

## Return of Private Foundation

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

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

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, 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)  P.O. BOX 1860		<b>B Telephone number (see instructions)</b> (479) 464-1570
City or town, state or province, country, and ZIP or foreign postal code  BENTONVILLE, AR 72712		<b>C</b> If exemption application is pending, check here <input type="checkbox"/> <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>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), 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	
<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>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 2,757,142,372.	<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.)	

**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)	495,676,062.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	283,119.	283,119.		ATCH 1
4 Dividends and interest from securities	77,065,912.	77,065,912.		ATCH 2
5a Gross rents	388.	388.		
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	48,751,806.			
b Gross sales price for all assets on line 6a 604,039,102.				
7 Capital gain net income (from Part IV, line 2)		48,751,806.		
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) ATCH 3	-1,397,235.	-81,353.		
12 Total. Add lines 1 through 11	620,380,052.	126,019,872.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc.	8,242,698.			8,242,698.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) ATCH 4	499,100.			499,100.
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) [5]	10,962,530.	2,434,948.		8,527,582.
17 Interest ATCH 6	205,037.	205,037.		
18 Taxes (attach schedule) (see instructions) [7]	2,980,728.	1,224,930.		5,798.
19 Depreciation (attach schedule) and depletion	90,910.			
20 Occupancy	455,576.			455,576.
21 Travel, conferences, and meetings	883,948.			883,948.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 8	3,643,868.	3,175,456.		468,412.
24 Total operating and administrative expenses. Add lines 13 through 23.	27,964,395.	7,040,371.		19,083,114.
25 Contributions, gifts, grants paid	360,527,538.			360,527,538.
26 Total expenses and disbursements. Add lines 24 and 25	388,491,933.	7,040,371.	0	379,610,652.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	231,888,119.			
b Net investment income (if negative, enter -0-)		118,979,501.		
c Adjusted net income (if negative, enter -0-)				



Department of Treasury  
Internal Revenue Service  
Ogden UT 84201

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WALTON FAMILY FOUNDATION INC  
% CRAVATH SWAINE AND MOORE  
PO BOX 1860  
BENTONVILLE AR 72712-1860

Notice	CP211A
Tax period	December 31, 2014
Notice date	September 7, 2015
Employer ID number	13-3441466
To contact us	Phone 1-877-829-5500 FAX 801-620-5555

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Important information about your December 31, 2014 Form 990PF

## We approved your Form 8868, Application for Extension of Time To File an Exempt Organization Return

We approved the Form 8868 for your  
December 31, 2014 Form 990PF.

Your new due date is November 15, 2015.

### What you need to do

File your December 31, 2014 Form 990PF by November 15, 2015.

Visit [www.irs.gov/charities](http://www.irs.gov/charities) to learn about approved e-File providers, what types of returns can be filed electronically, and whether you are required to file electronically.

### Additional information

- Visit [www.irs.gov/cp211a](http://www.irs.gov/cp211a).
- For tax forms, instructions, and publications, visit [www.irs.gov](http://www.irs.gov) or call 1-800-TAX-FORM (1-800-829-3676).
- Keep this notice for your records.

If you need assistance, please don't hesitate to contact us.



Department of Treasury  
Internal Revenue Service  
Ogden UT 84201

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WALTON FAMILY FOUNDATION INC  
% CRAVATH SWAINE AND MOORE  
PO BOX 1860  
BENTONVILLE AR 72712-1860

Notice	CP211A
Tax period	December 31, 2014
Notice date	June 1, 2015
Employer ID number	13-3441466
To contact us	Phone 1-877-829-5500 FAX 801-620-5555

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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 . . . . .	556,605.	474,866.	474,866.
	2 Savings and temporary cash investments . . . . .	447,326.	456,092.	456,092.
	3 Accounts receivable ▶ 1,244,381.			
	Less: allowance for doubtful accounts ▶ . . . . .	496,387.	1,244,381.	1,244,381.
	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) ▶ *		* 110,200,496.	ATCH 9
	Less: allowance for doubtful accounts ▶ . . . . .	105,854,765.	110,200,496.	110,200,496.
	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) ▶ . . . . .				
12 Investments - mortgage loans . . . . .				
13 Investments - other (attach schedule) . . . . . ATCH 10	1,660,497,320.	1,887,240,475.	2,640,976,765.	
14 Land, buildings, and equipment: basis ▶ . . . . . 697,700.				
Less: accumulated depreciation (attach schedule) ▶ . . . . . 433,347.	239,028.	264,353.	264,353.	
15 Other assets (describe ▶ . . . . . ATCH 11 )	3,426,532.	3,525,419.	3,525,419.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	1,771,517,963.	2,003,406,082.	2,757,142,372.	
<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 <b>Total liabilities</b> (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"/></b> <b>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, . . . ▶ <input checked="" type="checkbox"/></b> <b>check here and complete lines 27 through 31.</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 . . . . .	1,771,517,963.	2,003,406,082.	
	30 <b>Total net assets or fund balances</b> (see instructions) . . . . .	1,771,517,963.	2,003,406,082.	
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,771,517,963.	2,003,406,082.		

**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	1,771,517,963.
2 Enter amount from Part I, line 27a . . . . .	2	231,888,119.
3 Other increases not included in line 2 (itemize) ▶ . . . . .	3	
4 Add lines 1, 2, and 3 . . . . .	4	2,003,406,082.
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	2,003,406,082.

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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.)**1a** SEE PART IV SCHEDULE**b****c****d****e**

(e) Gross sales price

(f) Depreciation allowed  
(or allowable)(g) Cost or other basis  
plus expense of sale(h) Gain or (loss)  
(e) plus (f) minus (g)**a****b****c****d****e**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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(l) Gains (Col. (h) gain minus  
col. (k), but not less than -0-) or  
Losses (from col. (h))**a****b****c****d****e****2** Capital gain net income or (net capital loss){ If gain, also enter in Part I, line 7  
If (loss), enter -0- in Part I, line 7 }**2**

48,751,806.

**3** Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in  
Part I, line 8 }**3**

0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	341,018,210.	2,232,307,798.	0.152765
2012	444,256,794.	1,837,258,450.	0.241804
2011	511,185,281.	1,439,043,491.	0.355226
2010	571,450,633.	2,115,700,930.	0.270100
2009	386,621,788.	2,007,754,102.	0.192564

**2** Total of line 1, column (d)**2**

1.212459

**3** Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years**3**

0.242492

**4** Enter the net value of noncharitable-use assets for 2014 from Part X, line 5**4**

2,597,708,894.

**5** Multiply line 4 by line 3**5**

629,923,625.

**6** Enter 1% of net investment income (1% of Part I, line 27b)**6**

1,189,795.

**7** Add lines 5 and 6**7**

631,113,420.

