OK		Public	Charitable	2,425
Crescent City Schools Charter School	New Orleans	LA		Public	Education	250,000
Crohn's and Colitis Foundation of America, Inc	Broken Arrow	OK		Public	Charitable	5,000
Cross Timbers Senior Citizen Center	Mineral Wells	TX		Public	Charitable	5,000
Crossroads Inc	Phoenix	AZ		Public	Charitable	2,000
Crowder College Foundation, Inc	Neosho	MO		Public	Charitable	8,000
Crystal Bridges Museum of American Art, Inc	Bentonville	AR		Public	Charitable	357,000
Cystic Fibrosis Foundation	Little Rock	AR		Public	Charitable	2,000
Cystic Fibrosis Foundation	Phoenix	AZ		Public	Charitable	5,000
Dairy Research Institute	Rosemont	IL		Public	Charitable	74,920
Dallas County Community Foundation	Springfield	MO		Public	Charitable	3,500
Damar Charter Academy	Indianapolis	IN		Public	Education	250,000
DC Preparatory Academy	Washington	DC		Public	Education	250,000
DC Public Charter School Board	Washington	DC		Public	Education	601,193
DC Public Education Fund	Washington	DC		Public	Education	2,076,330
Decision Point, Inc	Bentonville	AR		Public	Charitable	30,000
Defenders of Dreams Heritage Center Foundation, Inc	Midwest City	OK		Public	Charitable	5,000
Democracy Prep Harlem Charter School	New York	NY		Public	Education	250,000
Denison ISD Education Foundation, Inc	Denison	TX		Public	Charitable	5,000
Denver Bike Sharing	Denver	CO		Public	Charitable	52,890
Denver Center for International Studies at Ford Elementary	Denver	CO		Public	Education	300,000
Denver Center for International Studies at Montbello	Denver	CO		Public	Education	300,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Denver Children's Advocacy Center	Denver	CO		Public	Charitable	63,751
Denver Foundation	Denver	CO		Public	Charitable	400,000
Denver Public Schools (DPS)	Denver	CO		Public	Education	376,182
Denver Scholarship Foundation (DSF)	Denver	CO		Public	Education	219,382
Desert Botanical Garden	Phoenix	AZ		Public	Charitable	10,000
Destined to Win Second Chance Ranch, Inc	Bryant	AR		Public	Charitable	4,000
Developmental Wings, Inc	Roland	OK		Public	Charitable	2,300
Dewey Public Schools	Dewey	OK		Public	Education	5,000
Dickinson State University Foundation	Dickinson	ND		Public	Education	278,000
Diocesan Council for the Society of St Vincent De Paul Diocese Phoenix	Phoenix	AZ		Public	Charitable	5,000
Domestic Violence Intervention Services, Inc	Tulsa	OK		Public	Charitable	15,000
Don Bosco Community Center	Kansas City	MO		Public	Charitable	5,000
DonorsChoose org	New York	NY		Public	Charitable	100,000
Door of Faith Ministries, Inc	Chula Vista	CA		Public	Charitable	2,500
Downtown Bentonville Inc	Bentonville	AR		Public	Charitable	215,000
Ducks Unlimited	Monroe	LA		Public	Charitable	465,698
Duncan Public Schools Foundation	Duncan	OK		Public	Education	4,000
Duncan Regional Hospital Health Foundation	Duncan	OK		Public	Charitable	3,000
EAA Aviation Foundation, Inc	Oshkosh	WI		Public	Charitable	125,000
Eagle County Schools	Eagle	CO		Public	Education	25,000
Early College Academy of Leaders and Scholars	Burbank	CA		Public	Education	250,000
East Central University Foundation, Inc	Ada	OK		Public	Education	10,000
East Harlem Scholars Academy	New York	NY		Public	Education	250,000
Eastern Oklahoma District Library	Muskogee	OK		Public	Charitable	2,900
Ecology Project International	Missoula	MT		Public	Charitable	539,725
Economic Opportunity Agency of Washington County, Inc	Springdale	AR		Public	Charitable	3,000
Ecotrust	Portland	OR		Public	Charitable	50,000
Edgewood Center for Children and Families	San Francisco	CA		Public	Charitable	1,000
Editorial Projects in Education	Bethesda	MD		Public	Education	150,000
Edmond Family Counseling , Inc	Edmond	OK		Public	Charitable	5,000
Education Pioneers	Oakland	CA		Public	Education	1,043,119
Education Reform Now, Inc	New York	NY		Public	Education	1,100,000
Education Trust, Inc	Washington	DC		Public	Education	300,000
Educational Enterprises, Inc	Waukesha	WI		Public	Education	450,000
Edward W Brooke Charter School 2	Roslindale	MA		Public	Education	250,000
EG West Institute for Effective Schooling	San Antonio	TX		Public	Education	20,000
El Centro, Inc	Kansas City	KS		Public	Charitable	5,000
Elements Academy	Denver	CO		Exp Responsibility	Education	2,374
Elgin Public Schools	Elgin	OK		Public	Education	5,000
Elkins High School	Elkins	AR		Public	Education	5,000
Empower College Prep	Phoenix	AZ		Exp Responsibility	Education	30,000
Endeavor Foundation	Springdale	AR		Public	Education	1,308,200
Environment Colorado Research and Policy Center, Inc	Denver	CO		Public	Charitable	10,000
Environmental Defense Fund	Washington	DC		Public	Charitable	13,683,709
Environmental Law & Policy Center	Chicago	IL		Public	Charitable	60,000
Environmental Law Institute	Washington	DC		Public	Charitable	124,972
Environmental Working Group	Washington	DC		Public	Charitable	150,000
Erie Elementary Charter School	Chicago	IL		Public	Education	250,000
Eureka Springs School of the Arts	Eureka Springs	AR		Public	Education	2,500
Evergreen State College Foundation	Olympia	WA		Public	Education	10,000
Exalt Education - Formerly KNOVA Learning	Little Rock	AR		Exp Responsibility	Education	313,500
Excel Academy Charter School - Chelsea	Chelsea	MA		Public	Education	250,000
Excellent Education Development, Inc	Los Angeles	CA		Public	Education	250,000
Excellent Education for Everyone, Inc	New Brunswick	NJ		Public	Education	421,500
Executive Services Corps of Central Oklahoma	Oklahoma City	OK		Public	Charitable	2,500
Experiencia Academy Project Team	Detroit	MI		Exp Responsibility	Education	30,000
Exploratorium	San Francisco	CA		Public	Charitable	2,000
Extera Public School	Sherman Oaks	CA		Public	Education	250,000



Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Faith 7 Activity Center	Shawnee	OK		Public	Charitable	2,500
Faith Community Health Center, Inc	Branson	MO		Public	Charitable	2,000
Faith Medical Missions	Chickasha	OK		Public	Charitable	3,000
Families Empowered	Houston	TX		Public	Education	400,000
Family Conservancy	Kansas City	KS		Public	Charitable	5,000
Family Promise of Pulaski County, Inc	Little Rock	AR		Public	Charitable	5,000
Family Promise of Shawnee, Inc	Shawnee	OK		Public	Charitable	5,000
Family Resource Services of Lonoke Inc	Lonoke	AR		Public	Charitable	2,148
Family Service Agency, Inc	North Little Rock	AR		Public	Charitable	5,000
Family Violence Center, Inc	Springfield	MO		Public	Charitable	5,000
Family YMCA of Bartlesville	Bartlesville	OK		Public	Charitable	5,000
Farmington Public Schools - Farmington School District	Farmington	AR		Public	Education	4,600
Fay School	Southborough	MA		Public	Education	10,000
Fayetteville Area Community Foundation	Fayetteville	AR		Public	Charitable	4,500
Fellowship of Christian Athletes	Lowell	AR		Public	Charitable	15,000
Ferncliff Camp & Conference Center	Little Rock	AR		Public	Charitable	10,000
Fight for Children, Inc	Washington	DC		Public	Charitable	1,000
Fine Arts Institute of Edmond	Edmond	OK		Public	Education	5,000
FirstLine College Prep High School	New Orleans	LA		Public	Education	250,000
FishChoice Inc	Fort Collins	CO		Public	Charitable	90,000
FJC A Foundation of Donor Advised Funds - (Sanka Singh Thangde Gastal)	New York	NY		Public	Charitable	10,000
Florida Charter School Alliance FCSA	Fort Lauderdale	FL		Public	Education	159,743
Focus on Greenwood	Greenwood	AT		Public	Education	1,500
Fondo Mexicano para la Conservacion	03900 Mexico, D F			Public	Charitable	75,000
Fondo para la Accion Ambiental y la Ninez	Bogota, Colombia			Exp Responsibility	Charitable	25,000
Food and Shelter for Friends	Norman	OK		Public	Charitable	5,000
Food Bank of North Central Arkansas Norfolk Community Care Program, Inc	Norfolk	AR		Public	Charitable	2,000
Fort Smith Area Community Foundation	Fort Smith	AR		Public	Charitable	1,000
Fort Smith Art Center	Fort Smith	AR		Public	Charitable	3,500
Fort Smith Chamber Economic Development Foundation, Inc	Fort Smith	AR		Public	Charitable	31,250
Fort Smith Childrens Emergency Shelter	Fort Smith	AR		Public	Charitable	5,000
Fort Worth Zoological Association, Inc	Fort Worth	TX		Public	Charitable	50,000
Fortune School of Education	Sacramento	CA		Public	Education	250,000
Foundation for Excellence in Education FEE	Tallahassee	FL		Public	Education	1,550,000
Foundation for the Mid South	Jackson	MS		Public	Charitable	1,491,596
Fountain Lake School District	Hot Springs	AR		Public	Education	414,241
Four Corners School of Outdoor Education, Inc	Monticello	UT		Public	Charitable	25,000
Franklinton Preparatory Academy	Worthington	OH		Exp Responsibility	Education	30,000
Freedom House	Weatherford	TX		Public	Charitable	5,000
Friedman Foundation for Educational Choice, Inc	Indianapolis	IN		Public	Education	565,000
Friends of Buckley Library, Inc	Poteau	OK		Public	Charitable	10,000
Friends of Choice in Urban Schools	Washington	DC		Public	Education	717,721
Friends of Cocos Island Foundation	Costa Rica			Exp Responsibility	Charitable	28,500
Friends of Genealogy, Inc	Tulsa	OK		Public	Charitable	15,000
Friends of Marolt Park	Aspen	CO		Public	Charitable	1,000
Friends of the Chula Vista Nature Center	Chula Vista	CA		Public	Charitable	2,500
Friends of the Palo Alto Junior Museum and Zoo	Palo Alto	CA		Public	Charitable	1,000
Friends of the San Pedro River	Sierra Vista	AZ		Public	Charitable	36,260
Fuller Theological Seminary	Pasadena	CA		Public	Charitable	10,000
Fun in the Sun Ministries, Inc	Shell Knob	MO		Public	Charitable	4,000
Fundacion de Beneficencia Alejandro Rojas Sierra	Curico, Chile			Exp Responsibility	Charitable	83,356
Gabriel's Angels	Phoenix	AZ		Public	Charitable	1,000
Gabriel's House, Inc	Duncan	OK		Public	Charitable	2,000
Generation Schools Network	Denver	CO		Public	Education	20,000
Genesis House, Inc	Siloam Springs	AR		Public	Charitable	5,000
Gentry Public Schools	Gentry	AR		Public	Charitable	2,500
Georgetown University	Washington	DC		Public	Education	35,000
Georgia Charter Schools Association Inc	Atlanta	GA		Public	Education	700,000
Georgia Family Education and Research Council, Inc	Norcross	GA		Public	Education	350,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Gideon's International	Bentonville	AR		Public	Charitable	1,000
Gilcrease Museum Management Trust	Tulsa	OK		Public	Charitable	10,000
Girl Scouts - Diamonds of Arkansas Oklahoma and Texas	Fayetteville	AR		Public	Charitable	18,000
Girl Scouts of Colorado	Denver	CO		Public	Charitable	2,000
Girl Scouts of Magic Empire Council, Inc	Tulsa	OK		Public	Charitable	15,000
Girl Scouts Susitna Council	Anchorage	AK		Public	Charitable	5,000
Girls Incorporated of Fort Smith	Fort Smith	AR		Public	Charitable	4,500
Girls Shelter of Fort Smith Ark , Inc	Fort Smith	AR		Public	Charitable	2,250
Glazer Elementary	Detroit	MI		Public	Education	250,000
Glenn C Moore Elementary School	Nowata	OK		Public	Education	5,000
Global Explorers	Fort Collins	CO		Public	Charitable	100,000
Global Green USA	Santa Monica	CA		Public	Charitable	25,000
Goblin Booster Club, Inc	Harrison	AR		Public	Charitable	2,000
God's Pantry	Garfield	AR		Public	Charitable	500
Gombe School of Environment and Society-USA Inc	Boise	ID		Public	Charitable	30,000
Goodwill Education Initiatives, Inc	Indianapolis	IN		Public	Education	500,000
Governor Dummer Academy	Byfield	MA		Public	Education	35,000
Grady Memorial Hospital Foundation	Chickasha	OK		Public	Charitable	3,000
Grand Canyon River Guides	Flagstaff	AZ		Public	Charitable	10,000
Grand Canyon Trust	Flagstaff	AZ		Public	Charitable	167,580
Grand Canyon Youth	Flagstaff	AZ		Public	Charitable	137,812
Grand Staircase-Escalante Partners Inc	Kanab	UT		Public	Charitable	52,981
Grant Beacon Middle School	Denver	CO		Public	Education	20,000
Gravette Gardens Inc	Gravette	AR		Public	Charitable	2,500
Gravette Public Schools Foundation	Gravette	AR		Public	Charitable	7,500
Grayson County Shelter	Denison	TX		Public	Charitable	6,000
Great Basin Institute	Reno	NV		Public	Charitable	29,420
GreatSchools Inc	San Francisco	CA		Public	Education	4,775,000
Green Country Free Clinic	Bartlesville	OK		Public	Charitable	5,000
Green Dot Public Schools	Los Angeles	CA		Public	Education	1,000,600
Green Valley Elementary	Denver	CO		Public	Education	300,000
Greenwood K-8	Denver	CO		Public	Education	20,000
Greenwood Rotary Foundation, Inc	Greenwood	AR		Public	Charitable	3,000
Gregory Kistler Treatment Center for Children, Inc	Fort Smith	AR		Public	Charitable	2,500
Grupo Tortuguero de las Californias, A C	Mexico			Exp Responsibility	Charitable	220,000
Gulf Restoration Network	New Orleans	LA		Public	Charitable	42,000
Habitat for Humanity of Benton County, Inc	Bentonville	AR		Public	Charitable	10,000
Happy Hill Farm Children's Home	Granbury	TX		Public	Charitable	20,000
Healthy Child Healthy World, Inc	Los Angeles	CA		Public	Charitable	1,000
Heartland Habitat for Humanity, Inc	Kansas City	KS		Public	Charitable	5,000
Hearts Afire Foundation	Merced	CA		Public	Charitable	2,000
Heket Community Charter School	Bronx	NY		Public	Education	250,000
Help in Crisis	Wagoner	OK		Public	Charitable	4,500
Heritage Foundation	Washington	DC		Public	Education	5,000
Heritage Preparatory Academy	Atlanta	GA		Public	Education	220,000
Heron Bay Academy	Locust Grove	GA		Public	Education	250,000
Herring Gut Learning Center	Port Clyde	ME		Public	Charitable	10,000
High Country Citizens Alliance	Crested Butte	CO		Public	Charitable	38,714
High Country News	Paonia	CO		Public	Charitable	70,000
High Tech Early College	Denver	CO		Public	Education	300,000
Hill Top Volunteer Fire Dept	Harrison	AR		Public	Charitable	2,000
Hispanic Council for Reform and Educational Options	Lake Worth	FL		Public	Education	100,000
Historic Preservation Alliance of Arkansas, Inc	Little Rock	AR		Public	Charitable	2,000
Holy Land Christians Society, Inc	Falls Church	VA		Public	Charitable	25,000
Home Hospice of Grayson County	Sherman	TX		Public	Charitable	2,000
Hoover Institution, Stanford University	Stanford	CA		Public	Education	384,304
Hope Christian School	Waukesha	WI		Public	Education	795,000
Hope Foundation for Children with Autism and Related Disorders	Muskogee	OK		Public	Charitable	5,000
Hope House of McAlester, Inc	McAlester	OK		Public	Charitable	4,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp Responsibility	Purpose	AmtPaid
Hope Inc	Mineral Wells	TX		Public	Charitable	10,000
Hopi Foundation	Keams Canyon	AZ		Public	Charitable	2,500
Hopi Tribe	Kykotsmovi	AZ		Public	Charitable	2,500
Horatio Alger Association of Distinguished Americans	Alexandria	VA		Public	Charitable	10,000
Horses for Healing, Inc	Bentonville	AR		Public	Charitable	15,000
Hospice of the Hills, Inc	Harrison	AR		Public	Charitable	5,000
Hospital Development Foundation, Inc	Mountain Home	AR		Public	Charitable	3,000
Hospitality House of Tulsa, Inc	Tulsa	OK		Public	Charitable	10,000
Hot Springs Documentary Film Institute	Hot Springs	AR		Public	Charitable	5,000
Hot Springs Jazz Society	Hot Springs	AR		Public	Charitable	5,000
Housing Opportunities Partnership Exchange	Harrison	AR		Public	Charitable	5,000
Huntsville School District	Huntsville	AR		Public	Education	16,170
ICF - International Community Foundation	National City	CA		Public	Charitable	373,960
IFF	Chicago	IL		Public	Education	190,000
Illinois Network of Charter Schools	Chicago	IL		Public	Education	1,088,785
Illinois River Watershed Partnership	Fayetteville	AR		Public	Charitable	183,333
Indiana Department of Education	Indianapolis	IN		Public	Education	25,000
Indiana Public Charter Schools Association, Inc	Indianapolis	IN		Public	Education	380,000
Infant Crisis Services	Oklahoma City	OK		Public	Charitable	5,000
Inspiration Point Fine Arts Colony	Eureka Springs	AR		Public	Charitable	5,000
Institute for Humane Studies	Arlington	VA		Public	Charitable	40,000
Institute for Innovation of Public School Choice	Brooklyn	NY		Public	Education	388,763
Institute For Justice (IJ)	Arlington	VA		Public	Education	443,885
Institute of Public Charter Schools Innovation	Madison	WI		Public	Education	45,000
Intercultural Center for the Study of Deserts and Oceans	Tucson	AZ		Public	Charitable	52,506
International Education Foundation	Mt Laurel	NJ		Public	Education	475,000
International Mountain Bicycling Association	Boulder	CO		Public	Charitable	10,000
International Seafood Sustainability Foundation Inc	McLean	VA		Public	Charitable	255,000
Isabel's House Crisis Nursery of the Ozarks	Springfield	MO		Public	Charitable	5,000
ISEAL Alliance	London	UK		Exp Responsibility	Charitable	118,250
Izaak Walton League of America	Gaithersburg	MD		Public	Education	125,000
Jalen Rose Leadership Academy	Detroit	MI		Public	Education	250,000
Jamaa Learning Center Charter School	St Louis	MO		Public	Education	220,000
James and Dorothy Doss Heritage and Culture Center of Parker County	Weatherford	TX		Public	Charitable	5,000
Jane Phillips Nowata Health Center	Nowata	OK		Public	Charitable	5,000
Jay Public Schools Educational Foundation, Inc	Jay	OK		Public	Education	4,000
JMJ Maternity Homes	Merced	CA		Public	Charitable	15,000
John Brown University	Siloam Springs	AR		Public	Education	2,500
John G Shedd Aquarium Society	Chicago	IL		Public	Charitable	113,100
Johns Hopkins University	Baltimore	MD		Public	Education	100,000
Johnson C Smith Theological Seminary	Atlanta	GA		Public	Charitable	5,000
Jones Center for Families Inc	Springdale	AR		Public	Charitable	25,000
Joplin Business and Industrial Development Corporation	Joplin	MO		Public	Charitable	6,000
Joplin Family Y	Joplin	MO		Public	Charitable	2,500
Junior Achievement of Arkansas, Inc	Little Rock	AR		Public	Charitable	57,000
Junior Achievement of Oklahoma, Inc	Tulsa	OK		Public	Charitable	15,000
Juvenile Diabetes Research Foundation International	Fayetteville	AR		Public	Charitable	5,000
Kansas City Symphony	Kansas City	MO		Public	Charitable	5,000
Kansas Public Schools	Kansas	OK		Public	Education	2,500
Kappa Kappa Gamma Foundation	Columbus	OH		Public	Charitable	750,000
Keeling Foundation for Kids, Inc	Bolivar	MO		Public	Charitable	3,500
Keys Elementary School	Park Hill	OK		Public	Education	4,500
Kimbell Art Foundation	Fort Worth	TX		Exp Responsibility	Charitable	25,000
KIPP Delta College Preparatory School	Helena	AR		Public	Education	214,733
KIPP Denver Collegiate High School	Denver	CO		Public	Education	45,000
KIPP Foundation	San Francisco	CA		Public	Education	6,404,020
K-Life Ministries	Fayetteville	AR		Public	Charitable	2,500
KNOVA Reynolds Public Charter School	Portland	OR		Public	Education	250,000
Kornerstone Program of Shell Knob Missouri	Shell Knob	MO		Public	Charitable	2,000
LA Voice	Los Angeles	CA		Public	Education	100,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Lake Charles Charter Academy	Lake Charles	LA		Public	Education	250,000
Lakota Fund	Kyle	SD		Public	Charitable	5,000
Land Stewardship Project	Minneapolis	MN		Public	Charitable	300,000
Last Frontier Council, Boy Scouts of America	Oklahoma City	OK		Public	Charitable	12,500
Latin Academy Charter School	Atlanta	GA		Public	Education	220,000
Lawton Public Schools	Lawton	OK		Public	Education	15,000
LAYC Career Academy Public Charter School	Washington	DC		Public	Education	250,000
Leadership Oklahoma, Inc	Oklahoma City	OK		Public	Charitable	5,000
Lee's Summit Social Services	Lee's Summit	MO		Public	Charitable	5,000
Leflore County Historical Society, Inc	Poteau	OK		Public	Charitable	5,000
Legal Prep Charter Academy	Chicago	IL		Public	Education	220,000
Leland Stanford Junior University	Stanford	CA		Public	Education	260,000
Lena Lovato Archuleta Elementary School	Denver	CO		Public	Education	20,000
Liberty Collegiate	Nashville	TN		Public	Education	220,000
Liberty Wildlife Rehabilitation Foundation Inc	Scottsdale	AZ		Public	Charitable	10,000
Life Styles Foundation, Inc	Fayetteville	AR		Public	Charitable	2,000
Lighthouse Academies of Arkansas Inc	Jacksonville	AR		Public	Education	250,000
Lighthouse Childrens Theatre of El Dorado Springs Missouri	El Dorado Springs	MO		Public	Charitable	3,000
Lighthouse Flightline Academy	Jacksonville	AR		Public	Education	250,000
Lincoln Childcare Center, Inc	Fort Smith	AR		Public	Charitable	2,250
Lincoln Consolidated School District	Lincoln	AR		Public	Education	5,400
Lincoln Elementary School	Lincoln	AR		Public	Education	2,000
Lincoln Middle School	Lincoln	AR		Public	Education	3,500
Lisa Academy	Little Rock	AR		Public	Education	250,000
LISA Academy-North Little Rock	Sherwood	AR		Public	Education	250,000
Literacy Council of Benton County, Inc	Bentonville	AR		Public	Charitable	24,080
Little Rock Preparatory Academy	Little Rock	AR		Public	Education	250,000
Local Initiatives Support Corporation	New York	NY		Public	Education	1,783,115
Lonoke County Christian Clinic	Cabot	AR		Public	Charitable	1,000
Lonoke Exceptional School - Lonoke	Lonoke	AR		Public	Education	4,000
Los Angeles Parent Union	Los Angeles	CA		Public	Education	1,200,550
Lost and Found	Springfield	MO		Public	Charitable	5,000
Louisiana Association of Public Charter Schools	New Orleans	LA		Public	Education	679,202
Louisiana State University and Agricultural & Mechanical College	Baton Rouge	LA		Public	Charitable	40,000
Lowell Recreation Association	Lowell	AR		Public	Charitable	6,000
Lower Mississippi River Conservation Committee	Vicksburg	MS		Public	Charitable	60,000
Lucile Packard Foundation for Children's Health	Palo Alto	CA		Public	Charitable	10,000
Lutheran High School Association of Greater Milwaukee	Greendale	WI		Public	Education	59,000
Lutheran Urban Mission Initiative Inc	Milwaukee	WI		Public	Charitable	65,000
Main Street Rogers, Inc	Rogers	AR		Public	Charitable	37,840
Main Street Siloam Springs, Inc	Siloam Springs	AR		Public	Charitable	5,000
Mainstream Living	Little Rock	AR		Public	Charitable	5,000
MAPSA - Michigan Association of Public School Academies	Lansing	MI		Public	Education	744,002
Marine Fish Conservation Network	Washington	DC		Public	Charitable	62,500
Marine Stewardship Council	Seattle	WA		Public	Charitable	3,000,000
Marine Stewardship Council Limited	Seattle	WA		Public	Charitable	122,500
Maritime Museum Association of San Diego	San Diego	CA		Public	Charitable	1,500
Marlow Samaritans	Marlow	OK		Public	Charitable	1,000
Marshfield - Community Foundation of the Ozarks	Springfield	MO		Public	Charitable	5,000
Martha's Task, Inc	Bartlesville	OK		Public	Charitable	4,750
Massachusetts Charter Public School Association	Haydenville	MA		Public	Education	200,000
Masters Manna, Inc	Wallingford	CT		Public	Charitable	1,000
MATCH Community Day Charter Public School	Boston	MA		Public	Education	250,000
Mayo Clinic Arizona	Scottsdale	AZ		Public	Charitable	100,000
MCA Denver - Museum of Contemporary Art-Denver	Denver	CO		Public	Charitable	170,000
McGlone Elementary	Denver	CO		Public	Education	300,000
McIntosh County Youth and Family Resource Center	Eufaula	OK		Public	Charitable	9,000
Mena Middle School	Mena	AR		Public	Education	5,000
Menlo School	Atherton	CA		Public	Education	25,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Mercy Regional Health Foundation	Joplin	MO		Public	Charitable	5,000
Meridian Institute	Dillon	CO		Public	Charitable	500,000
Merlin Foundation	Green Forest	AR		Public	Charitable	5,000
Messmer Catholic Schools Scholarships	Milwaukee	WI		Public	Education	10,000
Miami Area Economic Development Service, Inc	Miami	OK		Public	Charitable	2,500
Miami Public Schools Enrichment Foundation	Miami	OK		Public	Education	5,000
Miami Seniors Center, Inc	Miami	OK		Public	Charitable	2,500
MICAH Project	New Orleans	LA		Public	Education	100,000
Mid Peninsula Regional Open Space District	Los Altos	CA		Public	Charitable	5,000
Mile High Chapter - American Red Cross	Denver	CO		Public	Charitable	5,000
Milwaukee Chapter - Black Alliance for Educational Options Inc	Milwaukee	WI		Public	Education	75,000
Milwaukee College Preparatory School of Wisconsin	Milwaukee	WI		Public	Education	367,000
Milwaukee Math and Science Academy	Milwaukee	WI		Public	Education	250,000
Milwaukee Scholars Charter School	Milwaukee	WI		Public	Education	250,000
Mind Trust	Indianapolis	IN		Public	Education	500,000
Minneapolis College Preparatory School	Monticello	MN		Public	Education	250,000
Minnesota School of Science	Minneapolis	MN		Public	Education	250,000
Minnesota Zoo Foundation	Apple Valley	MN		Public	Charitable	84,289
Mission Clinic of Berryville	Berryville	AR		Public	Charitable	2,500
Mississippi Fish and Wildlife Foundation	Stoneville	MS		Public	Charitable	260,000
Mississippi River Corridor Tennessee	Memphis	TN		Public	Charitable	37,500
Mississippi River Trust	Stoneville	MS		Public	Charitable	100,000
Mississippi State University	Mississippi State	MS		Public	Education	176,471
Mississippi's Lower Delta Partnership	Rolling Fork	MS		Public	Charitable	30,000
Missouri Southern Foundation	Joplin	MO		Public	Charitable	5,000
Mobile Baykeeper Inc	Mobile	AL		Public	Charitable	50,000
Modern Art Museum of Fort Worth	Fort Worth	TX		Public	Charitable	50,000
Monarch Montessori of Denver	Denver	CO		Public	Education	30,000
Monarch School Project	San Diego	CA		Public	Education	5,000
Monterey Bay Aquarium Foundation	Monterey	CA		Public	Charitable	5,000
Moore Norman Vocational Technical Foundation Inc	Norman	OK		Public	Charitable	5,000
Morris Jeff Community School	New Orleans	LA		Public	Education	220,000
Mother to Mother Ministry of Northwest Arkansas	Bentonville	AR		Public	Charitable	2,000
Muses, Inc	Hot Springs	AR		Public	Charitable	20,000
Museum of Northern Arizona, Inc	Flagstaff	AZ		Public	Charitable	10,000
Nashville Preparatory Charter School	Nashville	TN		Public	Education	220,000
National Advocacy and Training Network	Phoenix	AZ		Public	Education	10,000
National Alliance for Public Charter Schools (NAPCS)	Washington	DC		Public	Education	1,815,810
National Association of Charter School Authorizers (NACSA)	Chicago	IL		Public	Education	2,157,000
National Association of Conservation Districts	Washington	DC		Public	Charitable	50,000
National Audubon Society	New York	NY		Public	Charitable	2,739,859
National Audubon Society, Inc	Joplin	MO		Public	Charitable	5,000
National Council of La Raza	Washington	DC		Public	Education	352,640
National Cowgirl Museum & Hall of Fame	Fort Worth	TX		Public	Charitable	50,000
National Cutting Horse Association Charities Found	Fort Worth	TX		Public	Charitable	105,000
National Fish and Wildlife Foundation	Washington	DC		Public	Charitable	505,000
National Gallery of Art	Landover	MD		Public	Charitable	100,000
National Geographic Society	Washington	DC		Public	Charitable	300,000
National Museum of Women in the Arts, Inc	Washington	DC		Public	Charitable	35,000
National Park Community College Foundation, Inc	Hot Springs	AR		Public	Education	5,000
National Parks Conservation Association	Washington	DC		Public	Charitable	60,000
National Right to Work Legal Defense and Education Foundation	Springfield	VA		Public	Education	166,667
National Tax Limitation Foundation	Roseville	CA		Public	Education	1,000
National Wildlife Federation - NWF	Reston	VA		Public	Charitable	2,705,000
National Wildlife Refuge Association	Washington	DC		Public	Charitable	133,333
Native Seeds SEARCH	Tucson	AZ		Public	Charitable	1,000
Nature Conservancy - Arizona	Phoenix	AZ		Public	Charitable	25,000
Nature Conservancy Inc	Arlington	VA		Public	Charitable	3,024,539
Nature Conservancy of Texas, Inc	Dallas	TX		Public	Charitable	25,000
Nature Conservancy, Inc - Arkansas	Little Rock	AR		Public	Charitable	403,086