**8** Enter qualifying distributions from Part XII, line 4**8**

394,300,471.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. . . . . Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b. . . . .		1	2,379,590.
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	2,379,590.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	2,379,590.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014. . . . .	6a	1,924,515.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868). . . . .	6c	250,000.	
d Backup withholding erroneously withheld . . . . .	6d	8,050.	
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	2,182,565.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8	1,146.	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	198,171.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		
11 Enter the amount of line 10 to be: <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <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 Instructions for the 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 <b>Form 1120-POL</b> 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 type="checkbox"/> \$ _____ (2) On foundation managers. <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input 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 <b>Form 990-T</b> 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 type="checkbox"/> AR, DE, <input type="checkbox"/>		
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 2014 or the taxable year beginning in 2014 (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 18 . . . . .	X	

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**BOX 13, CODE H - INVESTMENT INTEREST EXPENSE**

INVESTMENT INTEREST EXPENSE RELATED TO INVESTING ACTIVITIES	157,517
TOTAL INVESTMENT INTEREST EXPENSE	<u>157,517</u>

**BOX 13, CODE K - DEDUCTIONS - PORTFOLIO (2% FLOOR)**

MANAGEMENT FEE EXPENSE	625,954
OTHER DEDUCTIONS - PORTFOLIO (2% FLOOR)	<u>96,581</u>
TOTAL DEDUCTIONS - PORTFOLIO (2% FLOOR)	<u>722,535</u>

**BOX 15, CODE P - OTHER CREDITS**

U.S. WITHHOLDING TAX	<u>8,050</u>
TOTAL OTHER CREDITS	<u>8,050</u>

**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).	11		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) <u>ATCH 12</u>	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.WALTONFAMILYFOUNDATION.ORG</u>	13	X	
14	The books are in care of <u>ROBERT A. SMITH</u> Telephone no. <u>479-464-1570</u> Located at <u>P.O. BOX 2030 BENTONVILLE, AR</u> ZIP+4 <u>72712</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. <u>15</u>			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country <u></u>	16	Yes	No 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
<b>1a</b> During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input 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>b</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)? <u></u> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
<b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? <u></u>	1c	X
<b>2</b> Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
<b>a</b> At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u></u>		
<b>b</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.) <u></u>	2b	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
<b>b</b> If "Yes," did it have excess business holdings in 2014 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 2014.) <u></u>	3b	X
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? <u></u>	4b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . . ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). . . . . ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .**5b**

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 20 - 91 . . . . . ☒ Yes ☐ No

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

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

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? . . . . .**7b****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
ATTCH 13		8,242,698.	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
ATCH 14		4,506,832.
Total number of others receiving over \$50,000 for professional services . . . . .		36

**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 PACIFIC CHARTER SCHOOL DEVELOPMENT, INC, - TO PROVIDE FINANCING FOR CHARTER SCHOOL FACILITIES IN LA	3,000,000.
2 LOCAL INITIATIVES SUPPORT CORPORATION - TO PROVIDE FINANCING FOR CHARTER SCHOOL FACILITIES	3,000,000.
All other program-related investments. See instructions.	
3 ALL OTHER CHARITABLE LOANS	8,562,640.
Total. Add lines 1 through 3 . . . . .	14,562,640.

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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>	2,506,571,208.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	130,294,705.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	402,000.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	2,637,267,913.
<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>	2,637,267,913.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	39,559,019.
<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>	2,597,708,894.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	129,885,445.

**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>	129,885,445.
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5 . . . . .	<b>2a</b>	2,379,590.
<b>b</b>	Income tax for 2014. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	2,379,590.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	127,505,855.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	11,829,457.
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	139,335,312.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	139,335,312.

**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>	379,610,652.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	14,562,640.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	127,179.
<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>	394,300,471.
<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>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	394,300,471.

**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 2013	(c) 2013	(d) 2014
<b>1</b> Distributable amount for 2014 from Part XI, line 7 . . . . .				139,335,312.
<b>2</b> Undistributed income, if any, as of the end of 2014:				
<b>a</b> Enter amount for 2013 only . . . . .				
<b>b</b> Total for prior years: 20 <u>12</u> , 20 <u>11</u> , 20 <u>10</u> . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2014:				
<b>a</b> From 2009 . . . . . 387,176,923.				
<b>b</b> From 2010 . . . . . 572,092,619.				
<b>c</b> From 2011 . . . . . 511,657,517.				
<b>d</b> From 2012 . . . . . 445,058,667.				
<b>e</b> From 2013 . . . . . 341,018,210.				
<b>f</b> Total of lines 3a through e . . . . .	2,257,003,936.			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4: ► \$ <u>394,300,471.</u> *				
<b>a</b> Applied to 2013, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	394,300,471.			
<b>d</b> Applied to 2014 distributable amount . . . . .				
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2014 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	139,335,312.			139,335,312.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	2,511,969,095.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .	247,841,611.			
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	2,264,127,484.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2010 . . . . . 572,092,619.				
<b>b</b> Excess from 2011 . . . . . 511,657,517.				
<b>c</b> Excess from 2012 . . . . . 445,058,667.				
<b>d</b> Excess from 2013 . . . . . 341,018,210.				
<b>e</b> Excess from 2014 . . . . . 394,300,471.				

\* SEE ATTCH 92

Form **990-PF** (2014)

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

NOT APPLICABLE

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, 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)
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**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

**b** 85% of line 2a . . . . .

**C** Qualifying distributions from Part XII, line 4 for each year listed

**d** Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .

**e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.

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

**a** "Assets" alternative test - enter:

(1) Value of all assets

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

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

**C** "Support" alternative test - enter.

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

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

(3) Largest amount of support from an exempt organization.

(4) Gross investment income

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

### 1 Information Regarding Foundation Managers:

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

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 or e-mail address of the person to whom applications should be addressed:

ATCH 15

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

ATCH 15

**c** Any submission deadlines:

N/A

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

N/A

**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>				
SEE ATTCH 16 & 19				
<b>Total</b> . . . . .			▶ <b>3a</b>	<b>360,527,538.</b>
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			▶ <b>3b</b>	

Enter gross amounts unless otherwise indicated.

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

V 14-7.6F





WALTON FAMILY FOUNDATION, INC.  
FORM 990-PF  
13-3441466  
12/31/2014

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

DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST	PROCEEDS	NET GAIN/(LOSS)
NORTHERN TRUST -COMMON TRUST FUND	VARIOUS	VARIOUS	94,745,436	95,779,220	1,033,784
NORTHERN TRUST - R1000	VARIOUS	VARIOUS	24,491,506	32,476,491	7,984,985
NORTHERN TRUST - R2000	VARIOUS	VARIOUS	17,663,383	22,272,960	4,609,577
QM COMMON EAFE FUND	VARIOUS	VARIOUS	22,608,641	29,364,065	6,755,424
QM COMMON EMERGING MARKET EQUITY FUND	VARIOUS	VARIOUS	15,628,186	10,354,280	(5,273,906)
NORTHERN TRUST - R50	VARIOUS	VARIOUS	55,182,285	64,104,618	8,922,333
NTGI FRONTIER MARKET COMMON FUND	VARIOUS	VARIOUS	7,612,877	17,000,502	9,387,625
ARIEL FUND	VARIOUS	VARIOUS	16,428,657	15,427,766	(1,000,891)
TIMES SQUARE	VARIOUS	VARIOUS	1,390,778	1,395,570	4,792
NORTHERN TRUST - GS	VARIOUS	VARIOUS	231,969,048	233,449,626	1,480,578
GOLDMAN SACHS - PUT FUND	VARIOUS	VARIOUS	6,241,363	9,576,890	3,335,527
GOLDMAN SACHS - CALL FUND	VARIOUS	VARIOUS	61,325,136	66,817,271	5,492,135
PASS-THROUGH GAIN/LOSS	VARIOUS	VARIOUS	-	6,019,843	6,019,843
PART 1, COLUMN A, LINES 6a & 6b			555,287,296	604,039,102	48,751,806

**Schedule of Contributors**

OMB No. 1545-0047

**2014**

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

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

**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 foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

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

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that 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 its Form 990-PF, Part I, line 2, 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="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	HRW TRUST NO.2, UAD 01/17/03 P.O. BOX 730 MILLSAP, TX 76066	\$ 15,756,830.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	HRW TRUST NO. 3, UAD 01/17/03 P.O. BOX 730 MILLSAP, TX 76066	\$ 13,551,160.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	HRW TRUST NO. 4, UAD 01/17/03 P.O. BOX 730 MILLSAP, TX 76066	\$ 13,551,160.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	JTW TRUST NO. 1, UAD 09/19/02 P.O. BOX 730 MILLSAP, TX 76066	\$ 38,330,326.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	JTW TRUST NO. 2, UAD 09/19/02 P.O. BOX 730 MILLSAP, TX 76066	\$ 38,330,326.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

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	\$ 38,330,326.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	JTW TRUST NO. 4, UAD 09/19/02 P.O. BOX 730 MILLSAP, TX 76066	\$ 38,330,326.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	JTW TRUST NO. 5, UAD 09/19/02 P.O. BOX 730 MILLSAP, TX 76066	\$ 38,330,326.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10	HRW TESTAMENTARY TRUST NO. 1 P.O. BOX 730 MILLSAP, TX 76606	\$ 25,116,102.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
11	HRW TESTAMENTARY TRUST NO. 2 P.O. BOX 730 MILLSAP, TX 76606	\$ 25,116,102.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
12	HRW TESTAMENTARY TRUST NO. 3 P.O. BOX 730 MILLSAP, TX 76606	\$ 25,116,102.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

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	\$ 25,116,102.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
14	HRW TESTAMENTARY TRUST NO. 5 P.O. BOX 730 MILLSAP, TX 76606	\$ 18,429,675.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
15	HRW TESTAMENTARY TRUST NO. 6 P.O. BOX 730 MILLSAP, TX 76606	\$ 18,429,675.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
16	HRW TESTAMENTARY TRUST NO. 7 P.O. BOX 730 MILLSAP, TX 76606	\$ 18,429,675.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
17	HRW TESTAMENTARY TRUST NO. 8 P.O. BOX 730 MILLSAP, TX 76606	\$ 18,429,675.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
18	HRW TESTAMENTARY TRUST NO. 9 P.O. BOX 730 MILLSAP, TX 76606	\$ 16,806,336.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

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	\$ 16,806,336.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
20	HRW TESTAMENTARY TRUST NO. 11 P.O. BOX 730 MILLSAP, TX 76606	\$ 16,806,336.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
21	HRW TESTAMENTARY TRUST NO. 12 P.O. BOX 730 MILLSAP, TX 76606	\$ 16,806,336.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
22	CHRISTY R. WALTON 970 W BROADWAY JACKSON, WY 83011	\$ 2,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
23	LUKAS T. WALTON 970 WEST BROADWAY JACKSON, WY 83011	\$ 2,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

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

Employer identification number

13-3441466

**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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

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

Employer identification number

13-3441466

**Part III** **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this 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	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	



**Underpayment of Estimated Tax by Corporations**

OMB No. 1545-0123

**2014**

▶ Attach to the corporation's tax return.

▶ Information about Form 2220 and its separate instructions is at [www.irs.gov/form2220](http://www.irs.gov/form2220).

Name **WALTON FAMILY FOUNDATION, INC.** Employer identification number **13-3441466**

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

**Part I Required Annual Payment**

1	Total tax (see instructions)	1	2,379,590.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
c	Credit for federal tax paid on fuels (see instructions)	2c	
d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, <b>do not</b> complete or file this form. The corporation does not owe the penalty.	3	2,379,590.
4	Enter the tax shown on the corporation's 2013 income tax return (see instructions). <b>Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5.</b>	4	1,728,170.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3.	5	1,728,170.

**Part II Reasons for Filing** - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

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

**Part III Figuring the Underpayment**

	(a)	(b)	(c)	(d)
9 <b>Installment due dates.</b> Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9 05/15/2014	06/15/2014	09/15/2014	12/15/2014
10 <b>Required installments.</b> If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	10 432,043.	197,906.	932,009.	454,863.
11 <b>Estimated tax paid or credited for each period</b> (see instructions). For column (a) only, enter the amount from line 11 on line 15. <b>Complete lines 12 through 18 of one column before going to the next column.</b>	11 674,515.	150,000.	750,000.	350,000.
12 Enter amount, if any, from line 18 of the preceding column	12	242,472.	194,566.	12,557.
13 Add lines 11 and 12	13	392,472.	944,566.	362,557.
14 Add amounts on lines 16 and 17 of the preceding column	14			
15 Subtract line 14 from line 13. If zero or less, enter -0-	15 674,515.	392,472.	944,566.	362,557.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16			
17 <b>Underpayment.</b> If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17			92,306.
18 <b>Overpayment.</b> If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18 242,472.	194,566.	12,557.	

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

For Paperwork Reduction Act Notice, see separate instructions.