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Nature Conservancy, Inc - California	San Francisco	CA		Public	Charitable	5,000
Neighborhood Charter School of Harlem	New York	NY		Public	Education	220,000
Neosho R-5 School District	Neosho	MO		Public	Education	5,000
New England Aquarium	Boston	MA		Public	Charitable	45,576
New Haven Home, Inc	Mineral Wells	TX		Public	Charitable	100,000
New Heights Christian School	Bentonville	AR		Public	Charitable	22,000
New Hope Fellowship	Springdale	AR		Public	Charitable	5,000
New Jersey Charter Public Schools Association	Trenton	NJ		Public	Education	86,149
New Life Ranch	Colcord	OK		Public	Charitable	15,000
New Orleans Military/Maritime Academy	New Orleans	LA		Public	Education	50,000
New School	Fayetteville	AR		Public	Education	2,500
New Schools for New Orleans Inc	New Orleans	LA		Public	Education	542,000
New Teacher Project	Brooklyn	NY		Public	Education	2,941,239
New Voice Strategies	Chicago	IL		Exp Responsibility	Education	351,480
New York Charter Schools Association NYCSA	Albany	NY		Public	Education	1,062,955
New York City Montessori Charter School	Bronx	NY		Public	Education	220,000
New York Historical Society	New York	NY		Public	Charitable	775,000
NewSchools Venture Fund NSVF	San Francisco	CA		Public	Education	5,927,215
Newton County 4-H Council	Neosho	MO		Public	Education	2,000
Noel Community Arts School	Denver	CO		Public	Education	300,000
Norman Public School Foundation	Norman	OK		Public	Education	5,000
Noroeste Sustentable (NOS)	La Paz, Baja CA sur	MX		Exp Responsibility	Charitable	926,047
North Arkansas College Foundation, Inc	Harrison	AR		Public	Education	5,000
North Arkansas Medical Foundation	Harrison	AR		Public	Charitable	10,000
North Logan County Community Foundation	Paris	AR		Public	Charitable	2,000
Northeast Midwest Institute	Washington	DC		Public	Charitable	80,000
Northern Arizona University Foundation	Flagstaff	AZ		Public	Charitable	1,000
Northern California Public Broadcasting, Inc KQED, Inc	San Francisco	CA		Public	Charitable	1,000
Northland Family Help Center	Flagstaff	AZ		Public	Charitable	5,000
Northwest Arkansas Community College Foundation, Inc	Bentonville	AR		Public	Education	26,000
Northwest Arkansas Crisis Intervention Center	Springdale	AR		Public	Charitable	5,000
Northwest Arkansas Free Health Center	Fayetteville	AR		Public	Charitable	10,000
Northwest Arkansas Land Trust	Springdale	AR		Public	Charitable	25,000
Northwest Arkansas Regional Planning Commission	Springdale	AR		Public	Charitable	1,000,000
Northwest Evaluation Association	Portland	OR		Public	Education	566,900
Northwest Organization for Animal Help	Stanwood	WA		Public	Charitable	2,500
Nova Southeastern University, Inc	Fort Lauderdale	FL		Public	Education	100,000
Nowata County	Nowata	OK		Public	Charitable	15,000
Nueva School	Hillsborough	CA		Public	Education	50,000
Oakland Community Organizations	Oakland	CA		Public	Education	200,000
Ocean Conservancy	Washington	DC		Public	Charitable	1,665,146
Ohio Alliance of Public Charter Schools	Columbus	OH		Public	Education	655,024
OK KIDZ Charities	Oklahoma City	OK		Public	Charitable	20,000
Oklahoma City Economic Development Foundation, Inc	Oklahoma City	OK		Public	Charitable	30,000
Oklahoma City Food Bank, Inc dba Regional Food Bank of Oklahoma	Oklahoma City	OK		Public	Charitable	3,000
Oklahoma City National Memorial Foundation	Oklahoma City	OK		Public	Charitable	5,000
Oklahoma Foundation for Excellence	Oklahoma City	OK		Public	Charitable	5,000
Oklahoma Heritage Association, Inc	Oklahoma City	OK		Public	Charitable	5,000
Oklahoma School of Science and Mathematics Foundation	Oklahoma City	OK		Public	Charitable	5,000
Oklahoma Womens Coalition, Inc	Oklahoma City	OK		Public	Charitable	5,000
Oklahoma Wondertorium Ltd	Stillwater	OK		Public	Charitable	3,000
Old Jail Art Center	Albany	TX		Public	Charitable	10,000
Open Arms Shelter - Lonoke County Task Force on Child Abuse and Neglect Inc	Lonoke	AR		Public	Charitable	5,000
Operation Breakthrough, Inc	Kansas City	MO		Public	Charitable	5,000
Operation New Life, Inc	Little Rock	AR		Public	Charitable	5,000
Operation One Voice	Duluth	GA		Public	Education	10,000
Oral Roberts University	Tulsa	OK		Public	Education	5,000
Orange School	Chicago	IL		Exp Responsibility	Education	30,000
Ottawa Community Center Partnership	Ottawa	KS		Public	Charitable	5,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp Responsibility	Purpose	AmtPaid
Ouachita River School District	Mena	AR		Public	Education	2,500
Outreach International	Independence	MO		Public	Charitable	5,000
Oxfam America Inc	Boston	MA		Public	Charitable	350,000
Ozark Center	Joplin	MO		Public	Charitable	5,000
Ozark Empire Fair Foundation	Springfield	MO		Public	Charitable	5,000
Ozark Figure Skating Club	Springdale	AR		Public	Charitable	7,500
Ozark Greenways, Inc	Springfield	MO		Public	Charitable	5,000
Ozark Natural Science Center, Inc	Huntsville	AR		Public	Charitable	10,000
Ozark Society Foundation	Little Rock	AR		Public	Charitable	7,000
Ozarks Philharmonic Youth Orchestras, Inc	Elm Springs	AR		Public	Charitable	2,500
Pacific Institute for Studies in Development Environment and Security	Oakland	CA		Public	Charitable	132,000
Palmer Continuum of Care, Inc	Tulsa	OK		Public	Charitable	5,000
Palo Pinto Challenge, Inc	Strawn	TX		Public	Charitable	5,000
Parents for Educational Freedom in North Carolina	Raleigh	NC		Public	Education	625,000
Parker County Committee on Aging, Inc	Weatherford	TX		Public	Charitable	5,000
Parkview Elementary School	Van Buren	AR		Public	Education	750
pARTners	Jackson	WY		Public	Charitable	15,000
Partners for Developing Futures	Los Angeles	CA		Exp Responsibility	Education	1,297,827
Partners-in-Service dba Michael Carter Lisnow Respite Center	Hopkinton	MA		Public	Charitable	5,000
Pea Ridge Area Ministerial Alliance	Pea Ridge	AR		Public	Charitable	500
Pea Ridge School District	Pea Ridge	AR		Public	Education	12,000
Pediatric Hematology Children's Assistance Fund	Mesa	AZ		Public	Charitable	2,000
Peel Compton Foundation	Bentonville	AR		Exp Responsibility	Charitable	906,761
Peninsula Habitat for Humanity	Redwood City	CA		Public	Charitable	10,000
Peninsula Open Space Trust	Palo Alto	CA		Public	Charitable	1,000
People Acting in Community Together	San Jose	CA		Public	Education	200,000
People Against Cancer, Inc	Otho	IA		Public	Charitable	5,000
Peoples Mission Church	Huntsville	AR		Public	Charitable	3,830
Performing Arts Fort Worth, Inc	Fort Worth	TX		Public	Charitable	83,334
Phillips Brooks School	Menlo Park	CA		Public	Education	50,000
Phoenix Art Museum	Phoenix	AZ		Public	Charitable	25,000
Phoenix Children's Hospital Foundation	Phoenix	AZ		Public	Charitable	25,000
Phoenix Theatre	Phoenix	AZ		Public	Charitable	225,000
PICO National Network	Oakland	CA		Public	Education	200,000
Pine Bluff Lighthouse Charter School	Jacksonville	AR		Public	Education	250,000
Pioneer Institute, Inc	Boston	MA		Public	Education	162,800
Plant With Purpose formerly Floresta USA, Inc	San Diego	CA		Public	Charitable	10,000
Political Economy Research Center, Inc	Bozeman	MT		Public	Education	60,000
Polk County Senior Adults, Inc	Mena	AR		Public	Charitable	2,500
Positive Coaching Alliance	Mountain View	CA		Public	Charitable	1,000
Practical Farmers of Iowa	Ames	IA		Public	Charitable	120,000
Prairie Grove School	Prairie Grove	AR		Public	Education	5,000
Prairie Rivers Network	Champaign	IL		Public	Charitable	20,000
Preclarus Mastery Academy	St Louis	MO		Public	Education	220,000
Presbyterian Children's Homes & Services	Austin	TX		Public	Charitable	10,000
Prescott College	Prescott	AZ		Public	Education	15,874
Pronatura Noroeste AC	Baja California	Mex		Exp Responsibility	Charitable	490,000
Providence Christian Ministries, Inc	Lowell	AR		Public	Charitable	3,000
Public Broadcasting of Colorado, Inc	Centennial	CO		Public	Charitable	5,000
Public Counsel of the Rockies	Aspen	CO		Public	Charitable	26,871
Public Education and Business Coalition	Denver	CO		Public	Education	100,000
Pulaski Technical College Foundation, Inc	North Little Rock	AR		Public	Education	5,000
Quest Scholars Program	Stanford	CA		Public	Charitable	2,000
Rainbow Center for Communicative Disorders	Blue Springs	MO		Public	Charitable	5,000
RARE	Arlington	VA		Public	Charitable	211,000
Razorback Foundation, Inc	Fayetteville	AR		Public	Charitable	2,000,000

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp Responsibility	Purpose	AmtPaid
Regent Park Scholars Charter Academy	Detroit	MI		Public	Education	250,000
Regents of the University of California	La Jolla	CA		Public	Education	346,524
Regents of the University of Minnesota	Minneapolis	MN		Public	Charitable	100,000
Renewal Ranch	Conway	AR		Public	Charitable	5,000
ReNEW-Reinventing Education	New Orleans	LA		Public	Education	750,000
RESOLVE Inc	Washington	DC		Public	Education	125,000
Resources for the Future, Inc	Washington	DC		Public	Education	100,000
Resources Legacy Fund	Sacramento	CA		Public	Education	250,000
Rhode Island Mayoral Academies	Providence	RI		Public	Education	500,000
Richard Wright Public Charter School for Journalism and Media Arts	Washington	DC		Public	Education	250,000
River Parks Foundation	Tulsa	OK		Public	Charitable	2,575
Riverfront Blues Festival	Fort Smith	AR		Public	Charitable	2,500
Rivers of Life, Inc	Grove	OK		Public	Charitable	5,000
Robertson Charter School, Inc	Decatur	IL		Public	Education	30,000
Rocky Mountain Institute	Snowmass	CO		Public	Charitable	5,000
Rocky Mountain Preparatory Charter School	Denver	CO		Exp Responsibility	Education	30,000
Rocky Mountain Preparatory Charter School	Denver	CO		Public	Education	220,000
Rogers Development Foundation, Inc	Rogers	AR		Public	Charitable	3,500
Rogers State University Foundation	Dewey	OK		Public	Charitable	5,000
Rogers-Bentonville Junior Auxiliary	Rogers	AR		Public	Charitable	2,000
Rotary Club of Bentonville Foundation	Bentonville	AR		Public	Charitable	5,000
Russellville Lions Club Foundation	Pottsville	AR		Public	Charitable	4,500
Safe Place, Inc	Morrilton	AR		Public	Charitable	2,500
Safenet Services, Inc	Pryor	OK		Public	Charitable	5,500
Saline County Safe Haven, Inc	Benton	AR		Public	Charitable	2,000
Salvation Army	Oklahoma City	OK		Public	Charitable	2,500
Salvation Army	Russellville	AR		Public	Charitable	4,000
Salvation Army - Fayetteville	Fayetteville	AR		Public	Charitable	20,000
Salvation Army of Bartlesville	Bartlesville	OK		Public	Charitable	15,000
Samaritan House Community Center	Rogers	AR		Public	Charitable	15,000
San Diego Society of Natural History	San Diego	CA		Public	Charitable	846,500
Sand County Foundation	Madison	WI		Exp Responsibility	Charitable	420,000
Saving Pets at Risk Incorporated	Shawnee	OK		Public	Charitable	1,000
School Choice Indiana	Indianapolis	IN		Public	Education	200,000
School Choice Ohio	Columbus	OH		Public	Education	700,000
School District of Joplin R-VIII Foundation	Joplin	MO		Public	Education	4,000
School for Integrated Academies and Technologies	Oceanside	CA		Public	Education	250,000
School of New Hope Marion County Special Education Center	Yellville	AR		Public	Education	3,000
Schools That Can Milwaukee, Inc	Milwaukee	WI		Public	Education	175,000
Sea Education Association	Woods Hole	MA		Public	Charitable	10,000
Seaweb	Silver Spring	MD		Public	Charitable	569,450
Second Chance Animal Sanctuary, Inc	Norman	OK		Public	Charitable	5,000
Seed Savers Exchange, Inc	Decorah	IA		Public	Charitable	5,000
Seedco Financial Services Inc	New York	NY		Public	Education	250,000
Seeds of Health, Inc	Milwaukee	WI		Public	Charitable	165,000
Seminole Heights Charter High School	Tampa	FL		Public	Education	200,000
Serenity, Inc	Mountain Home	AR		Public	Charitable	3,000
Shared Blessings	McAlester	OK		Public	Charitable	5,000
Shawnee Community Foundation	Shawnee	OK		Public	Charitable	10,000
Shawnee Mission Medical Center	Shawnee Mission	KS		Public	Charitable	5,000
Shell Knob Alliance of Churches	Shell Knob	MO		Public	Charitable	4,000
Shepherd's Center of Kansas City Central	Kansas City	MO		Public	Charitable	5,000
Shriners Hospitals for Children	Tampa	FL		Public	Charitable	2,500
Shriners Hospitals for Children (TX)	Forth Worth	TX		Public	Charitable	1,000
Siloam Springs Youth Baseball	Siloam Springs	AR		Public	Charitable	5,000
Sims-Fayola International Academy Denver	Aurora	CO		Exp Responsibility	Education	30,000
Single Parent Scholarship Fund of Benton County, Inc	Bentonville	AR		Public	Charitable	4,000
Single Parent Scholarship Fund of Pulaski County	Little Rock	AR		Public	Charitable	5,000
Skaggs Foundation	Branson	MO		Public	Charitable	3,000
Skytruth	Shepherdstown	WV		Public	Charitable	50,000



Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp Responsibility	Purpose	AmtPaid
Social & Environmental Entrepreneurs SEE Inc	Calabasas	CA		Public	Charitable	60,000
Sociedad de Historia Natural Niparaja A C	La Paz, Baja CA Sur	CA		Exp Responsibility	Charitable	198,231
South Central Industries, Inc	Shawnee	OK		Public	Charitable	3,500
South City Preparatory Academy Charter School	St Louis	MO		Public	Education	220,000
Southern Bancorp Capital Partners	Little Rock	AR		Public	Charitable	1,576,956
Southern Nevada Water Authority	Las Vegas	NV		Public	Charitable	24,648
Southwest Conservation Corps	Durango	CO		Public	Charitable	320,778
Southwest Family YMCA	Neosho	MO		Public	Charitable	5,000
Southwest Missouri Community Alliance	Carthage	MO		Public	Charitable	2,500
Springdale Rotary Charitable Foundation Trust	Springdale	AR		Public	Charitable	5,000
Springdale School District or Springdale Public Schools	Springdale	AR		Public	Charitable	7,000
Springdale Schools Alumni Foundation, Inc	Springdale	AR		Public	Charitable	5,500
Springfield Business Development Corporation	Springfield	MO		Public	Charitable	5,000
Springfield Victory Mission, Inc	Springfield	MO		Public	Charitable	5,000
Springfield Workshop Foundation, Inc	Springfield	MO		Public	Charitable	5,000
St Bernard Parish Government	Chalmette	LA		Public	Charitable	50,000
St Edward Mercy Foundation	Fort Smith	AR		Public	Charitable	5,000
St Francis de Sales School	Denver	CO		Public	Education	20,000
St Joseph's Catholic Church	Paris	AR		Public	Education	3,000
St Jude Children's Research Hospital	Memphis	TN		Public	Charitable	5,000
Stand for Children Leadership Center	Portland	OR		Public	Education	1,136,016
Stand Up	Sacramento	CA		Public	Education	200,000
Stanford University	Stanford	CA		Public	Education	547,000
Stanford University - John W Gardner Center for Youth and Their Communities	Stanford	CA		Public	Education	800,000
Star Rock Ministries	San Clemente	CA		Public	Charitable	10,000
State Firemens and Fire Marshals Association of Texas Fire Program Inst	Austin	TX		Public	Charitable	5,000
Step Up for Students	Tampa	FL		Public	Education	1,233,760
Stephens County Crime Stoppers, Inc	Duncan	OK		Public	Charitable	1,000
Stephens County Humane Society	Duncan	OK		Public	Charitable	1,000
Steve Nash Foundation	Anchorage	AK		Exp Responsibility	Charitable	10,000
Stillwater Public Education Foundation	Stillwater	OK		Public	Education	5,000
Stilwell Public School Foundation, Inc	Stilwell	OK		Public	Education	4,000
Students in Free Enterprise	Springfield	MO		Public	Education	150,000
StudentsFirst Institute	Sacramento	CA		Public	Education	1,000,000
Subiaco Academy	Subiaco	AR		Public	Education	5,000
Success Charter Network	New York	NY		Public	Education	1,000,000
SuMar, Voces por la Naturaleza, A C	Guaymas, Sonora, Mex	CP		Exp Responsibility	Charitable	40,000
Summit Public School Rainier	Redwood City	CA		Public	Education	250,000
Sunflower House	Shawnee	KS		Public	Charitable	5,000
Sustainable Fisheries Partnership Foundation	Honolulu	HI		Public	Charitable	1,934,651
Sustainable Fishery Advocates	Santa Cruz	CA		Public	Charitable	125,000
Swope Health Services	Kansas City	MO		Public	Charitable	5,000
Symphony Orchestra of Northwest Arkansas	Fayetteville	AR		Public	Charitable	138,775
Synergy Kinetic Academy	Los Angeles	CA		Public	Education	250,000
Synergy Quantum Academy	Los Angeles	CA		Public	Education	250,000
Tamarisk Coalition	Grand Junction	CO		Public	Charitable	822,198
Tarleton State University	Stephenville	TX		Public	Education	7,500
Taxpayers for Common Sense	Washington	DC		Public	Charitable	75,000
Teach for America (National)	New York	NY		Public	Education	12,572,500
Teach for America, Inc	San Francisco	CA		Public	Education	25,000
Teach for America-Arkansas	Oxford	MS		Public	Education	1,800,000
Team Rwanda Cycling, Inc	Aspen	CO		Public	Charitable	35,000
Team Up for Youth	Oakland	CA		Public	Charitable	10,000
Tech Museum of innovation	San Jose	CA		Public	Charitable	1,000
TEDX Inc	Paonia	CO		Public	Charitable	15,000
Teen Challenge of Oklahoma, Inc	Oklahoma City	OK		Public	Charitable	3,000
Tennessee Charter School Incubator	Nashville	TN		Public	Education	300,071