Form **2220** (2014)

**Part IV Figuring the Penalty**

	(a)	(b)	(c)	(d)
<b>19</b> Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). (Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.) . . . . .	<b>19</b>			
<b>20</b> Number of days from due date of installment on line 9 to the date shown on line 19. . . . .	<b>20</b>			
<b>21</b> Number of days on line 20 after 4/15/2014 and before 7/1/2014	<b>21</b>			
<b>22</b> Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365}$ x 3%	<b>22</b>	\$	\$	\$
<b>23</b> Number of days on line 20 after 6/30/2014 and before 10/1/2014	<b>23</b>	ATTACHMENT 1		
<b>24</b> Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365}$ x 3%	<b>24</b>	\$	\$	\$
<b>25</b> Number of days on line 20 after 9/30/2014 and before 1/1/2015	<b>25</b>	SEE PENALTY COMPUTATION WHITEPAPER DETAIL		
<b>26</b> Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365}$ x 3%	<b>26</b>	\$	\$	\$
<b>27</b> Number of days on line 20 after 12/31/2014 and before 4/1/2015	<b>27</b>			
<b>28</b> Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365}$ x 3%	<b>28</b>	\$	\$	\$
<b>29</b> Number of days on line 20 after 3/31/2015 and before 7/1/2015	<b>29</b>			
<b>30</b> Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365}$ x *	<b>30</b>	\$	\$	\$
<b>31</b> Number of days on line 20 after 6/30/2015 and before 10/1/2015	<b>31</b>			
<b>32</b> Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365}$ x *	<b>32</b>	\$	\$	\$
<b>33</b> Number of days on line 20 after 9/30/2015 and before 1/1/2016	<b>33</b>			
<b>34</b> Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{365}$ x *	<b>34</b>	\$	\$	\$
<b>35</b> Number of days on line 20 after 12/31/2015 and before 2/16/2016	<b>35</b>			
<b>36</b> Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{366}$ x *	<b>36</b>	\$	\$	\$
<b>37</b> Add lines 22, 24, 26, 28, 30, 32, 34, and 36 . . . . .	<b>37</b>	\$	\$	\$
<b>38 Penalty.</b> Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns . . . . .	<b>38</b>	\$ 1,146.		

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

**Part II Annualized Income Installment Method**

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
<b>20</b> Annualization periods (see instructions) . . .	<b>20</b>				
<b>21</b> Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items) . . . . .	<b>21</b>	15164535.	15748720.	52065280.	75630982.
<b>22</b> Annualization amounts (see instructions) . . .	<b>22</b>	6.00000	4.00000	2.00000	1.33333
<b>23 a</b> Annualized taxable income. Multiply line 21 by line 22 . . . . .	<b>23a</b>	90987210.	62994880.	104130560.	100841057.
<b>b</b> Extraordinary items (see instructions) . . . .	<b>23b</b>				
<b>c</b> Add lines 23a and 23b. . . . .	<b>23c</b>	90987210.	62994880.	104130560.	100841057.
<b>24</b> Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return) . . . . .	<b>24</b>	1,819,744.	1,259,898.	2,082,611.	2,016,821.
<b>25</b> Enter any alternative minimum tax for each payment period (see instructions). . . . .	<b>25</b>				
<b>26</b> Enter any other taxes for each payment period (see instructions) . . . . .	<b>26</b>				
<b>27</b> Total tax. Add lines 24 through 26 . . . . .	<b>27</b>	1,819,744.	1,259,898.	2,082,611.	2,016,821.
<b>28</b> For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions). . . . .	<b>28</b>				
<b>29</b> Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0- . . . . .	<b>29</b>	1,819,744.	1,259,898.	2,082,611.	2,016,821.
<b>30</b> Applicable percentage . . . . .	<b>30</b>	25%	50%	75%	100%
<b>31</b> Multiply line 29 by line 30 . . . . .	<b>31</b>	454,936.	629,949.	1,561,958.	2,016,821.

**Part III Required Installments**

		1st installment	2nd installment	3rd installment	4th installment
<b>Note:</b> Complete lines 32 through 38 of one column before completing the next column.					
<b>32</b> If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the <b>smaller</b> of the amounts in each column from line 19 or line 31. . . . .	<b>32</b>	454,936.	629,949.	1,561,958.	2,016,821.
<b>33</b> Add the amounts in all preceding columns of line 38 (see instructions). . . . .	<b>33</b>		432,043.	629,949.	1,561,958.
<b>34</b> <b>Adjusted seasonal or annualized income installments.</b> Subtract line 33 from line 32. If zero or less, enter -0- . . . . .	<b>34</b>	454,936.	197,906.	932,009.	454,863.
<b>35</b> Enter 25% of line 5 on page 1 of Form 2220 in each column. <b>Note:</b> "Large corporations," see the instructions for line 10 for the amounts to enter . . . . .	<b>35</b>	432,043.	757,752.	594,898.	594,898.
<b>36</b> Subtract line 38 of the preceding column from line 37 of the preceding column. . . . .	<b>36</b>			559,846.	222,735.
<b>37</b> Add lines 35 and 36 . . . . .	<b>37</b>	432,043.	757,752.	1,154,744.	817,633.
<b>38</b> <b>Required installments.</b> Enter the <b>smaller</b> of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions) . . . .	<b>38</b>	432,043.	197,906.	932,009.	454,863.

Form **2220** (2014)

ATTACHMENT 1PENALTY COMPUTATION DETAIL - FORM 2220

DATE PD	UNDERPAYMENT	BEG. DATE	END DATE	DAYS	%	PENALTY
<u>QUARTER 4, RATE PERIOD 1 (12/15/2014 - 05/15/2015)</u>						
	92,306.	12/15/2014	05/15/2015	151	3	<u>1,146.</u>
TOTAL TO FORM 2220, LINE 22, COLUMN D						<u>1,146.</u>
TOTAL UNDERPAYMENT PENALTY						<u>1,146.</u>

Depreciation and Amortization  
(Including Information on Listed Property)

OMB No. 1545-0172

Department of the Treasury  
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Information about Form 4562 and its separate instructions is at [www.irs.gov/form4562](http://www.irs.gov/form4562).

2014

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 2013 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 2015. 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	83,960.

**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 2014	17	
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 2014 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						
b 5-year property						
c 7-year property						
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 2014 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	6,950.
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	90,910.
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 aircraft, 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
---	-------------------------------	---	----------------------------	--	------------------------	--------------------------	-------------------------------	---------------------------------

**25** 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) . . . . . **25****26** Property used more than 50% in a qualified business use: SEE LISTED PROPERTY DETAIL

		%						
		%						
		%						

**27** Property used 50% or less in a qualified business use:

		%			S/L -		
		%			S/L -		
		%			S/L -		

**28** Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1, . . . . . **28** 6,950.**29** Add amounts in column (i), line 26. Enter here and on line 7, page 1 . . . . . **29****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).