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Tennessee Charter Schools Association - Formerly Charter School Resource Center	Nashville	TN		Public	Education	356,874
Teton Science Schools	Jackson	WY		Public	Education	5,494,062
Texas A and M University - Corpus Christi	Corpus Christi	TX		Public	Education	100,000
Texas A&M University-Kingsville	Kingsville	TX		Public	Education	5,000
Texas Charter Schools Association	Austin	TX		Public	Education	900,000
Texas Game Warden Association, Inc	Hamilton	TX		Public	Charitable	1,000
Texas Rangers Association Foundation	Waco	TX		Public	Charitable	10,000
The Campanile Foundation	San Diego	CA		Public	Charitable	16,800
The Children's Scholarship Fund	New York	NY		Public	Education	10,925,000
The Excel Center	Indianapolis	IN		Public	Education	220,000
The GLOBE Academy	East Point	GA		Exp Responsibility	Education	30,000
The Intown Academy	Atlanta	GA		Public	Education	220,000
The Loving School	Detroit	MI		Public	Education	250,000
Theatre Squared	Fayetteville	AR		Public	Charitable	110,000
Theodore Roosevelt Conservation Partnership, Inc	Washington	DC		Public	Charitable	177,750
Thomas B. Fordham Institute	Washington	DC		Public	Education	650,000
Thunderbird Clubhouse Board, Inc	Norman	OK		Public	Charitable	5,000
Tides Center	San Francisco	CA		Public	Charitable	33,405
Town of Clarkdale Arizona	Clarkdale	AZ		Public	Charitable	300,651
Town of Kansas	Kansas	OK		Public	Charitable	2,500
Town of Lead Hill	Lead Hill	AR		Public	Charitable	2,500
Trout Unlimited	Arlington	VA		Public	Charitable	125,206
Trust for Conservation Innovation	San Francisco	CA		Public	Charitable	172,000
Trust for Hidden Villa	Los Altos	CA		Public	Charitable	1,000
Tulsa Area United Way	Tulsa	OK		Public	Charitable	20,000
Tulsa Ballet Theatre	Tulsa	OK		Public	Charitable	5,000
Tulsa City-County Library	Tulsa	OK		Public	Charitable	9,000
Tulsa Kiwanis Club Foundation, Inc	Tulsa	OK		Public	Charitable	10,000
Tulsa Opera, Inc	Tulsa	OK		Public	Charitable	5,000
Tulsa's Future	Tulsa	OK		Public	Charitable	40,000
U C Davis Foundation	Davis	CA		Public	Charitable	3,000
UNESCO World Heritage Marine Programme	75352 Paris France			Exp Responsibility	Charitable	23,925
Union Rescue Mission/Dorcas House	Little Rock	AR		Public	Charitable	10,000
United Cerebral Palsy	Fayetteville	AR		Public	Charitable	2,000
United Community Center, Inc	Milwaukee	WI		Public	Education	301,000
United Negro College Fund, Inc	Fairfax	VA		Public	Education	1,100,917
United Parishes of Southborough Inc	Southborough	MA		Public	Charitable	5,000
United Way of Adair County, Inc	Stilwell	OK		Public	Charitable	4,600
United Way of Grayson County Inc	Sherman	TX		Public	Charitable	2,000
United Way of Lawton-Fort Sill	Lawton	OK		Public	Charitable	5,000
United Way of Norman, Inc	Norman	OK		Public	Charitable	5,000
United Way of Northwest Arkansas	Lowell	AR		Public	Charitable	151,000
United Way of Parker County	Weatherford	TX		Public	Charitable	25,000
United Way of Saline County	Benton	AR		Public	Charitable	4,147
United Way of Stephens County, Inc	Duncan	OK		Public	Charitable	5,000
University Charter High School	Hermosa Beach	CA		Exp Responsibility	Education	30,000
University of Arizona Foundation	Tucson	AZ		Public	Charitable	237,948
University of Arkansas Foundation, Inc	Fayetteville	AR		Public	Education	1,002,005
University of Baltimore Foundation	Baltimore	MD		Public	Education	5,000
University of California at Santa Barbara	Santa Barbara	CA		Public	Education	197,023
University of California Santa Barbara	Santa Barbara	CA		Public	Education	175,000
University of Central Arkansas Foundation	Conway	AR		Public	Education	1,437,991
University of Colorado Foundation	Boulder	CO		Public	Education	73,584
University of Miami	Miami	FL		Public	Education	40,000
University of Montana Foundation	Missoula	MT		Public	Charitable	150,000
University of Notre Dame	Notre Dame	IN		Public	Education	761,000
University of Oklahoma Foundation, Inc	Norman	OK		Public	Charitable	15,000
University of Southern California	Los Angeles	CA		Public	Education	133,562
University of Texas	Houston	TX		Public	Charitable	250

Detail for Part XV, Line 3a - Grants and Contributions Paid During the Calendar Year

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
University of the Ozarks	Clarksville	AR		Public	Education	131,644
University of Tulsa	Tulsa	OK		Public	Education	5,000
University of Washington	Seattle	WA		Public	Education	49,560
University of Washington Foundation - Center on Reinventing Public Education	Seattle	WA		Public	Education	54,590
University of Wisconsin - Madison	Madison	WI		Public	Education	435,000
University of Wyoming	Laramie	WY		Public	Charitable	5,000
University YES East Academy	Detroit	MI		Public	Education	250,000
UNO Charter School Network	Chicago	IL		Public	Education	750,000
Upper White River Basin Foundation	Branson	MO		Public	Charitable	25,000
Urban Ecology Center	Milwaukee	WI		Public	Charitable	166,000
US Fish and Wildlife Service Partners For Wildlife Program CO and Utah	Lakewood	CO		Public	Charitable	100,000
US Mexico Foundation	Denver	CO		Public	Charitable	150,000
USA Cycling Development Foundation	Colorado Springs	CO		Public	Charitable	50,000
Utah State University	Logan	UT		Public	Charitable	75,119
Valley of the Sun United Way	Phoenix	AZ		Public	Charitable	20,000
Van Buren School District Education Foundation, Inc	Van Buren	AR		Public	Education	2,500
Van Cibus Foundation, Inc	Fort Worth	TX		Public	Charitable	10,000
Variety Health Center, Inc	Oklahoma City	OK		Public	Charitable	5,000
Vera Lloyd Presbyterian Home & Family Services, Inc	Little Rock	AR		Public	Charitable	8,000
Verde River Basin Partnership	Sedona	AZ		Public	Charitable	75,000
Verde Valley Land Preservation Institute	Cottonwood	AZ		Public	Charitable	53,440
Veritas Preparatory Charter School	W Suffield	CT		Public	Education	220,000
Vietnam Veterans of San Diego d/b/a Veterans Village of San Diego	San Diego	CA		Public	Charitable	20,000
Vincent Academy	Oakland	CA		Public	Education	250,000
Vinita Public Library Foundation, Inc	Vinita	OK		Public	Charitable	3,000
Vinita Public Schools	Vinita	OK		Public	Education	2,000
Vision Onward, Inc	Bartlesville	OK		Public	Charitable	5,000
Volunteer Health Center of Pottawatomie County, Inc	Shawnee	OK		Public	Charitable	5,000
Wagoner Area Neighbors, Inc	Wagoner	OK		Public	Charitable	4,500
Wake Forest University	Winston-Salem	NC		Public	Education	45,000
Walkabout Foundation Inc	Greenwich	CT		Public	Charitable	10,000
Wallingford Emergency Shelter	Wallingford	CT		Public	Charitable	1,000
Wallingford Family YMCA	Wallingford	CT		Public	Charitable	2,000
Wallingford Public Library Assoc	Wallingford	CT		Public	Charitable	2,000
Wal-Mart Associates in Critical Need Fund	Bentonville	AR		Public	Charitable	4,000,000
Walters Public Schools	Walters	OK		Public	Charitable	5,000
Walton Arts Center Inc	Fayetteville	AR		Public	Charitable	1,405,000
Washington County Water Conservancy District/Virgin River Program	St George	UT		Public	Charitable	79,276
Washington Regional Medical Foundation	Fayetteville	AR		Public	Charitable	12,500
Watershed Conservation Resource Center	Fayetteville	AR		Public	Charitable	94,000
Watershed Human and Community Development Agency, Inc	Little Rock	AR		Public	Charitable	5,000
Watershed Management Group	Tucson	AZ		Public	Charitable	26,692
WESPO Inc California Environmental Associates	San Francisco	CA		Exp Responsibility	Charitable	95,625
West Leadership Academy	Denver	CO		Public	Charitable	20,000
Western Conservation Foundation	Denver	CO		Public	Charitable	1,300,000
Western Governors' Association	Denver	CO		Public	Charitable	64,837
Western Resource Advocates	Boulder	CO		Public	Charitable	475,000
Western Rivers Institute	Carbondale	CO		Public	Charitable	5,000
Westside Community Association of Bartlesville Oklahoma	Bartlesville	OK		Public	Charitable	5,000
Westville Public Schools	Westville	OK		Public	Education	2,500
Wild Salmon Center	Portland	OR		Public	Charitable	450,000
WildAid Inc	San Francisco	CA		Public	Charitable	149,720
Winrock International Institute	Morrilton	AR		Public	Charitable	397,943
Wisconsin Lutheran College	Milwaukee	WI		Public	Education	200,000
Woodmont Charter School -The Bay Area Charter Foundation Inc	Fort Lauderdale	FL		Public	Education	250,000
World Brain Forum Foundation	Aspen	CO		Public	Charitable	5,000
World Resources Institute	Washington	DC		Public	Charitable	75,039
World Wildlife Fund	Washington	DC		Public	Charitable	992,286
Yavapai College Foundation	Prescott	AZ		Public	Charitable	43,417



**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 19**

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee - Walton Family Foundation, Inc. owns common stock in the following entity as a program-related investment.  
  
Southern Development Bancorporation, Inc.  
605 Main Street, Suite 202  
Arkadelphia, AR 71923
- (2) Dates of Investment - December 23, 1987 - \$300,000  
July 9, 1998 - \$3,000,030
- (3) Purpose - To provide Southern Development Bancorporation ("SDB") with funds to promote its purpose of implementing a new approach to the development of economically depressed rural communities in Arkansas, communities which suffer from high unemployment and which are not being adequately served by the existing financial institutions in the area. SDB and its related companies are operating programs designed to increase job opportunities for residents of these depressed communities. SDB's programs emphasize the development of small business and self-employment activities in rural areas by providing capital, market data, technical support, and business planning counsel to that sector of the local economy. SDB aggressively supports the creation of jobs through the creation and development of local business enterprises.
- (4) Amount Expended by Grantee - The initial investment of \$300,000 made on 12/23/87 and an additional investment of \$3,000,030 made on 07/09/98 continue to be utilized for the purpose of the program related investment as stated in (3) above.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the program-related investment has been used for anything other than its intended charitable purpose.
- (6) Date of Reports from Grantee - Date of last annual reports were June 18, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's program related investment through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status - Taxable entity - program related investment of the Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 20**

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee - The Walton Family Foundation, Inc. owns common stock in the following entity as a program-related investment.  
  
Neighborhood Bancorp  
1727 Sweetwater Road, Suite J  
National City, CA 91950
- (2) Date of Investment - May 31, 1996 - \$100,000
- (3) Purpose - To provide Neighborhood Bancorp ("NB") with funds to form or acquire a bank which will seek to provide banking services to customer groups that are currently underserved in its geographic market area. These groups include individuals, affordable housing advocates, non-profit corporations and other community based organizations, and religious organizations. The groups, or the individuals represented by the groups: (i) earn less than 100% of the median family income for San Diego County, (ii) are ethnically and racially diverse, (iii) do not have ready access to traditional financial institutions and systems, and (iv) rent or lease dwellings rather than own them.
- (4) Amount Expended by Grantee - \$100,000 investment made 05/31/96 continues to be utilized for the purpose of the program related investment as stated in (3) above.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the program-related investment has been used for anything other than its intended charitable purpose.
- (6) Date of Report from Grantee - Date of annual report was June 18, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status - Taxable entity - program related investment of the Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 21**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee –  
  
Ag Technology and Environmental Stewardship Foundation, Inc.  
1255 SW Prairie Trail Parkway  
Ankeny, IA 50023
- (2) Date and Amount of Grant – November 12, 2009 – \$88,850  
December 2, 2010 - \$88,850
- (3) Purpose – To advance bioreactors and cover crops as solutions to nutrient run-off in the Upper Midwest.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$82,079) grant funds received on November 12, 2009 and all of the grant funds received on December 2, 2010 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was June 29, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private non-operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 22**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Arkansans for Education Reform Foundation  
111 Center Street, 22<sup>nd</sup> Floor  
Little Rock, AR 72201
- (2) Date and Amount of Grant – Various 2011 – \$205,000
- (3) Purpose – To provide operational and programmatic support to the Arkansans for Education Reform Foundation.
- (4) Amount Expended by Grantee – Based on its annual report, the grantee has expended \$153,048 of the grant funds received in calendar 2011 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was July 31, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending June 30, 2011. In addition, the grantee has provided the Foundation with a copy of its financial statements for the year-ended June 30, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation.



**WALTON FAMILY FOUNDATION, INC.**  
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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -

Building Hope  
910 17<sup>th</sup> Street NW, Suite 1100  
Washington, D.C. 20006

- (2) Date and amount of program-related investment loan – June 14, 2007 - \$2,000,000  
August 21, 2008 - \$3,227,500  
December 10, 2009 - \$2,877,205  
December 9, 2010 - \$895,295

Amounts represent advances against a \$9 million program related investment which is a non-interest bearing loan, recoverable within eight years. As of December 31, 2012, the Borrower has repaid \$2,373,288 on the amounts advanced.

- (3) Purpose – To provide direct loans for financing facilities for quality public charter schools in Washington, D.C.
- (4) Amount Expended by Grantee/borrower – The Grantee/Borrower has provided financial reports to the Foundation related to the program related investment loans of \$2,000,000, \$3,227,500, \$2,877,205 and \$895,295 made on June 14, 2007, August 21, 2008, December 10, 2009 and December, 2010 respectively, indicating that all loan proceeds have been and continue to be used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the Grantee/Borrower, no part of the program-related investment loan funds have been used for anything other than its intended charitable purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 15, 2012.
- (7) Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private non-operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 24**

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Building Hope  
910 17<sup>th</sup> Street NW, Suite 1100  
Washington, D.C. 20006
- (2) Date and Amount of Grant – September 2, 2011 - \$118,000
- (3) Purpose – General operational support to cover a portion of the non-recoverable costs associated with developing facilities for quality public charter schools in Washington, D.C.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds related to the grant in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was August 15, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private non-operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 25**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -  
  
Building Hope  
910 17<sup>th</sup> Street NW, Suite 1100  
Washington, D.C. 20006
- (2) Date and amount of program-related investment loan – December 15, 2011 - \$1,500,000  
  
Amount represents advances against a \$3.3 million program related investment which is a non-interest bearing loan, recoverable within eight years.
- (3) Purpose – To provide direct loans that continue to serve the facility needs of quality public charter schools in the District of Columbia.
- (4) Amount Expended by Grantee/Borrower – The Grantee/Borrower has provided financial reports to the Foundation related to the program related investment loans of \$1,500,000 made on December 15, 2011, indicating that all loan proceeds have been and continue to be used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the Grantee/Borrower, no part of the program-related investment loan funds have been used for anything other than its intended charitable purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 15, 2012.
- (7) Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private non-operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Camp War Eagle, Inc.  
P.O. Box 2030  
Bentonville, AR 72712
- (2) Date and Amount of Grant - Various 2010 - \$5,387,153  
Various 2011 - \$4,494,832
- (3) Purpose - To provide Camp War Eagle, Inc ("Camp War Eagle") with funds to be used to operate a summer camp in Northwest Arkansas for the benefit of children of moderate to below moderate means. Camp War Eagle is a coeducational, non-denominational, multi-purposed activity; residential summer camp for children ages 7-17 of all ethnic and cultural backgrounds.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$343,871) grant funds received during calendar 2010 and \$4,113,619 of the 2011 grant funds in accordance with the terms of the grant agreements.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the loan has been used for other than its intended purpose.
- (6) Date of Report from Grantee - Date of annual report was November 6, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above report, therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 27**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Charter Fund, Inc.  
Dba CSGF Tennessee  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant – December 9, 2010 - \$1,000,000
- (3) Purpose – To provide support to scale a number of excellent public charter schools operating in Memphis and Nashville into 4-5 Charter Management Organizations that will open 20 new public charter schools by 2015.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$43,159 of the \$1,000,000 of the grant received on December 9, 2010 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was and August 20, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 28**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Charter Fund, Inc.  
Dba CSGF Tennessee  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant – December 15, 2010 - \$563,109
- (3) Purpose – To provide support to the launch of 4.0 Schools – creating great charter schools in the Southeast.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the remaining grant funds (\$176,899) received on December 15, 2010 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was and September 15, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
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**DECEMBER 31, 2011**

**ATTACHMENT 29**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Charter Fund, Inc.  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant – Various 2011 - \$12,500,000
- (3) Purpose – To provide startup support to approximately 50 high performing individual public charter schools.
- (4) Amount Expended by Grantee – Based on its annual report, the grantee has expended all of the grant funds received in calendar 2011 in accordance with the terms of the grant agreements.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was August 20, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation

**WALTON FAMILY FOUNDATION, INC.**  
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**DECEMBER 31, 2011**

**ATTACHMENT 30**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Charter Fund, Inc.  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant – October 15, 2009 - \$7,000,000  
November 11, 2010 – \$3,833,526
- (3) Purpose – To provide support to the Charter Fund, Inc. to create quality charter school management organizations (CMOs). The Charter Fund will provide charter school operators with the guidance and resources they need to become successful CMOs and develop self-sufficient networks of high performing charter schools.
- (4) Amount Expended by Grantee – Based on its annual report, the grantee has expended an additional \$2,141,503 of the remaining grant funds (\$2,511,561) related to the October 15, 2009 grant and none of the grant funds received on November 11, 2010 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was August 7, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation



**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 31**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -

Charter Fund, Inc.  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021

- (2) Date and amount of program-related investment loan – December 27, 2007 – \$2,500,000  
September 29, 2011 - \$2,500,000

Amount represents advances against a \$10.0 million program related investment loan which bears a three percent (3%) interest rate, recoverable within ten years.