<b>37</b> Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? . . . . .	Yes X	No
<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 . . . . .	X	
<b>39</b> Do you treat all use of vehicles by employees as personal use? . . . . .		X
<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? . . . . .		X
<b>41</b> Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.) . . . . .		X

**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
-----------------------------	---------------------------------	---------------------------	---------------------	--	-----------------------------------

**42** Amortization of costs that begins during your 2014 tax year (see instructions):

--	--	--	--	--	--

**43** Amortization of costs that began before your 2014 tax year . . . . . **43****44** Total. Add amounts in column (f). See the instructions for where to report . . . . . **44**

## 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	Me-thod	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
BINDING SYSTEM	05/08/2008	687.	100.000			687.	687.	687.	DDBA		7.000				
DC OFFICE PRINTER	09/04/2008	709.	100.000			709.	709.	709.	DDBA		5.000				
DC - COMPUTER	09/04/2008	4,611.	100.000			4,611.	4,611.	4,611.	DDBA		5.000				
DC- FURNITURE	09/18/2008	22,115.	100.000			22,115.	19,917.	21,118.	DDBA		7.000				1,201.
DC - COMPUTER	09/25/2008	4,771.	100.000			4,771.	4,771.	4,771.	DDBA		5.000				
DC FURNITURE	12/11/2008	1,432.	100.000			1,432.	1,285.	1,432.	DDBA		7.000				147.
VIDEO CONF. EQUIP.	12/11/2008	36,750.	100.000			36,750.	36,750.	36,750.	DDBA		5.000				
DC - LIGHTING	12/23/2008	4,297.	100.000			4,297.	3,850.	4,074.	DDBA		7.000				224.
DC - FURNITURE	12/23/2008	1,920.	100.000			1,920.	1,720.	1,920.	DDBA		7.000				200.
COMPUTER EQUIPMENT	03/19/2009	8,389.	100.000			8,389.	8,147.	8,389.	DDBA		5.000				242.
COMPUTER EQUIPMENT	03/19/2009	13,017.	100.000			13,017.	12,080.	13,017.	DDBA		5.000				937.
COMPUTER EQUIPMENT	05/21/2009	11,526.	100.000			11,526.	10,696.	11,526.	DDBA		5.000				830.
COMPUTER EQUIPMENT	06/18/2009	76,485.	100.000			76,485.	72,814.	76,485.	DDBA		5.000				3,671.
COMPUTER EQUIPMENT	08/05/2009	8,508.	100.000			8,508.	8,056.	8,508.	DDBA		5.000				452.
FURN & FIXTURES	08/26/2009	11,130.	100.000			11,130.	9,391.	9,971.	DDBA		7.000				580.
COMPUTER - 2 UNITS	04/15/2010	2,017.	100.000			2,017.	1,694.	1,855.	DDBA		5.000				161.
DELL SERVER	05/06/2010	32,699.	100.000			32,699.	27,318.	30,009.	DDBA		5.000				2,691.
MICROPHONE SYSYTEM	12/23/2010	10,818.	100.000			10,818.	8,949.	9,884.	DDBA		5.000				935.
OFFICE CUBICLES	05/20/2010	8,283.	100.000			8,283.	5,696.	6,343.	DDBA		7.000				647.
Less: Retired Assets . . . . .															
<b>Subtotals. . . . .</b>															

## Listed Property

AUTO-FORD TAURUS	01/07/2013	21,719.	100.000			21,719.	4,344.	11,294.	DDBA		5.000				6,950.
Less: Retired Assets . . . . .															
<b>Subtotals. . . . .</b>															
<b>TOTALS . . . . .</b>															

## AMORTIZATION

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

\*Assets Retired

JSA

4X5024 1 000

4PN00R 8418

V 14-7.6F

2014

13-3441466

## 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	Me-thod	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
OFFICE FURNITURE	06/18/2010	2,863.	100.000			2,863.	1,969.	2,192.	DDBA		7,000				223.
COMPUTER EQUIP	07/22/2010	3,455.	100.000			3,455.	2,858.	3,157.	DDBA		5,000				299.
COMPUTER EQUIPMENT	11/16/2011	4,687.	100.000			4,687.	3,675.	4,080.	DDBA		5,000				405.
OFFICE FURNITURE	11/16/2011	13,892.	100.000			13,892.	8,829.	9,842.	DDBA		7,000				1,013.
OFFICE EQUIPMENT	09/02/2011	7,299.	100.000			7,299.	5,197.	6,038.	DDBA		5,000				841.
OFFICE EQUIPMENT	08/04/2011	28,882.	100.000			28,882.	20,564.	23,891.	DDBA		5,000				3,327.
UNIMPROVED LAND	12/15/2011	54,854.	100.000			54,854.									
OFFICE FURNITURE	02/29/2012	3,088.	100.000			3,088.	1,197.	1,737.	DDBA		7,000				540.
OFFICE FURNITURE	10/04/2012	38,215.	100.000			38,215.	14,794.	21,486.	DDBA		7,000				6,692.
MICROPHONES	12/13/2012	2,499.	100.000			2,499.	1,300.	1,780.	DDBA		5,000				480.
DELL 10K SAS DRIVE	02/24/2012	27,658.	100.000			27,658.	14,382.	19,692.	DDBA		5,000				5,310.
VIDEO CONF. EQUIP.	10/04/2012	14,523.	100.000			14,523.	7,552.	10,340.	DDBA		5,000				2,788.
LEASEHOLD IMP.	11/30/2012	4,350.	100.000			4,350.	943.	1,813.	SL		5,000				870.
OFFICE EQUIPMENT	02/14/2013	18,137.	100.000			18,137.	3,627.	9,431.	DDBA		5,000				5,804.
COMPUTER SOFTWARE	03/14/2013	8,667.	100.000			8,667.	2,889.	6,741.	DDBA		3,000				3,852.
HP SERVER	03/14/2013	3,989.	100.000			3,989.	798.	2,074.	DDBA		5,000				1,276.
FURNITURE AND FIXT	10/24/2013	15,157.	100.000			15,157.	2,165.	5,877.	DDBA		7,000				3,712.
FURNITURE/FIXTURES	11/14/2013	11,968.	100.000			11,968.	1,710.	4,641.	DDBA		7,000				2,931.
VIDEO EQUIP NJ	12/19/2013	17,911.	100.000			17,911.	3,582.	9,314.	DDBA		5,000				5,732.
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

4X9024 1 000

4PN00R 8418

V 14-7.6F



## 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	Me-thod	Conv.	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
OFFICE WIRING	02/01/2013	6,542.	100.000			6,542.	1,196.	2,504.	SL		5.000				1,308.
DC - FURNITURE -	01/09/2014	5,220.	100.000			5,220.		746.	DDB		7.000				746.
DENVER - FURNITURE	01/09/2014	11,967.	100.000			11,967.		1,710.	DDB		7.000				1,710.
VIDEO CONF-5 MICS	01/23/2014	4,324.	100.000			4,324.		865.	DDB		5.000				865.
NJ - FURNITURE	02/06/2014	8,616.	100.000			8,616.		1,231.	DDB		7.000				1,231.
DELL SERVER	04/03/2014	15,652.	100.000			15,652.		3,130.	DDB		5.000				3,130.
DATA CENTER DELL	04/03/2014	27,435.	100.000			27,435.		5,487.	DDB		5.000				5,487.
DENVER CONF ROOM	10/09/2014	5,644.	100.000			5,644.		806.	DDB		7.000				806.
FILE SERVER	11/06/2014	5,916.	100.000			5,916.		1,183.	DDB		5.000				1,183.
VIDEO CONF SERVER	11/13/2014	7,626.	100.000			7,626.		1,525.	DDB		5.000				1,525.
VIDEO CONF SYSTEM	12/04/2014	31,372.	100.000			31,372.		6,274.	DDB		5.000				6,274.
ELECTRICAL - NJ	01/23/2014	3,408.	100.000			3,408.		682.	SL		5.000				682.
Less: Retired Assets . . . . .															
Subtotals . . . . .		675,980.				675,980.	338,368.	422,328.							83,960.

## Listed Property

[illegible]

## AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending accumulated amortization	Code	Life	Current-year amortization
<b>TOTALS</b>							

\*Assets Retired

USA

JSA  
4X9024 1 000

4PN00R 8418

ATTACHMENT 1

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	6,617.	6,617.
BANK OF AMERICA	3,431.	3,431.
SOUTHERN FINANCIAL	22,905.	22,905.
CHARTER SCHOOL GROWTH FUND - PRI	182,083.	182,083.
PRESBYTERIAN CHURCH - PRI	68,083.	68,083.
TOTAL	<u>283,119.</u>	<u>283,119.</u>

ATTACHMENT 2FORM 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	36,856,395.	36,856,395.
NORTHERN TRUST ENDOWMENT FUND	5,253,703.	5,253,703.
NORTHERN TRUST NORAD ACCOUNT	9,036.	9,036.
NORTHERN TRUST GOLDMAN SACHS ACCOUNT	2,616,750.	2,616,750.
ARIEL FUND	1,467,494.	1,467,494.
REGIONS BANK	26,553.	26,553.
TIMESQUARE	26,409.	26,409.
QM COMMON DAILY EAFE FUND	5,951,007.	5,951,007.
QM COMMON DAILY EMERGING MKT FUND	3,496,336.	3,496,336.
DAVIDSON KEMPNER - TAXABLE DISTRIBUTIONS	10,512,054.	10,512,054.
DIVERSIFIED FRONTIER EQUITY FUND	2,298,766.	2,298,766.
GOLDMAN SACHS CALL FUND	1,485,884.	1,485,884.
GOLDMAN SACHS PUT FUND	5,906.	5,906.
RUSSELL 1000	3,672,102.	3,672,102.
RUSSELL 2000	218,652.	218,652.
RUSSELL 50	2,007,590.	2,007,590.
PASS THROUGH - DIVIDENDS/INTEREST	1,161,275.	1,161,275.
<b>TOTAL</b>	<u>77,065,912.</u>	<u>77,065,912.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RECOVERIES OF PRIOR YEAR GRANTS	1,612,550.	
OTHER INCOME - PASS THROUGH	-2,622,925.	305,507.
SECTION 988 GAIN/LOSS	-389,714.	-389,714.
OTHER INVESTMENT INCOME	2,379.	2,379.
ROYALTY INCOME	475.	475.
TOTALS	-1,397,235.	-81,353.

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	499,100.			499,100.
TOTALS	499,100.			499,100.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	2,434,948.	2,434,948.	149,258.
EDUCATION PROGRAM CONSULTING	149,258.		1,471,569.
OTHER CHARITABLE CONSULTING	1,471,569.		1,444,406.
EVALUATION PROGRAM CONSULTING	1,444,406.		2,461,286.
PROGRAM STRATEGY CONSULTING	2,461,286.		1,323,595.
COMMUNICATION CONSULTING	1,323,595.		1,095,046.
ENVIRONMENT PROGRAM CONSULTING	1,095,046.		365,498.
HOME REGION PROGRAM CONSULTING	365,498.		18,974.
PASS THROUGH PROFESSIONAL FEES	18,974.		60,000.
ACCOUNTING FEES	60,000.		137,950.
IT CONSULTING FEES	137,950.		
TOTALS	10,962,530.	2,434,948.	8,527,582.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NT INVESTMENT INTEREST EXPENSE	562.	562.
PASS THROUGH - INV. INTEREST	204,475.	204,475.
TOTALS	205,037.	205,037.

ATTACHMENT 7FORM 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	1,750,000.		
PROPERTY TAXES	3,616.		3,616.
SALES AND USE TAX	2,182.		2,182.
NT FOREIGN TAXES	1,170,368.	1,170,368.	
PARTNERSHIPS - FOREIGN TAXES	54,562.	54,562.	
TOTALS	<u>2,980,728.</u>	<u>1,224,930.</u>	<u>5,798.</u>



ATTACHMENT 8FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MISC. EXPENSES	3,390.		3,390.
SUPPLIES	174,743.		174,743.
TELEPHONE AND COMMUNICATIONS	125,889.		125,889.
POSTAGE AND EXPRESS MAIL	20,521.		20,521.
DUES AND SUBSCRIPTIONS	38,234.		38,234.
INSURANCE	2,044.		2,044.
REPAIRS AND MAINTENANCE	4,042.		4,042.
RECRUITING EXPENSES	7,636.		7,636.
TRAINING EXPENSES	91,913.		91,913.
PASS THROUGH - PORTFOLIO EXP.	3,175,456.	3,175,456.	
TOTALS	<u>3,643,868.</u>	<u>3,175,456.</u>	<u>468,412.</u>

ATTACHMENT 9FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: LOCAL INITIATIVES SUPPORT CORPORATION  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 09/09/2003  
MATURITY DATE: 12/31/2016  
REPAYMENT TERMS: 1,000,000 DUE YEARLY. REMAINING TOTAL DUE 2016.  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: FINANCE NEW EDUCATIONAL FACILITIES FUNDS  
DESCRIPTION AND FMV OF CONSIDERATION: \$10,000,000 IN CASH  
10,000,000.

BEGINNING BALANCE DUE ..... 6,363,134.

ENDING BALANCE DUE ..... 3,896,265.

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 12/31/2015  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: SUPPORT CONSTRUCTION FINANCING FOR CHARTER SCHOOLS  
DESCRIPTION AND FMV OF CONSIDERATION: \$10,000,000 IN CASH  
10,000,000.

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

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

ATTACHMENT 9 (CONT'D)

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 \$3,750,000 IN CASH  
OF CONSIDERATION: 3,750,000.

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

BORROWER: SOUTHERN FINANCIAL PARTNERS  
ORIGINAL AMOUNT: 2,000,000.  
INTEREST RATE: 2.000000  
DATE OF NOTE: 01/22/2006  
MATURITY DATE: 12/03/2014  
REPAYMENT TERMS: PAYMENT IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: FUNDING SMALL BUSINESSES IN THE DELTA AREA  
DESCRIPTION AND FMV \$2,000,000 CASH  
OF CONSIDERATION: 2,000,000.

BEGINNING BALANCE DUE ..... 923,078.

ATTACHMENT 9 (CONT'D)

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 \$9,000,000 IN CASH  
OF CONSIDERATION: 9,000,000.

BEGINNING BALANCE DUE ..... 823,671.

BORROWER: EXALT EDUCATION  
ORIGINAL AMOUNT: 900,000.  
INTEREST RATE: 0.00000  
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 \$900,000 IN CASH  
OF CONSIDERATION: 900,000.

BEGINNING BALANCE DUE ..... 900,000.