- (3) Purpose – To provide streamlined facility financing to charter school management organizations (CMOs) for the acquisition, construction, renovation and leasehold improvement of quality public charter school facilities.
- (4) Amount Expended by Grantee/Borrower – Grantee/Borrower has expended all of the remaining loan funds (\$1,916,500) received on December 27, 2007 and has expended \$1,958,500 of the loan funds received on September 29, 2011 in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the Grantee/Borrower, no part of the program-related investment loan will be used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of latest financial report was August 21, 2012.
- (7) Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation

**WALTON FAMILY FOUNDATION, INC.**  
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**DECEMBER 31, 2011**

**ATTACHMENT 32**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -  
  
Charter Fund, Inc.  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant – November 11, 2010 - \$2,200,000  
December 8, 2011 - \$6,900,000
- (3) Purpose – To support the creation and expansion of public charter school networks and management companies nationally.
- (4) Amount Expended by Grantee/Borrower – Based on its annual report, the grantee has expended all of the remaining unspent grant funds (\$1,610,272) received on November 11, 2010 and \$1,260,139 of the grant funds received on December 8, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion – To the knowledge of the Foundation, and based on the information furnished by the Grantee/Borrower, no part of the program-related investment loan will be used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of latest financial report was August 7, 2012
- (7) Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 33**

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1)      Grantee/Borrower -  
  
         Charter Fund, Inc.  
         350 Interlocken Blvd., Suite 390  
         Broomfield, CO 80021
- (2)      Date and Amount of Grant – December 15, 2011 - \$1,000,000
- (3)      Purpose – To support the Florida Charter School Growth Fund, a new \$30 million public -private fund investing in the development and scale up of outstanding charter networks serving primarily low-income and minority students.
- (4)      Amount Expended by Grantee/Borrower – Based on its annual report, the grantee has not expended any of the grant funds received on December 15, 2011 in accordance with the terms of the grant agreement.
- (5)      Diversion – To the knowledge of the Foundation, and based on the information furnished by the Grantee/Borrower, no part of the program-related investment loan will be used for other anything than its intended purpose.
- (6)      Date of Report from Grantee/Borrower – Date of latest financial report was August 20, 2012
- (7)      Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8)      Foundation Status – Private operating Foundation

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 34**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Crystal Bridges – Museum of American Art, Inc.  
P.O. Box 1169  
Bentonville, AR 72712
- (2) Date and Amount of Grants – Various, 2010 - \$266,000,000
- (3) Purpose – To provide Crystal Bridges Museum of American Art, Inc. (the “Museum”) with funds to plan, construct and operate a museum and cultural center in Northwest Arkansas which will primarily exhibit works of art created by American artists.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$140,100,000 of the remaining grant funds (\$189,400,000) received in calendar 2010 in accordance with the terms of the grant as of its most recent year ended December 31, 2011.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was September 12, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation – converting to a public charity.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 35**

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Crystal Bridges – Museum of American Art, Inc.  
P.O. Box 1169  
Bentonville, AR 72712
- (2) Date and Amount of Grants – December 27, 2010 - \$800,000,000
- (3) Purpose – To provide Crystal Bridges Museum of American Art, Inc. (the “Museum”) with endowment funds for the establishment of an Acquisition and Care Endowment (\$325,000,000), Operations Endowment (\$350,000,000) and a Building endowment (\$125,000,00) for the benefit of a museum and cultural center in Northwest Arkansas which will primarily exhibit works of art created by American artists
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has established various investment accounts which are directed by the Investment Committee of the Board of Directors to maintain the endowment funds in accordance with the terms of the endowment grant.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was September 12, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation– converting to a public charity.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 36**

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Crystal Bridges – Museum of American Art, Inc.  
P.O. Box 1169  
Bentonville, AR 72712
- (2) Date and Amount of Grants – December 27, 2010 - \$137,290,308
- (3) Purpose – To provide Crystal Bridges Museum of American Art, Inc. (the “Museum”) various works of art and libraries which will be exhibited by the museum and cultural center in Northwest Arkansas.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has accessioned the grant of artwork and libraries valued at \$137,290,308 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was September 12, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above report, therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation– converting to a public charity.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 37**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -  
  
Exalt Education  
1607 North Taylor Street  
Little Rock, AR 72207
- (2) Date and Amount of program related investment – July 31, 2011 – \$600,000
- (3) Purpose – Non-interest bearing loan to provide working capital to allow borrower to improve its business model and operations.
- (4) Amount Expended by Grantee/Borrower - The Grantee/Borrower has provided financial reports to the Foundation and the loan proceeds of \$263,113 have been used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement. The balance of the program related investment loan is awaiting investment in accordance with the terms of the program related investment loan agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was September 20, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – 501 (c) (3) status pending.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 38**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -  
  
Exalt Education  
1607 North Taylor Street  
Little Rock, AR 72207
- (2) Date and Amount of program related investment – July 14, 2011 – \$300,000
- (3) Purpose – Non-interest bearing loan to provide working capital to allow borrower to improve its business model and operations.
- (4) Amount Expended by Grantee/Borrower - The Grantee/Borrower has provided financial reports to the Foundation and the loan proceeds of \$300,000 have been used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was September 20, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – 501 (c) (3) status pending.



**WALTON FAMILY FOUNDATION, INC.**  
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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -  
  
Exalt Education  
1607 North Taylor Street  
Little Rock, AR 72207
- (2) Date and Amount of Grant – October 20, 2011 – \$313,500
- (3) Purpose – To establish a charter school management network that will feature quality charter schools.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received during the calendar year ended December 31, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was September 20, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – 501 (c) (3) status pending.

**WALTON FAMILY FOUNDATION, INC.**  
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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
e-STEM Public Charter Schools  
200 South Commerce, Suite 225  
Little Rock, AR 72201
- (2) Date and Amount of program related investment – Various 2008 – \$2,909,000  
March 31, 2009 – \$28,342
- (3) Purpose – Five year, no interest loan to provide funding to renovate certain real property located at 112 West Third Street, Little Rock, AR to be used as a new charter school.
- (4) Amount Expended by Grantee - The Grantee/Borrower has provided financial reports to the Foundation and the loan proceeds of \$2,937,342 have been and continue to be used in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the program related investment has been used for anything other than its intended charitable purpose.
- (6) Date of Report from Grantee – Date of financial report was October 31, 2012.
- (7) Grantor Verification - The Grantee/Borrower has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through June 30, 2011. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended June 30, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501 (c) (3) status. Received charter school authorization

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Newark Charter School Fund  
59 Lincoln Park  
Newark, NJ 07102
- (2) Date and Amount of Grant – Various 2010 – \$1,750,000
- (3) Purpose – To invest in expanding the enrollment in Newark K-12 high performing public charter schools.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$1,188,401 of the remaining grant funds (\$1,550,709) received during the calendar year ended December 31, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was June 28, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
The Peel Compton Foundation  
400 S. Walton Blvd.  
Bentonville, AR 72712
- (2) Date and Amount of Grant - Various 2011 - \$906,761
- (3) Purpose - To provide The Peel Compton Foundation ("Peel") with funds to be used in the development and maintenance of Compton Gardens, a community park in Bentonville, Arkansas which is a haven of Arkansas wildlife and plant life offering residents a secluded experience of nature and which is used to educate school children in the area about Arkansas' natural environment and for the preservation of historically significant structures in Benton County, Arkansas.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the 2011 grant funds in accordance with the terms of the grant agreements.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee - Date of annual report was September 7, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation a letter stating that it has complied with the terms of the Foundation's grant through its most recent year-ending December 31, 2011. In addition, the grantee has provided the Foundation with a copy of its financial statements for the year-ended December 31, 2011. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Partners for Developing Futures  
850 Colorado Blvd., Suite 103  
Los Angeles, CA 90041
- (2) Date and Amount of Grant – October 28, 2010 – \$750,426  
September 15, 2011 – \$897,827  
December 1, 2011 – \$400,000
- (3) Purpose – To launch a pilot, venture philanthropy fund which will identify and support 11 people of color in creating and growing high-quality charter schools and charter school networks that will serve 5,600 students.
- (4) Amount Expended by Grantee - Based on the annual report received, the grantee has expended all of the grant funds (\$133,877) remaining from the grant funds received on October 28, 2010. In addition, the grantee has expended all grant funds received on September 15, 2011 and December 1, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was August 15, 2012
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 44**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1)     Grantee -  
  
          Beaver Watershed Alliance  
          100 West Center Street, #300  
          Fayetteville, AR 72701
- (2)     Date and Amount of Grant – July 28, 2011 – \$124,237
- (3)     Purpose – To provide start-up funding and initial operating support for the Alliance.
- (4)     Amount Expended by Grantee - Based on the annual report, the grantee has expended \$41,973 of the grant funds received on July 28, 2011 in accordance with the terms of the grant agreement.
- (5)     Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6)     Date of Report from Grantee – Date of annual report was August 1, 2012.
- (7)     Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8)     Foundation Status – Received 501 (c) (3) status.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 45**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Sand County Foundation  
5999 Monona Drive  
P.O. Box 6587  
Monoma, WI 53716
- (2) Date and Amount of Grant – December 2, 2010 - \$205,999
- (3) Purpose – Support two watershed-scale efforts to reduce nutrient run-off by empowering farmers to make changes to their farming system that improve and protect water quality.
- (4) Amount Expended by Grantee - Based on the annual reports, the grantee has expended all of the grant funds (\$143,016) remaining from the grant funds received in calendar year 2010 in accordance with the terms of the grant agreements.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 15, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation – applied for public charity status.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Sand County Foundation  
5999 Monona Drive  
P.O. Box 6587  
Monoma, WI 53716
- (2) Date and Amount of Grant – September 15, 2011 – \$200,000  
December 8, 2011 – \$200,000
- (3) Purpose – To engage agricultural communities to improve water quality at the watershed scale-discovery.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on September 15, 2011 and \$95,413 of the grant funds received on December 8, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant funds have been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report is May 15, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation – applied for public charity status.



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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
New Voice Strategies  
3023 N. Clark Street, #763  
Chicago, IL 60657
- (2) Date and Amount of Grant – November 15, 2011 – \$351,480
- (3) Purpose – To launch the second phase of its pilot that will effectively bring classroom teachers' voices forward in support of important education reform initiatives in several states and also at the Federal level.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$269,832 of the grant funds received on November 15, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant funds have been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report is June 15, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – 501 (c) (3) status pending.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
4.0 Schools  
643 Magazine, Suite 206  
New Orleans, LA 70130
- (2) Date and Amount of Grant – December 15, 2011 – \$467,667
- (3) Purpose – To create great Charter Schools in the Southeast.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$441,897 of the grant funds received on December 15, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant funds have been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report is September 7, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private non-operating Foundation.

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Friends of Cocos Island Foundation  
P.O. Box 276-1005, Barrio Mexico  
San Jose, Costa Rica
- (2) Date and Amount of Grant – July 14, 2011 – \$28,500
- (3) Purpose – To revise the management plans of three responsible fishing areas in Costa Rica to incorporate rights-based management and catch share principles.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on July 14, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was October 1, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Cayetano Heredia Foundation.  
Av. Amendariz 445  
Lima 18, Peru 51-1-4470317
- (2) Date and Amount of Grant – December 17, 2009 – \$117,875
- (3) Purpose – To provide expert advice to the forthcoming Marine Certification process of the Peruvian anchoveta fishery.
- (4) Amount Expended by Grantee - Based on the annual reports, the grantee has expended all of the remaining (\$6,854) grant funds received in calendar year 2009 in accordance with the terms of the grant agreements.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was September 5, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1)     Grantee -  
  
          Comunidad y Biodiversidad, A.C.  
          Boulevard Aguamariana #297  
          Colonia Delicias, CP 85420
- (2)     Date and Amount of Grant – July 29, 2011 – \$331,746
- (3)     Purpose – Support to building ocean resilience: an incentive-based approach for marine conservation in Pacific Mexico.
- (4)     Amount Expended by Grantee - Based on the annual report, the grantee has not yet expended any of the grant funds received on July 29, 2011 during the calendar year ended December 31, 2011 in accordance with the terms of the grant agreement.
- (5)     Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6)     Date of Report from Grantee – Date of annual report was March 1, 2012.
- (7)     Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8)     Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Comunidad y Biodiversidad, A.C.  
Boulevard Aguamariana #297  
Colonia Delicias, CP 85420
- (2) Date and Amount of Grant – May 7, 2010 – \$308,876  
December 3, 2010 – \$267,447  
June 8, 2011 - \$267,446
- (3) Purpose – Support to continue work with fishing communities in four areas to establish fisheries No-Take Zones and rights-based management schemes.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining grant funds (\$50,544) received on May 7, 2010. In addition, the grantee has expended all of the grant funds received on December 3, 2010 and June 8, 2011 during the year ended December 31, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was March 1, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Noroeste Sustentable  
Revolucion 3765 Col. Pueblo Nuevo  
La Paz, BCS, Mexico 23060
- (2) Date and Amount of Grant – January 13, 2011 – \$233,024  
May 26, 2011 - \$233,024
- (3) Purpose – To advance conservation and sustainable development in the Gulf of California (La Paz Bay, Upper Gulf).
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$135,434 of the grant funds received on January 13, 2011 and none of the funds received on May 26, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was November 18, 2011.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Noroeste Sustentable  
Revolucion 3765 Col. Pueblo Nuevo  
La Paz, BCS, Mexico 23060
- (2) Date and Amount of Grant – December 18, 2011 – \$310,000
- (3) Purpose – To build the additional organizational capacity to support the catch shares program in the Gulf of California.
- (3) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$275,977 of the remaining grant funds received on December 18, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was February 1, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.



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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1)     Grantee -  
  
          Noroeste Sustentable  
          Revolucion 3765 Col. Pueblo Nuevo  
          La Paz, BCS, Mexico 23060
- (2)     Date and Amount of Grant – March 3, 2011 – \$50,000
- (3)     Purpose – To support the Opportunity Fund. The goals of the Opportunity Fund include improving neighborhoods, helping people appreciate marine recreation and the environment, and providing educational opportunities.
- (4)     Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on March 3, 2011 in accordance with the terms of the grant agreement.
- (5)     Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6)     Date of Report from Grantee – Date of annual report was May 10, 2012.
- (7)     Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8)     Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Noroste Sustentable  
Revolucion 3765 Col. Pueblo Nuevo  
La Paz, BCS, Mexico 23060
- (2) Date and Amount of Grant – September 2, 2011 – \$100,000
- (3) Purpose – To build the additional organizational capacity and to support the Opportunity Fund. The goals of the Opportunity Fund include improving neighborhoods, helping people appreciate marine recreation and the environment, and providing educational opportunities.
- (5) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on September 2, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was February 24, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee  
  
Pronatura Noroeste, AC  
Calle Decema No. 60, Zona Centro  
Ensenada, Baja California  
CP 22800 Mexico7
- (2) Date and Amount of Grant – June 17, 2011 – \$430,000
- (3) Purpose – Grant to continue their work in the Delta region of the Colorado River in Mexico aimed at restoration of the Colorado River Delta and sustainability of the Mexicali Valley.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on June 17, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 1, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Pronatura Noroeste, AC  
Calle Decema No. 60, Zona Centro  
Ensenada, Baja California  
CP 22800 Mexico7
- (2) Date and Amount of Grant – December 15, 2010 – \$60,000  
September 2, 2011 – \$60,000
- (3) Purpose – To support the recovery and conservation of fishing resources in the Gulf of California.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$57,334) grant funds received on December 15, 2010 and all of the grant fund received on September 2, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was March 20, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Pronatura Noroeste, AC  
Calle Decema No. 60, Zona Centro  
Ensenada, Baja California  
CP 22800 Mexico7
- (2) Date and Amount of Grant – April 15, 2010 – \$275,000  
December 15, 2010 – \$245,100
- (3) Purpose – To support the restoration of the Colorado River Delta, bi-national negotiations and community-based restoration efforts.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$118,098) grant funds received on April 15, 2010 and \$168,323 of the grant funds received on December 15, 2010 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 31, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Sociedad de Historia Natural Niparaja, AC  
Revolucion 430 Colonia Esterito  
La Paz Baja, CA 23020
- (2) Date and Amount of Grant – March 19, 2009 – \$100,000  
June 25, 2010 - \$75,000
- (3) Purpose – Three year implementation grant for a comprehensive action plan to conserve the marine resources of the Bay of La Paz.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$95,049) grant funds received March 19, 2009 and \$51,000 of the grant funds received on June 25, 2010 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was April 1, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

---

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Sociedad de Historia Natural Niparaja, AC  
Revolucion 430 Colonia Esterito  
La Paz Baja, CA 23020
- (2) Date and Amount of Grant – April 15, 2010 – \$235,721  
December 3, 2010 - \$214,257  
August 25, 2011 – \$198,231
- (3) Purpose – To continue implementation of its marine strategies for the Lower Gulf of CA.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining grant funds (\$181,550) received on April 15, 2010. In addition, the grantee expended all of the grant funds received on December 3, 2010 and August 25, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was March 31, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
SuMar, Voces por la Naturaleza, AC  
Blvd. Lomas de Cortes 3  
Guaymas, Sonora, Mexico CP 84850
- (2) Date and Amount of Grant – September 2, 2011 – \$40,000
- (3) Purpose – A one-year grant to implement an advocacy campaign to build public support within fishing communities for market-based solutions for conservation.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on September 2, 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was January 1, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.