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

ATTACHMENT 9 (CONT'D)

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: \$10,000,000 IN CASH  
10,000,000.

BEGINNING BALANCE DUE ..... 7,500,000.

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

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 IN CASH  
5,000,000.

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

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

ATTACHMENT 9 (CONT'D)

BORROWER: PRESBYTERIAN CHURCH (U.S.A)  
ORIGINAL AMOUNT: 2,396,698.  
INTEREST RATE: 1.000000  
DATE OF NOTE: 01/25/2007  
MATURITY DATE: 07/25/2016  
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 \$2,825,350 IN CASH  
OF CONSIDERATION: 2,825,350.

BEGINNING BALANCE DUE ..... 2,825,350.

ENDING BALANCE DUE ..... 2,853,745.

BORROWER: PRESBYTERIAN CHURCH (U.S.A.)  
ORIGINAL AMOUNT: 2,396,698.  
INTEREST RATE: 1.340000  
DATE OF NOTE: 01/25/2007  
MATURITY DATE: 07/25/2016  
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 \$2,941,992 IN CASH  
OF CONSIDERATION: 2,941,992.

BEGINNING BALANCE DUE ..... 2,941,992.

ENDING BALANCE DUE ..... 2,981,679.

ATTACHMENT 9 (CONT'D)

BORROWER: PACIFIC CHARTER SCHOOL DEVEL.  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 08/14/2009  
MATURITY DATE: 08/13/2018  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: CONSTRUCTION OF CHARTER SCHOOL FACILITIES  
DESCRIPTION AND FMV \$10,000,000 IN CASH  
OF CONSIDERATION: 10,000,000.

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

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

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 \$4,500,000 IN CASH  
OF CONSIDERATION: 4,500,000.

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

ENDING BALANCE DUE ..... 2,500,000.

ATTACHMENT 9 (CONT'D)

BORROWER: E-STEM PUBLIC CHARTER SCHOOLS  
ORIGINAL AMOUNT: 3,200,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 04/07/2008  
MATURITY DATE: 12/22/2015  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: TO RENOVATE CHARTER SCHOOL BUILDING.  
DESCRIPTION AND FMV \$3,200,000 IN CASH  
OF CONSIDERATION: 3,200,000.

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

ENDING BALANCE DUE ..... 2,863,908.

BORROWER: LOCAL INITIATIVES SUPPORT CORP  
ORIGINAL AMOUNT: 2,700,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 04/26/2008  
MATURITY DATE: 04/26/2021  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: SUPPORT CHARTER SCHOOL FACILITIES  
DESCRIPTION AND FMV \$2,700,000 IN CASH  
OF CONSIDERATION: 2,700,000.

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

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



ATTACHMENT 9 (CONT'D)

BORROWER: LOCAL INITIATIVES SUPPORT CORP  
ORIGINAL AMOUNT: 10,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 12/21/2011  
MATURITY DATE: 12/21/2022  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: NATIONAL CHARTER SCHOOL LOAN FUND  
DESCRIPTION AND FMV \$10,000,000 IN CASH  
OF CONSIDERATION: 10,000,000.

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

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

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 \$10,000,000 IN CASH  
OF CONSIDERATION: 10,000,000.

BEGINNING BALANCE DUE ..... 7,397,196.

ENDING BALANCE DUE ..... 6,947,196.

ATTACHMENT 9 (CONT'D)

BORROWER: SOUTHERN BANCORP CDC  
ORIGINAL AMOUNT: 8,500,000.  
INTEREST RATE: 0.00000  
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 \$8,500,000 IN CASH  
OF CONSIDERATION: 8,500,000.

BEGINNING BALANCE DUE ..... 6,286,754.

ENDING BALANCE DUE ..... 6,023,754.

BORROWER: SOUTHERN BANCORP CAPITAL PARTNERS  
ORIGINAL AMOUNT: 500,000.  
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 \$500,000 IN CASH  
OF CONSIDERATION: 500,000.

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

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

ATTACHMENT 9 (CONT'D)

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 ..... 3,000,000.

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

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: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: ASSIST CHARTER SCHOOLS WITH ACCESS TO BOND MARKET  
DESCRIPTION AND FMV OF CONSIDERATION: \$5,000,000 IN CASH  
5,000,000.

BEGINNING BALANCE DUE ..... 3,466,625.

ENDING BALANCE DUE ..... 3,150,745.

ATTACHMENT 9 (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: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: DC CHARTER SCHOOL FACILITIES  
DESCRIPTION AND FMV \$3,300,000 IN CASH  
OF CONSIDERATION: 3,300,000.

BEGINNING BALANCE DUE ..... 3,300,000.

ENDING BALANCE DUE ..... 3,300,000.

BORROWER: THE NATURE CONSERVANCY  
ORIGINAL AMOUNT: 365,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 03/22/2011  
MATURITY DATE: 02/28/2015  
REPAYMENT TERMS: PAYMENT DUE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: PURCHASE 29 ACRES ALONG THE KINGS RIVER  
DESCRIPTION AND FMV \$365,000 IN CASH  
OF CONSIDERATION: 365,000.

BEGINNING BALANCE DUE ..... 365,000.

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

ATTACHMENT 9 (CONT'D)

BORROWER: PACIFIC CHARTER SCHOOL DEV.  
ORIGINAL AMOUNT: 4,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 11/07/2012  
MATURITY DATE: 12/01/2022  
REPAYMENT TERMS: PAYMENT IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: FUNDING CHARTER SCHOOLS IN THE BES NETWORK  
DESCRIPTION AND FMV \$4,000,000 IN CASH  
OF CONSIDERATION: 4,000,000.

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

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

BORROWER: HAGEDORN LITTLE VILLAGE  
ORIGINAL AMOUNT: 3,418,850.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 02/01/2013  
MATURITY DATE: 06/30/2019  
REPAYMENT TERMS: SEMI-ANNUAL PAYMENTS \$262,988 STARTING JUNE 2013  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: ASSIST WITH REPAYMENT OF CIVIC FACILITY BONDS  
DESCRIPTION AND FMV \$3,418,850 IN CASH  
OF CONSIDERATION: 3,418,850.

BEGINNING BALANCE DUE ..... 2,892,873.

ENDING BALANCE DUE ..... 2,366,896.

ATTACHMENT 9 (CONT'D)

BORROWER: THE NATURE CONSERVANCY  
ORIGINAL AMOUNT: 490,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 11/01/2013  
MATURITY DATE: 09/30/2015  
REPAYMENT TERMS: PAYABLE IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: PURCHASE 18 PLUS ACRES OF LAND ON THE KINGS RIVER  
DESCRIPTION AND FMV \$490,000 IN CASH  
OF CONSIDERATION: 490,000.

BEGINNING BALANCE DUE ..... 490,000.

ENDING BALANCE DUE ..... 490,000.