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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Fundacion de Beneficencia Alejandro Rojas Sierra  
Merced 255 Oficina 301 Block 2  
Curico, Chile
- (2) Date and Amount of Grant – Various 2011 – \$83,356
- (3) Purpose – A three-year grant to support the Chile school construction project in Iloca.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received during calendar year 2011 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was August 22, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
FAIT Academy  
5330 Chico Grey Drive  
Indianapolis, IN 46237
- (2) Date and Amount of Grant – September 24, 2009 – \$20,000
- (3) Purpose – Planning and petition grant for the start-up of a charter school.
- (4) Amount Expended by Grantee - Based on the annual report received, the grantee has expended \$15,210 of the grant funds in accordance with the terms of the grant agreement. The Foundation will continue to seek reports from the above grantee and will not make any future grants to this grantee until the reporting requirement has been satisfied.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of last annual report was March 16, 2010.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Charter school status pending.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Leadership Preparatory Academy - aka James Madison Academy  
660 Syracuse  
Colorado Springs, CO 60911
- (2) Date and Amount of Grant – July 30, 2009 – \$20,000
- (3) Purpose – Planning and start-up grant for a charter school.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended \$12,780 of the funds in accordance with the terms of the grant agreement. The grantee plans to continue to pursue plans for a charter school and will return unspent funds if unsuccessful.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was June 29, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Charter school status pending.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Math and Science Preparatory Academy  
3400 Peachtree Rd. Suite 550  
Atlanta, GA 30326
- (2) Date and Amount of Grant – April 30, 2009 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee - Based on the annual report received, the grantee has expended \$9,207 of the grant funds in accordance with the terms of the grant agreement. The Foundation will continue to seek reports from the above grantee and will not make any future grants to this grantee until the reporting requirement has been satisfied.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of the last annual report was July 30, 2011.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Charter school status pending.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
    METSouth High School  
    575 Boulevard SE, Suite #6  
    Atlanta, GA 30312
- (2) Date and Amount of Grant – April 16, 2009 – \$20,000
- (3) Purpose – Planning and petition grant for the start-up of a charter school.
- (4) Amount Expended by Grantee - Based on the annual report received, the grantee has expended \$17,500 of the grant funds in accordance with the terms of the grant agreement. The Foundation will continue to seek reports from the above grantee and will not make any future grants to this grantee until the reporting requirement has been satisfied.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of the last annual report was October 6, 2010.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Charter school status pending.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1)     Grantee -  
  
          New Spirit Charter Academy  
          3957 North Cedar Avenue  
          Fresno, CA 93726
- (2)     Date and Amount of Grant – August 26, 2009 – \$10,000
- (3)     Purpose – Planning grant for the start-up of a charter school.
- (4)     Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the remaining (\$8,059) grant funds received on August 26, 2009 in accordance with the terms of the grant agreement.
- (5)     Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6)     Date of Report from Grantee – Date of the last annual report was June 17, 2012.
- (7)     Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8)     Foundation Status – Received Charter school authorization.

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Stellar Opportunity School  
398 East Royal Forest Blvd.  
Columbus, OH 43214
- (2) Date and Amount of Grant – March 12, 2009 – \$20,000
- (3) Purpose – Planning and petition grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – The above grantee has not yet reported to the Foundation as required by the grant agreement. The Foundation will continue to seek reports from the above grantee and will not make any future grants to this grantee until the reporting requirement has been satisfied.
- (5) Date of Report from Grantee – See note (4).
- (6) Diversion - See note (4).
- (7) Grantor Verification - See note (4).
- (8) Foundation Status – Charter school status pending.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Cornerstone Montessori Elementary School  
1611 Ames Avenue  
St. Paul, MN 55106
- (2) Date and Amount of Grant – December 17, 2009 - \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report received, the grantee has expended all of the remaining (\$11,299) grant funds received on December 17, 2009 in accordance with the terms of the grant agreement.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was September 19, 2012.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status. Received charter school authorization.



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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Minnesota Leadership Academy  
3029 42<sup>nd</sup> Avenue  
Minneapolis, MN 55406
- (2) Date and Amount of Grant -- December 17, 2009 - \$30,000
- (3) Purpose -- Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee -- Based on the annual report received, the grantee has expended \$28,751 of the grant funds received on December 17, 2009 in accordance with the terms of the grant agreement. The Foundation will continue to seek reports from the above grantee and will not make any future grants to this grantee until the reporting requirement has been satisfied.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (6) Date of Report from Grantee -- Date of annual report was September 14, 2011.
- (7) Grantor Verification - The grantee has provided the Foundation with the required reports. The Foundation has no reason to doubt the accuracy or reliability of the above reports; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status -- Received 501(c) (3) status. Received charter school authorization.

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Christel House DORS  
10 W. Market Street, Suite 1990  
Indianapolis, IN 46204
- (2) Date and Amount of Grant – December 8, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on December 8, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was January 11, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received charter school authorization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Achievement Network, LTD  
225 Friend Street, Suite 704  
Boston, MA 02114
- (2) Date and Amount of Grant – October 14, 2010 – \$62,500  
October 21, 2011 – \$62,500
- (3) Purpose – To improve data use in schools through expansion of the Achievement Network Model.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$24,448 of the remaining (\$25,491) grant funds received on October 14, 2010. In addition, none of the grant funds received on October 21, 2011 have been spent in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was August 21, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Steve Nash Foundation  
9400 Sugar Circle  
Anchorage AK 99507
- (2) Date and Amount of Grant – May 6, 2011 – \$10,000
- (3) Purpose – To support the Early Learning Initiative in Arizona.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on May 6, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was May 15, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private non-operating Foundation.

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
ADI Charter Schools, Inc.  
East Campus  
1400 N. Meridian Street  
Indianapolis, IN 46202
- (2) Date and Amount of Grant – June 3, 2010 – \$250,000
- (3) Purpose – Combo startup grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$53,874 of the remaining (\$100,337) grant funds received on June 3, 2010 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was May 17, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status.

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**ATTACHMENT 76**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
ADI Charter Schools, Inc.  
West Campus  
1400 N. Meridian Street  
Indianapolis, IN 46202
- (2) Date and Amount of Grant – June 3, 2010 – \$250,000
- (3) Purpose – Combo startup grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$79,185 of the remaining (\$139,376) grant funds received on June 3, 2010 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was May 17, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Elements Academy  
200 Sherman Street, Unit 6  
Denver, CO 80203
- (2) Date and Amount of Grant – April 14, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$2,374 of the grant funds received on April 14, 2011 and refunded the remaining balance in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was July 7, 2011.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Charter school status denied.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Centro Mexicano de Derecho Ambiental, A.C.  
Atlixco 138 Colonia Condesa  
C.P. 06140  
Mexico City, MX
- (2) Date and Amount of Grant – December 8, 2011 – \$62,500
- (3) Purpose – To support sustainable development of Magdalena Bay and Sinaloa.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$52,764 of the grant funds received on December 8, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was June 1, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.



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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Centro Mexicano de Derecho Ambiental, A.C.  
Atlixco 138 Colonia Condesa  
C.P. 06140  
Mexico City, MX
- (2) Date and Amount of Grant – November 12, 2010 – \$85,000  
August 12, 2011 - \$30,000
- (3) Purpose – to provide legal analysis and support to Mexican government agencies and Non-Government Organizations (NGO's) for Marine conservation measures.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$4,549) grant funds received on November 12, 2010 and has not yet expended any of the grant funds received on August 12, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was November 15, 2011.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee/Borrower -

Charter School Financing Partnership, LLC  
160 State Street, 5<sup>th</sup> Floor  
Boston, MA 02109

- (2) Date and amount of program-related investment loan – December 22, 2010 – \$2,850,000  
December 15, 2011 - \$650,000

Amounts represent advances against a \$5 million program related investment which is a non-interest bearing loan, recoverable within ten years.

- (3) Purpose – Ten year Credit Enhancement loan to assist charter schools with access to the bond market to finance or refinance their facilities.
- (4) Amount Expended by Grantee – Based on the annual report, the borrower has not expended any of the loan proceeds received on December 22, 2010 and December 15, 2011 and the funds remain in a segregated bank account in accordance with the purpose of the loan as stated in the terms of the program related investment loan agreement.
- (5) Date of Report from Grantee – Date of the annual report was December 31, 2011.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2011
- (8) Foundation Status – Received 501 (c) (3) status.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

(1) Grantee -

City of Trees Public Charter School  
990 Florida Avenue NW  
Washington, DC 20001

(2) Date and Amount of Grant – December 9, 2010 – \$30,000

(3) Purpose – Pre-authorization startup grant for the start-up of a charter school.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$20,317 of the grant funds received on December 9, 2010 in accordance with the terms of the grant agreement.

(5) Date of Report from Grantee – Date of the annual report was August 7, 2012.

(6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.

(7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.

(8) Foundation Status – Charter school status pending.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Conselva, A.C.  
Observatorio 12  
Sinaloa, MX
- (2) Date and Amount of Grant – December 9, 2010 – \$20,000  
July 29, 2011 - \$20,000
- (3) Purpose – To conduct an analysis of the effectiveness of the fishing cooperatives in Sinaloa.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$11,909) grant funds received on December 9, 2010 and \$19,582 of the grant funds received on July 29, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was July 15, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Dairy Research Institute  
10255 W Higgins Road, Suite 900  
Rosemont, IL 60018
- (2) Date and Amount of Grant – August 6, 2010 – \$175,000
- (3) Purpose – To support the Dairy FarmSmart project.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$62,000) grant funds received on August 6, 2010 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was April 30, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501 (c) (3) status.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Grupo Tortuguero de las California, A.C.  
Cuauhtemoc #155 e/l. Madero y Belisario Dominguez  
Colonia Pueblo Nuevo, C.P. 23060  
La Paz, Baja California, MX
- (2) Date and Amount of Grant – December 3, 2010 - \$60,000  
June 6, 2011 - \$100,000  
November 15, 2011 - \$100,000
- (3) Purpose – To support a collaborative initiative for the management of the fisheries of Bahia Magdalena Norte, Baja CA Sur.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$50,980) grant funds received on December 3, 2010. In addition, the grantee has expended all of the grant funds received on June 6, 2011 and \$10,545 of the grant funds received on November 15, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was April 1, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International charitable organization.

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

(1) Grantee -

Groupo Tortuguero de las California, A.C.  
Cuauhtemoc #155 e/l. Madero y Belisario Dominguez  
Colonia Pueblo Nuevo, C.P. 23060  
La Paz, Baja California, MX

(2) Date and Amount of Grant – April 11, 2011- \$20,000

(3) Purpose – To assist with the costs of putting together the Gulf of California Science Symposium. .

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on April 11, 2011 in accordance with the terms of the grant agreement.

(5) Date of Report from Grantee – Date of the annual report was August 16, 2012.

(6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.

(7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.

(8) Foundation Status – International charitable organization.

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Hennepin Elementary School  
c/o 1500 Wells Fargo Plaza  
7900 Xerxes Avenue South  
Minneapolis, MN 55431
- (2) Date and Amount of Grant – May 26, 2010 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$18,722) grant funds received on May 26, 2010 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was July 7, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status. Received charter school authorization



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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

(1) Grantee/Borrower -

High Bar, LLC  
82 Shaker Road  
Harvard, MA 01451

- (2) Date and amount of program-related investment loan – April 22, 2010 – \$250,000  
October 14, 2010 - \$150,000

Amounts represent advances against a \$400,000 program related investment which is an interest bearing loan (3.25%), recoverable in thirty months.

- (3) Purpose – To test and launch an online training tool for public charter school governing boards.
- (4) Amount Expended by Grantee – On October 22, 2012, Borrower entered into an agreement with the Lender whereby the entire outstanding loan balance (\$400,000) was converted to a grant. The Grantee/Borrower has, as previously reported, that all of the loan proceeds received in calendar 2010 have been expended in accordance with the purpose outlined in the loan agreement.
- (5) Date of Report from Grantee – Date of the annual report was October 22, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Taxable entity – program related investment of the Foundation.

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**ATTACHMENT 88**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Columbus Collegiate Academy - West  
P. O. Box 411  
Columbus, OH 43216
- (2) Date and Amount of Grant – September 2, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on September 2, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was June 28, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received charter school authorization

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 89**

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
ISEAL Alliance  
The Wenlock Centre  
50-52 Wharf Road  
London, UK N1 7EU
- (2) Date and Amount of Grant – February 11, 2011 – \$59,125  
October 27, 2011 - \$59,125
- (3) Purpose – To support the development of a Code of Good Practice for verifying compliance with social and environmental standards as a tool to strengthen the effectiveness of voluntary standards systems.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on February 11, 2011 and \$1,208 of the grant funds received on October 27, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was January 15, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary
- (8) Foundation Status – International charitable organization.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 90**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Kimbell Art Foundation  
3333 Camp Bowie Boulevard  
Fort Worth, TX 76107-2792
- (2) Date and Amount of Grant - March 17, 2011 - \$25,000
- (3) Purpose - To provide operating support to a museum and cultural center in Fort Worth, Texas.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received on March 17, 2011 in accordance with the terms of the grant agreements.
- (5) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the loan has been used for other than its intended purpose.
- (6) Date of Report from Grantee - Date of annual report was February 6, 2012.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Private operating Foundation.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 91**

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Montessori School of Englewood  
2838 West Wellington Avenue  
Chicago, IL 60618
- (2) Date and Amount of Grant – December 9, 2010 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$1,050) grant funds received on December 9, 2010 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was July 25, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status. Received charter school authorization.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 92**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
New Orleans Military/Maritime Academy (NOMMA)  
643 Magazine Street, Suite 403  
New Orleans, LA 70130
- (2) Date and Amount of Grant – May 27, 2010 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$577) grant funds received on May 27, 2010 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was September 15, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status. Received charter school authorization.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 93**

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PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Participant Foundation  
331 N. Foothill Road, Third Floor  
Beverly Hills, CA 90210
- (2) Date and Amount of Grant - August 12, 2010 - \$500,000
- (3) Purpose - To support "It's Possible" social media marketing campaign for the film "Waiting for Superman"
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended an additional \$84,392 and returned \$20,000 of the remaining (\$145,986) grant funds received on August 12, 2010 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee - Date of the annual report was August 30, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status - Private non-operating Foundation

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 94**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
Empower College Prep  
1718 W. Colter St., #143  
Phoenix, AZ 85015
- (2) Date and Amount of Grant – December 18, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$3,540 of the grant funds received on December 18, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was August 15, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status. Received charter school authorization.



**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
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**DECEMBER 31, 2011**

**ATTACHMENT 95**

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

(1) Grantee -

Fondo para la Accion Ambiental la Ninez /  
Cra. 7 No. 32-33, Piso 27  
Bogota, Colombia

(2) Date and Amount of Grant – June 17, 2011 – \$25,000

(3) Purpose – To assist with the design of Naturalmente Colombia - a public-private initiative to achieve an ecologically-representative network of effectively-managed protected areas in Colombia with the necessary long-term financing to be sustainable.

(4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$23,662 of the grant funds received on June 17, 2011 in accordance with the terms of the grant agreement.

(5) Date of Report from Grantee – Date of the annual report was June 1, 2012.

(6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.

(7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary

(8) Foundation Status – International charitable organization.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 96**

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**PART VII-B: LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Experiencia Academy Project Team  
950 Milwaukee  
Detroit, MI 48211
- (2) Date and Amount of Grant – December 15, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$16,018 of the grant funds received on December 15, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was June 11, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 97**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -

WESPO Inc. California Environmental Associates  
423 Washington Street, 3<sup>rd</sup> Floor  
San Francisco, CA 94111

- (2) Date and amount of grant – December 2, 2010 – \$65,625  
January 21, 2011 - \$65,625  
June 23, 2011 - \$30,000

- (3) Purpose – To support the Design for Fish project which pools the collective wisdom and experience of the main funders of marine conservation.

- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on December 2, 2010, January 21, 2011 and June 23, 2011 in accordance with the terms of the grant agreement.

- (5) Date of Report from Grantee – Date of the annual report was April 26, 2012.

- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.

- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.

- (8) Foundation Status – Taxable entity.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 98**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Franklinton Preparatory Academy  
781 Montrose Avenue  
Columbus, OH 43209
- (2) Date and Amount of Grant – September 2, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$29,733 of the grant funds received on September 2, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was August 16, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) pending. Charter school authorization pending

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 99**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
The Orange School  
4711 N. Maplewood Avenue  
Chicago, IL 60625
- (2) Date and Amount of Grant – December 16, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$10,982 of the grant funds received on December 16, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was July 3, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 100**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Rocky Mountain Preparatory Charter School  
7808 Cherry Creek South Drive  
Denver, CO 80210
- (2) Date and Amount of Grant – April 8, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on April 8, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was August 19, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status. Received charter school authorization.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 101**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
The GLOBE Academy  
3377 Sable Run Road  
East Point, GA 30349
- (2) Date and Amount of Grant – March 23, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$4,118 of the grant funds received on March 23, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was June 22, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received 501(c) (3) status.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 102**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
University High School  
1524 Loma Drive  
Hermosa Beach, CA 90254
- (2) Date and Amount of Grant – December 8, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$6,073 of the grant funds received on December 8, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was June 30, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Charter school authorization received.



**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
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**DECEMBER 31, 2011**

**ATTACHMENT 103**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
Sims-Fayola International Academy Denver  
24202 E. Glasgow Circle  
Aurora, CO 80015
- (2) Date and Amount of Grant – April 1, 2011 – \$30,000
- (3) Purpose – Pre-authorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on April 1, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was September 16, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – Received charter school authorization.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2011**

**ATTACHMENT 104**

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**PART VII-B; LINE 5(c) - EXPENDITURE RESPONSIBILITY**

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Statement Pursuant to Reg. Sec. 53.4945-5(d):

- (1) Grantee -  
  
UNESCO World Heritage Marine Program  
7 Place de Fontenoy  
Paris, France 75352
- (2) Date and Amount of Grant – May 19, 2011 – \$23,925
- (3) Purpose – To support its initiative to promote cross-site learning for managers of Marine World Heritage sites.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received on May 19, 2011 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was May 30, 2012.
- (6) Diversion - To the knowledge of the Foundation, and based on the information furnished by the grantee, no part of the grant has been used for other than its intended purpose.
- (7) Grantor Verification - The Foundation has no reason to doubt the accuracy or reliability of the above report; therefore, further verification by the Foundation was deemed unnecessary.
- (8) Foundation Status – International Charitable organization.

**WALTON FAMILY FOUNDATION**

**Form 990-PF**

**FEIN: 13-3441466**

**December 31, 2011**

**Attachment 105**

**Section 4942(h)(2) Election as to the Treatment of Qualifying Distributions**

**Name:** Walton Family Foundation, Inc.

**Address:** P.O. Box 2030  
Bentonville, AR 72712

**Federal ID No.:** 13-3441466

**Year Ending:** December 31, 2011

Pursuant to IRC Section 4942(h)(2) and Regulation 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to treat current-year qualifying distributions (in excess of the immediately preceding tax year's undistributed income (which is zero)) in the amount of \$511,657,517 as being made out of corpus.

  
Signature

Buddy Philpot  
Executive Director

11-14-12  
Date

WALTON FAMILY FOUNDATION, INC.  
FORM 990-PF  
13-3441466  
DECEMBER 31, 2011

ATTACHMENT 106

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**Election to Treat Unused Prior Year Corpus Distributions as Current Year Corpus Distributions**

The foundation is making the election in order to qualify as a section 170(b)(1)(F)(ii) "pass through" foundation." As required under Reg. 1.170A-9(h)(2), for purposes of section 170(e)(1)(B)(ii), an organization is required to distribute all contributions of property only received in any year.

Name: Walton Family Foundation, Inc.

Address: PO Box 2030  
Bentonville, AR 72712

Federal ID No.: 13-3441466

Year Ending: December 31, 2011

Pursuant to Regulation 53.4942(a)-3(c)(2)(iv), the above referenced foundation hereby elects to treat as a current distribution out of corpus the following unused prior tax years' distributions that were treated as corpus distributions under Regulation 53.4942(a)-3(d)(1)(iii) in such prior tax years:

<u>Tax Year</u>	<u>Amount</u>
12/31/06	140,000

  
(Signature)

Buddy D. Philpot  
Executive Director

1/14/12  
(Date)

# 2011 Walton Family Foundation Scholarship Program Guidelines

## **Applicant Eligibility**

The applicant must be a U.S. Citizen or Permanent Legal Resident of the United States; the dependent of an actively employed full-time associate (employee) who has been employed in any division of Walmart for at least twelve consecutive months as of February 1, 2011. Dependents of Walmart Board of Directors and Dependents of Walmart Officers [Vice President and above] are not eligible to apply.

NOTE: Walton Family Foundation Scholarship applicants may also apply for the Walmart Dependent Scholarship.

## **Academic Requirements**

The applicant must provide proof of at least a 22 ACT or 1030 SAT (Critical Reading or Verbal + Math) score and who is a high school or home school senior graduating or earning a GED between August 1, 2010 and July 31, 2011 and who will enroll for fall 2011 as a freshman at a two-year or four-year college or university.

## **Description of Funds**

The recipient will receive up to \$13,000 in increments of \$1,625, per semester (spring and fall semesters) or until the undergraduate degree is earned, whichever comes first. Funds are provided by the Walton Family Foundation. Checks are issued by ACT, Inc., and made payable and mailed directly to the accredited college or university last designated by the student. First checks will be mailed after August 1, 2011. Subsequent checks are subject to the student submitting fall and spring transcripts and meeting minimum requirements. Funds can only be applied toward tuition, books, fees and on-campus room and board. Funds may be applied to credit-bearing overseas study programs that are recognized by your home institution. Scholarship payments are made to the home institution.

## **Winner Selection and Announcements**

The Walton Family Foundation selects a Review Committee, independent of the Walmart Foundation, to ensure the impartial and confidential evaluation of applicants. 175 winners are selected based on their standardized test score, academic performance, community service and leadership and proof of financial need. ACT, Inc., the scholarship administrator, will send email notifications to winners and non-winners in early May 2011.

## **Conditions of Award**

The applicant and selected college must meet all requirements in order to receive the scholarship funds. The parent/legal guardian of selected applicants must be a full time associate at the time of award. If any other funds pay entirely the tuition, fees, books, and on-campus room and board, the student is no longer eligible to receive this scholarship and must forfeit the scholarship.

## **College/University Approval**

The institution must be accredited and remain listed on the official website of the U.S. Department of Education (<http://ope.ed.gov/accreditation/Search.aspx>) for all subsequent semesters during the payment cycles. Recipients planning to attend two-year institutions must agree in writing to transfer to a four-year institution by the beginning of the third academic year. Applicants attending military academies are ineligible for this scholarship. All school transfers are subject to accreditation approval.

## **Recipient Responsibilities**

The recipient must be actively enrolled in at least 12 credit hours per semester (or 'full time' by the college definition) as a freshman in the fall 2011 and throughout the scholarship term without interruption, barring illness, emergency, or military service. Recipients are required to maintain a 3.0 term grade point average [GPA] each semester, send term grade transcripts immediately upon completion of each term, and notify ACT of term progress, changes in institutions or contact information. It is the recipient's responsibility to notify ACT should the award check not arrive on or about 30 days from the issue date. It is the recipient's responsibility to maintain an active email address and notify ACT, Inc. of any email address changes as this is how ACT, Inc. will communicate with the recipient.

The Walton Family Foundation and the Walmart Foundation reserves the right to alter or discontinue this program at any time without notice.

## **Additional Questions**

Contact Us online (<https://www.act.org/walmart/contact.html>)

Walmart Scholarship Programs

ACT Scholarship and Recognition Services

**Mailing Address.** Walton Family Scholarship Program,

PO Box 4030, Iowa City, IA 52243-4030

**Shipping Address** (overnight courier, such as Fed Ex or UPS)

Walton Family Scholarship Program

301 ACT Drive, Iowa City, IA 52243, Phone. 877-333-0284

## Eligibility Quiz

Please answer the following questions to determine if you are eligible to apply for a 2011 Walton Family Foundation Scholarship.

- \* 1. Are you a U.S. Citizen or Permanent Legal Resident of the U.S ?  
☒ Yes ☐ No
  
- \* 2. Will your parent/legal guardian have worked for Walmart Stores, Inc full-time for at least 12 consecutive months as of February 1, 2011?  
☒ Yes ☐ No
  
- \* 3. Are you the dependent of a Walmart Stores, Inc. Board of Directors member; or the dependent of a Walmart Stores, Inc officer (vice president or above)?  
☐ Yes ☒ No
  
- \* 4. Will you graduate from high school/home school, or obtain a GED certificate, between August 1, 2010 and July 31, 2011?  
☒ Yes ☐ No
  
- \* 5. Did you take the ACT and receive a Composite Score of 22 or higher, and/or did you take the SAT and receive a Combined Score (Critical Reading + Mathematics) of 1030 or higher?  
☒ Yes ☐ No
  
- \* 6 For the 2011-2012 academic year, will you be enrolled as a freshman at a two-year or four-year college that is located in the U.S. and is accredited and listed on the official website of the U.S Department of Education ([ope.ed.gov/accreditation/Search.aspx](http://ope.ed.gov/accreditation/Search.aspx))  
☒ Yes ☐ No
  
- \* 7. Will you attend college **full time** during the 2011-2012 academic year?  
☒ Yes ☐ No
  
- \* 8. Will you attend a military academy during the 2010-2011 academic year?  
☐ Yes ☒ No

The information in Item 9 is required, but will not affect your eligibility. Follow-up Items 9a and 9b also require a response; please enter NA if not applicable to you.

- \* 9 How did you learn about the Walton Family Foundation Scholarship? (Check all that apply.)

- ☐ School counselor
- ☐ Walmartfoundation.org
- ☐ Scholarship search engine (List website in item 9a.)
- ☐ Former scholarship winner
- ☐ Scholarship poster
- ☐ Facility personnel told me
- ☐ Mywalmart.com
- ☐ WIRE
- ☐ Other (List source in item 9b )

\* 9a. If you checked scholarship search engine, please list the website. If not applicable to you, enter **NA**.

\* 9b. If you checked other, please list the source. If not applicable to you, enter **NA**.

\* = Required



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February 3, 2011.**

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## Associate Information

Use the correct combination of upper-case and lower-case letters when completing the application.

To avoid losing data you have entered, frequently click the Save button and always use the Logout link to exit the application. Do not use your browser's forward or back buttons.

The information in this section is required to verify that your mother, father, or legal guardian is employed by Walmart Stores, Inc.

The SSN you provided on the registration page must be for the same person you identify in this section, not the student.

The information in this section is required to verify that your mother, father, or legal guardian is employed by Walmart Stores, Inc. The SSN you provided on the registration page must be for the same person you identify in this section.

\* 1. Who is the eligible Walmart Stores, Inc. Associate?    - Select -

### 2. Associate name

\* 2a. First name

2b. Middle name

\* 2c. Last name

\* 3. Date of birth for Associate  
(mm/dd/yyyy)

\* 4. Associate hire date (mm/dd/yyyy)

\* 5. Job title

## Walmart Facility Location

6. In the order in which they appear below, select the **state**, then the **city**, and finally the **site #** for the Walmart facility where the eligible Walmart Associate is employed. All states are listed. If the correct city or location is not included in the options, select **(Other)** for both city and site #.

\* 6a. Location state                    - Select -

\* 6b. Location city                    - Select -

\* 6c. Location site #                    - Select -



7. If you selected **(Other)** for item 6b or item 6c, enter the location **city** and **site #** of the Walmart facility where the eligible Walmart Associate is employed

7a. Location city

7b. Location site #

\* = Required

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## Recommender

Use the correct combination of upper-case and lower-case letters when completing the application.

To avoid losing data you have entered, frequently click the Save button and always use the Logout link to exit the application. Do not use your browser's forward or back buttons.

The online academic recommendation must be completed by an adult who is knowledgeable of your character and academic standing (e.g., a school educator/administrator, a testing facilitator, a representative of the home-schooling organization used in your curriculum) The parent-educator may not complete the online recommendation.

The email address is needed to notify the recommender to complete the online recommendation in support of your application. Within 24 hours from the time you provide the recommender's email address, he or she should receive an email from **walmartscholarships@act.org** with instructions for completing the online recommendation. Since applications missing the required recommendation will be disqualified, it is important you do the following.

- Ask your recommender to be sure his/her email account will accept messages from **walmartscholarships@act.org**.
- Confirm the email address is active and being used by your recommender.
- Be certain to enter the email address correctly.
- Follow up with your recommender to confirm that he/she has received the email and has completed the online form, or plans to complete it before the submission deadline.

The recommendation must be submitted online by **5 p.m., Central time, on February 3, 2011**. The recommendation must be provided in the online form and will not be accepted by mail, fax, or email.

\* 1. Recommender's name

\* 2. Recommender's email

\* = Required

[REDACTED]

[REDACTED]

[REDACTED]

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## Academic Information

Use the correct combination of upper-case and lower-case letters when completing the application.

To avoid losing data you have entered, frequently click the Save button and always use the Logout link to exit the application. Do not use your browser's forward or back buttons.

If you will be cutting and pasting text into your application, please read [Handling Special Characters on Application Essays](#).

### High School

\* 1. Did/will you earn a home school diploma or GED?

☐ Yes ☐ No

1a. Did/will you earn a high school diploma?

☐ Yes ☐ No

2. In the order in which they appear below, select the state, then the city, and then the name for the high school you currently attend or graduated from. Please [Contact Us](#) if your high school is not listed

2a. High school state - Select -

2b. High school city - Select -

2c. High school name - Select -

2d. High school address

2e. High school ZIP

2f. High school phone (999-999-9999)

2g. Principal or counselor's name

2h. Principal or counselor's title - Select -

2i. Principal or counselor's email

2j. Dates attended (mm/yyyy-mm/yyyy)

\* 3. Graduation/GED date (mm/yyyy)

4 List the name, city, and state of any other high school(s) attended, along with the dates attended.

300 characters left

\* 5 Will you graduate from a non-U.S. high school?

☐ Yes ☐ No

5a. High school city

5b High school country

\* 6 Which grading scale does your school use to determine a Grade Point Average (GPA)?

- ☐ GPA 4.00 scale  
☐ GPA 5.00 scale  
☐ Percentage system  
☐ Other grading scale

6a GPA on a 4.00 unweighted scale

6b. GPA on a 5.00 unweighted scale

6c. If on a percentage system, convert to the closest letter grade based on your school's normal conversion.

- Select -

6d If your school does not use one of these grading scales, please explain below.

\* 7. Does your high school offer any of following types of classes: Honors, AP, IB, or college credit courses?

☐ Yes ☐ No

\* 8. Does your high school use a weighted grading system (i.e., give extra points for taking honors, AP, IB, college credit, or other courses)?

☐ Yes ☐ No

















































\* 9 Does your school rank students?

☐ Yes ☐ No

9a Class rank (e.g., 25 out of 130)		out of		
-------------------------------------	--	-----------	--	--

**Transcript**

For items 10 through 41, select the appropriate value from the drop-down lists to show the status, grade, and type for each course. If you have not taken a course, select Not Taken for the status and NA for both the grade and type. For any class that is in progress, select In Progress for the status and NA for both the grade and type.

<b>English Courses</b>	<b>Status</b>	<b>Grade</b>	<b>Type</b>
10. English Grade 9	* - Select - 	* - Select - 	* - Select - 
11. English Grade 10	* - Select - 	* - Select - 	* - Select - 
12. English Grade 11	* - Select - 	* - Select - 	* - Select - 
13. English Grade 12	* - Select - 	* - Select - 	* - Select - 
<b>Math Courses</b>	<b>Status</b>	<b>Grade</b>	<b>Type</b>
14. Algebra 1	* - Select - 	* - Select - 	* - Select - 
15. Geometry 1	* - Select - 	* - Select - 	* - Select - 
16. Algebra 2	* - Select - 	* - Select - 	* - Select - 
17. Trigonometry	* - Select - 	* - Select - 	* - Select - 
18. Pre-Calculus	* - Select - 	* - Select - 	* - Select - 
19. Calculus	* - Select - 	* - Select - 	* - Select - 
20. Other Advanced Math	* - Select - 	* - Select - 	* - Select - 
<b>Social Science &amp; History Courses</b>	<b>Status</b>	<b>Grade</b>	<b>Type</b>
21. US History	* - Select - 	* - Select - 	* - Select - 
22. World History	* - Select - 	* - Select - 	* - Select - 
23. Government/Civics	* - Select - 	* - Select - 	* - Select - 
24. Economics	* - Select - 	* - Select - 	* - Select - 
25. World Culture	* - Select - 	* - Select - 	* - Select - 

26. Geography	* - Select -	* - Select -	* - Select -
27. Psychology	* - Select -	* - Select -	* - Select -
28. Sociology	* - Select -	* - Select -	* - Select -
29. Other Social Studies	* - Select -	* - Select -	* - Select -
<b>Foreign Language</b>	<b>Status</b>	<b>Grade</b>	<b>Type</b>
30. Foreign Language 9	* - Select -	* - Select -	* - Select -
31. Foreign Language 10	* - Select -	* - Select -	* - Select -
32. Foreign Language 11	* - Select -	* - Select -	* - Select -
33. Foreign Language 12	* - Select -	* - Select -	* - Select -
<b>Science Courses</b>	<b>Status</b>	<b>Grade</b>	<b>Type</b>
34. Earth/General Science	* - Select -	* - Select -	* - Select -
35. Biology	* - Select -	* - Select -	* - Select -
36. Chemistry	* - Select -	* - Select -	* - Select -
37. Physics	* - Select -	* - Select -	* - Select -
38. Anatomy	* - Select -	* - Select -	* - Select -
39. Physiology	* - Select -	* - Select -	* - Select -
40. Computer Science	* - Select -	* - Select -	* - Select -
41. Other Science	* - Select -	* - Select -	* - Select -

## Test Scores

\* 42. Please indicate whether you took the ACT, the SAT, or both.

- ☐ I took the ACT.  
☐ I took the SAT  
☐ I took both the ACT and the SAT

### 43. ACT Scores

If you have taken the ACT more than once, record your best test scores from a single test date

The Writing section of the ACT is optional, record your score if you took this exam section. The Writing test score you should enter from your score report is the one that ranges from 2 to 12

43a English

43b. Mathematics

43c. Reading

43d Science

43e Writing (if taken)

43f. Composite

### 44. SAT Scores

If you have taken the SAT more than once, record your best test scores from a single test date.

44a Mathematics

44b. Critical Reading

44c. Combined Mathematics and Critical Reading scores  
(add these two scores)

Calculate Total

\* = Required



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## Activities

Use the correct combination of upper-case and lower-case letters when completing the application.

To avoid losing data you have entered, frequently click the Save button and always use the Logout link to exit the application. Do not use your browser's forward or back buttons.

### School/Extracurricular Activities

Select below whether you held an office or were a member in an extracurricular activity in each grade. Do not choose both officer and member for the same activity for a grade, e.g. If you were student body president in 12th grade you would select "officer", do not also select "member" because you were representing the 12th grade class while president.

#### Extracurricular Leadership

	Student Government	Honor Society	Sports (School/Club/Community)	Other Activity (2nd sport, drama, etc.)	Other Activity (music, Debate, Yearbook, etc.)
<b>9th Grade</b>					
Officer	* - Select -	* - Select -	* - Select -	* - Select -	* - Select -
Member	* - Select -	* - Select -	* - Select -	* - Select -	* - Select -
<b>10th Grade</b>					
Officer	* - Select -	* - Select -	* - Select -	* - Select -	* - Select -
Member	* - Select -	* - Select -	* - Select -	* - Select -	* - Select -
<b>11th Grade</b>					
Officer	* - Select -	* - Select -	* - Select -	* - Select -	* - Select -
Member	* - Select -	* - Select -	* - Select -	* - Select -	* - Select -
<b>12th Grade</b>					
Officer	* - Select -	* - Select -	* - Select -	* - Select -	* - Select -
Member	* - Select -	* - Select -	* - Select -	* - Select -	* - Select -



For each school-year grade: Select the number of weeks and the average number of hours per typical week that you participated in extracurricular activities during the summer before the school year. Do the same for the extracurricular activities you participated in during the school year. Please give the most accurate estimate possible and be prepared to share specific information if requested.

#### Extracurricular Time Commitment

	Summer		During School Year	
	Weeks	Hours/Week	Weeks	Hours/Week
9th Grade	* - Select -	* - Select -	* - Select -	* - Select -
10th Grade	* - Select -	* - Select -	* - Select -	* - Select -
11th Grade	* - Select -	* - Select -	* - Select -	* - Select -
12th Grade	* - Select -	* - Select -	* - Select -	* - Select -

## Volunteer Service

List community service activities in which you have participated without pay during the last four years (e.g., hospital volunteer, drug/teen/homework hotlines, outreach programs). If you have participated in more than four, list those that are most significant and/or meaningful to you. Exclude activities listed above.

For each activity, list the organization name and describe the activity. Mark your role for each grade (do not mark more than one per grade).

Name of organization (type name)	Volunteer role (type in title)	Grade in which you participated	Length of time volunteered in a year	Average hours volunteered per week
		- Select -	- Select -	- Select -
		- Select -	- Select -	- Select -
		- Select -	- Select -	- Select -
		- Select -	- Select -	- Select -

## Paid Employment

List jobs you have held outside the home (e.g., food server, babysitting, lawn mowing, office work). If you have had more than four jobs, list those that are most recent and/or most significant.

For each school-year grade: Select the number of weeks and the average number of hours per typical week that you worked outside your home during the summer before the school year. Do the same for your paid employment during the school year. Please give the most accurate estimate possible and be prepared to share specific information about your employer if requested.

1. Employer

1a. Position

Grade or summer before grade you held the job	Work Summer Before School Year		Work During School Year	
	Weeks	Hours/week	Weeks	Hours/week
- Select -	- Select -	- Select -	- Select -	- Select -

2. Employer

2a. Position

Grade or summer before grade you held the job	Work Summer Before School Year		Work During School Year	
	Weeks	Hours/week	Weeks	Hours/week
- Select -	- Select -	- Select -	- Select -	- Select -

3. Employer

3a. Position

Grade or summer before grade you held the job	Work Summer Before School Year		Work During School Year	
	Weeks	Hours/week	Weeks	Hours/week
- Select -	- Select -	- Select -	- Select -	- Select -

4. Employer

4a. Position

Grade or summer before grade you held the job	Work Summer Before School Year		Work During School Year	
	Weeks	Hours/week	Weeks	Hours/week
- Select -	- Select -	- Select -	- Select -	- Select -

\* = Required



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## Future Plans

Use the correct combination of upper-case and lower-case letters when completing the application.

To avoid losing data you have entered, frequently click the Save button and always use the Logout link to exit the application. Do not use your browser's forward or back buttons.

- \* 1 Are you or your siblings the first in your family to go to college?  
☐ Yes ☐ No

## College/University

Your institution must be a two-year or four-year college or university that is located in the U.S. and is accredited and listed on the official website of the U.S. Department of Education ([ope.ed.gov/accreditation/Search.aspx](http://ope.ed.gov/accreditation/Search.aspx)). The institution cannot be a military academy. You must attend school full time.

- \* 2 List the undergraduate degree you will pursue  
- Select -

3 List the college or university you plan to attend during the 2011-2012 academic year. If you are applying to more than one institution, indicate only your first choice. Please [Contact Us](#) if your institution is not listed.

- \* 3a Institution state - Select -

- \* 3b. Institution city - Select -

- \* 3c Institution name - Select -

Your institution code will appear as the only selection for item 3d; please select it.

- \* 3d Institution code - Select -

\* = Required

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## Financial Information

Use the correct combination of upper-case and lower-case letters when completing the application.

To avoid losing data you have entered, frequently click the Save button and always use the Logout link to exit the application. Do not use your browser's forward or back buttons.

Do not leave fields blank. If a value is zero or not applicable, enter "0". Round all figures to the nearest dollar.

The tax information below should be from the 2009 federal income tax return of the parent(s) or guardians(s) who claimed you.

\* 1. Who claimed you on the 2009 tax return? - Select -

1a Reason tax return was not filed

\* 2. Household Adjusted Gross Income (Obtain this number from the bottom line on the first page of the 2009 Federal income tax form. You are required to send in the first page of your tax form so that ACT may verify the Household Adjusted Gross Income you have entered in question 2. Make a copy of the tax document now and submit immediately by email attachment to [walmartscholarships@act.org](mailto:walmartscholarships@act.org), fax, mail, or courier.) **No scholarship payment will be awarded unless the supporting tax form has been received and verified for accuracy.**

To answer question 3 you will need to use your EFC from your Federal Student Aid Report. If you do not have an EFC you may get an instant calculation of your estimated EFC by using the Financial Aid Need Estimator (FANE) at [www.act.org/fane](http://www.act.org/fane). Follow the instructions of the FANE online tool and an estimated EFC will be calculated for you.

\* 3. Enter your EFC (Do not use punctuation inside the box, enter numbers only )

\* = Required

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## Special Circumstances

Use the correct combination of upper-case and lower-case letters when completing the application.

To avoid losing data you have entered, frequently click the **Save** button and always use the **Logout** link to exit the application. Do not use your browser's forward or back buttons.

If you will be cutting and pasting text into your application, please read [Handling Special Characters on Application Essays](#).

1 Please list any additional attributes, qualities, financial circumstances, or events that make you the ideal candidate for this scholarship. Do not repeat information provided elsewhere in the application.

2000 characters left

\* = Required

Applications must be submitted online by 5 p.m., Central time, January 31, 2011.  
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## Certification

- \* 1. I certify, to the best of my knowledge, that the information on this application is complete and accurate, and understand that falsification of any information will cause my disqualification from the scholarship competition.

☐ Yes

- \* 2. I understand that it is my responsibility to read, fully understand, and comply with the program guidelines and provisions of the Walton Family Foundation Scholarship.

☐ Yes

- \* 3. I understand that in addition to submitting my online application, I must send all required supporting documents to the ACT, Inc. Iowa City office to be RECEIVED by January 31, 2011. **I understand that no scholarship payment will be awarded unless all supporting documents (most recent tax return, transcripts, and test scores) has been received and verified for accuracy.** All submitted documents become the property of the Walton Family Foundation and will not be returned. Include a cover sheet with your supporting documents that states "Walton Family Foundation Scholarship *and the applicant's name*".

**Mailing address:** Walton Family Foundation Scholarship Program, PO Box 4030, Iowa City, IA 52243-4030

**Shipping address** (overnight couriers such as FedEx and UPS):

Walton Family Foundation Scholarship Program, 301 ACT Drive, Iowa City, IA 52245

**Email:** Include in subject line: Walton Family Scholarship supporting documents and applicant's name. Send to [walmartscholarships@act.org](mailto:walmartscholarships@act.org)

☐ Yes

- \* 4. I understand that if I attend a two-year college, I must transfer to a four-year institution by the beginning of the third school year of attendance.

☐ Yes

- \* 5. I give permission to Wal-Mart Stores, Inc. and/or the Walton Family Foundation to use my photo and any information for publicity purposes related to this scholarship, in any medium or forum, without further approval rights.

☐ Yes

- \* 6. I hereby give permission for school officials to release my secondary school record and other requested information, if necessary.

☐ Yes

- \* 7. I certify that I have shared the contents of this online application form with my parent or guardian and he/she has granted permission for my participation in the Walton Family Foundation Scholarship. (check one)

☐ Yes

☐ I am age 18 or older and not required to share the contents of this

application with my parent(s) or legal guardian(s)

By entering my name below, I officially indicate my agreement and give my consent to all the above terms and conditions of the Walton Family Foundation Scholarship.

\* Signature of applicant (type name)

If you are finished with your application, click the Review button below to go to the *Review/Print/Submit Your Application* page. There you will be able to review your completed application for accuracy, print a copy for your records, and submit your application. When your submission is successful, you will get an on-screen message confirming that the submission was successful.

\* = Required



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## Academic Recommendation

1. Name of the 2011 Walton Family Foundation Scholarship applicant for whom you are writing a recommendation (Items 1a – 1c should prepopulate; if not, please enter the information )

\* 1a. Applicant first name

1b Applicant middle name

\* 1c Applicant last name

**Use the correct combination of upper-case and lower-case letters when completing the recommendation.**

**To avoid losing data you have entered, frequently click the Save button and always use the Exit link to exit the recommendation. Do not use your browser's forward or back buttons.**

**If you will be cutting and pasting text into your recommendation, please read Handling Special Characters on Application Essays.**

**Your recommendation must be submitted online by 5 p.m., Central time, on February 3, 2011. Recommendations will not be accepted by mail, fax, or email. Failure to submit your recommendation by the deadline will disqualify the applicant.**

### Recommender Information

**2. How do you know the applicant?**

### 3 Your job title

4. Work phone number (999-999-9999)

## Recommendation

**Your recommendation will be confidential, intended for use only by the scholarship review committee. Your recommendation will not be released to the applicant.**

**Please rate the applicant and provide supporting comments for your rating.**

\* 5. The student meets or exceeds expectations

**Strongly Disagree   Moderately Disagree   Slightly Disagree   Slightly Agree   Moderately Agree   Strongly Agree**

☐ ☐ ☐ ☐ ☐ ☐

\* 6 The student works/achieves to his or her full potential

☐☐☐☐☐☐

\* 7. The student demonstrates willingness to work with others

☐☐☐☐☐☐

\* 8 The student works through challenges with logical decisions and confidence.

☐☐☐☐☐☐

\* 9. The student is a worthy candidate for this award

☐☐☐☐☐☐

\* 10 Please provide supporting comments for your rating

600 characters left

### Recommender Certification

By entering my name in the signature box below, I recommend this applicant for a Walton Family Foundation Scholarship, and I certify that the information reported in this recommendation is true and accurate to the best of my knowledge. I further certify that I am not related to this applicant.

\* Signature of recommender (type name)

Click the Review button below when you are ready to submit your recommendation; follow the submission instructions on that page. There you will be able to review your completed recommendation for accuracy, print a copy for your records, and submit your recommendation. When your submission is successful, you will get an on-screen confirmation message.

\* = Required

**The recommendation must be submitted online by 5 p.m., Central time, February 3, 2011.**

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Form **4562**Department of the Treasury  
Internal Revenue Service (99)**Depreciation and Amortization**  
(Including Information on Listed Property)

OMB No 1545-0172

**2011**Attachment  
Sequence No **179**

Name(s) shown on return

**WALTON FAMILY FOUNDATION, INC.**

Identifying number

**13-3441466**

Business or activity to which this form relates

**GENERAL DEPRECIATION****Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13	

**Note:** Do not use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

**Part III MACRS Depreciation (Do not include listed property.) (See instructions.)****Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	62,796.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

**Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System**

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property	SEE					
b 5-year property	DETAIL	40,868.	5.000	HY	DDB	9,112.
c 7-year property		13,892.	7.000	HY	DDB	3,970.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

**Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System**

20a Class life				S/L	
b 12-year			12 yrs	S/L	
c 40-year			40 yrs	MM	S/L

**Part IV Summary (See instructions.)**

21	Listed property Enter amount from line 28	21	2,796.
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	78,674.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

**Part V Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement)

**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles)

**24a** Do you have evidence to support the business/investment use claimed? ☒ Yes ☐ No **24b** If "Yes," is the evidence written? ☒ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost
<b>25</b> Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) . . . . . <b>25</b>								
<b>26</b> Property used more than 50% in a qualified business use <span style="float: right;">SEE LISTED PROPERTY DETAIL</span>								
		%						
		%						
		%						
<b>27</b> Property used 50% or less in a qualified business use								
		%			S/L -			
		%			S/L -			
		%			S/L -			
<b>28</b> Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 . . . . .							<b>28</b>	2,796
<b>29</b> Add amounts in column (i), line 26 Enter here and on line 7, page 1 . . . . .							<b>29</b>	

**Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
<b>30</b> Total business/investment miles driven during the year (do not include commuting miles) . . . . .												
<b>31</b> Total commuting miles driven during the year . . . . .												
<b>32</b> Total other personal (noncommuting) miles driven . . . . .												
<b>33</b> Total miles driven during the year Add lines 30 through 32 . . . . .												
<b>34</b> Was the vehicle available for personal use during off-duty hours? . . . . .	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
<b>35</b> Was the vehicle used primarily by a more than 5% owner or related person? . . . . .												
<b>36</b> Is another vehicle available for personal use? . . . . .												

**Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees**

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions)

	Yes	No
<b>37</b> Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? . . . . .	<input checked="" type="checkbox"/>	
<b>38</b> Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners . . . . .		<input checked="" type="checkbox"/>
<b>39</b> Do you treat all use of vehicles by employees as personal use? . . . . .		<input checked="" type="checkbox"/>
<b>40</b> Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received? . . . . .		<input checked="" type="checkbox"/>
<b>41</b> Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.) . . . . .		<input checked="" type="checkbox"/>

**Note:** If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
<b>42</b> Amortization of costs that begins during your 2011 tax year (see instructions)					
<b>43</b> Amortization of costs that began before your 2011 tax year . . . . .					<b>43</b>
<b>44</b> Total. Add amounts in column (f). See the instructions for where to report . . . . .					<b>44</b>