BORROWER: THE NATURE CONSERVANCY  
ORIGINAL AMOUNT: 1,491,750.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 06/27/2013  
MATURITY DATE: 05/31/2015  
REPAYMENT TERMS: PAYMENT IN FULL UPON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: PURCHASE 608 ACRES OF LAND ON THE KINGS RIVER  
DESCRIPTION AND FMV \$1,491,750 IN CASH  
OF CONSIDERATION: 1,491,750.

BEGINNING BALANCE DUE ..... 1,491,750.

ENDING BALANCE DUE ..... 866,750.

ATTACHMENT 9 (CONT'D)

BORROWER: EXCELLENT EDUCATION DEVELOPMENT, INC.  
ORIGINAL AMOUNT: 5,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 11/22/2013  
MATURITY DATE: 10/31/2018  
REPAYMENT TERMS: \$2,000,000 ON 10/31/2018, BALANCE DUE ON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: PROVIDE FACILITY FINANCING FOR LA CHARTER SCHOOLS  
DESCRIPTION AND FMV OF CONSIDERATION: \$5,000,000 IN CASH  
5,000,000.

BEGINNING BALANCE DUE ..... 3,500,000.

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

BORROWER: CHARTER SCHOOLS DEVELOPMENT CORPORATION  
ORIGINAL AMOUNT: 3,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 10/31/2014  
MATURITY DATE: 12/31/2024  
REPAYMENT TERMS: BALANCE DUE ON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: FINANCE CHARTER SCHOOLS IN LOW-INCOME COMMUNITIES  
DESCRIPTION AND FMV OF CONSIDERATION: \$3,000,000 IN CASH  
3,000,000.

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

ATTACHMENT 9 (CONT'D)

BORROWER: CHARTER SCHOOL SUPPORT SERVICES, INC.  
ORIGINAL AMOUNT: 1,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 12/08/2014  
MATURITY DATE: 12/12/2021  
REPAYMENT TERMS: BALANCE DUE ON MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: RENOVATE SCHOOL BUILDING AND PURCHASE MODULAR  
DESCRIPTION AND FMV \$1,000,000 IN CASH  
OF CONSIDERATION: 1,000,000.

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

BORROWER: PACIFIC CHARTER SCHOOL DEVELOPMENT  
ORIGINAL AMOUNT: 3,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 10/31/2014  
MATURITY DATE: 10/31/2024  
REPAYMENT TERMS: BALANCE DUE AT MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: SUPPORT CHARTER SCHOOL FACILITIES IN LOS ANGELES  
DESCRIPTION AND FMV \$3,000,000  
OF CONSIDERATION: 3,000,000.

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



ATTACHMENT 9 (CONT'D)

BORROWER: LOCAL INITIATIVES SUPPORT CORP  
ORIGINAL AMOUNT: 3,000,000.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 10/14/2014  
MATURITY DATE: 12/01/2025  
REPAYMENT TERMS: BALANCE DUE AT MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: INVEST IN THE NATIONAL SCHOOL LOAN FUND  
DESCRIPTION AND FMV OF CONSIDERATION: \$3,000,000 IN CASH  
3,000,000.

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

BORROWER: GHAN PROPERTIES, LLP  
ORIGINAL AMOUNT: 494,558.  
INTEREST RATE: 0.00000  
DATE OF NOTE: 08/01/2014  
MATURITY DATE: 08/01/2015  
REPAYMENT TERMS: BALANCE DUE AT MATURITY  
SECURITY PROVIDED: NONE  
PURPOSE OF LOAN: LOAN TO PURCHASE CHARTER SCHOOL IN NLR  
DESCRIPTION AND FMV OF CONSIDERATION: \$494,558 IN CASH  
494,558.

ENDING BALANCE DUE ..... 494,558.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 105,854,765.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 110,200,496.

ATTACHMENT 10FORM 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	100,752,525.	100,752,283.	626,418,541.
LIMITED LIABILITY CO. UNITS	210,856.	210,919.	402,000.
ROB-WAL, TULSA 28, LLC			
NORTHERN TRUST MANAGED INCOME			
ACCOUNTS	837,029,524.	1,064,803,727.	1,191,062,299.
BOA CERTIFICATE OF DEPOSIT	5,150,868.		
REGION BANK - STOCK	5,957,098.	5,957,098.	1,750,867.
RUSSELL 1000	127,221,632.	113,843,837.	183,652,008.
RUSSELL 2000	16,007,601.		
RUSSELL 50	61,254,365.	37,139,065.	48,407,525.
QM COMMON DAILY EAFE FUND	122,950,935.	111,075,518.	123,044,804.
QM COMMON DAILY EMERGING MKTS	117,363,573.	97,662,806.	105,633,557.
DIVERSIFIED FRONTIER MKTS FUND	49,312,535.	52,396,882.	52,430,397.
ARIEL FUND	50,132,597.	61,410,005.	65,799,902.
LONE PINE	40,000,000.	40,000,000.	41,852,483.
GOLDMAN SACHS PUT FUND	63,428,182.	67,564,362.	68,033,613.
GOLDMAN SACHS CALL FUND	63,724,321.	69,513,708.	67,091,717.
GOLDMAN SACHS BROKERAGE ACCT.	708.	621.	621.
TIMESQUARE		39,909,644.	42,639,864.
GLOBEFLEX		25,000,000.	22,756,567.
TOTALS	<u>1,660,497,320.</u>	<u>1,887,240,475.</u>	<u>2,640,976,765.</u>

ATTACHMENT 11FORM 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	26,502.	125,389.	125,389.
TOTALS	<u>3,426,532.</u>	<u>3,525,419.</u>	<u>3,525,419.</u>

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISED FUND

THE WALTON FAMILY FOUNDATION (FOUNDATION) MADE GRANTS TO THE US MEXICO FOUNDATION FOR \$290,000 AND THE COMMUNITY FOUNDATION OF JACKSON HOLE FOR \$117,000. THE GRANTS ARE TO ESTABLISH A MEXICAN EDUCATION AND CIVIC ENGAGEMENT FUND AND TO SUPPORT COMMUNITY DEVELOPMENT PROJECTS, RESPECTIVELY. THE FOUNDATION HAS ADVISORY PRIVILEGES OVER FUND DISTRIBUTIONS. THE FOUNDATION HAS TREATED THE GRANTS AS QUALIFYING DISTRIBUTIONS BECAUSE THEY ACCOMPLISH THE CHARITABLE PURPOSE DESCRIBED IN IRC SECTION 170(C)(2)(B).

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
S. ROBSON WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
MELANI 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
LYNNE WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 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
TILLIE 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
GREG 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
LUCY ANA WALTON P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE
ALICE A. PROIETTI P.O. BOX 2030 BENTONVILLE, AR 72712	BOARD DIRECTOR < 10 HOURS	NONE	NONE	NONE

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
JOEY 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
CHRISTY 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		* 8,242,698	NONE	NONE
		<u>8,242,698</u>	<u>NONE</u>	<u>NONE</u>

\* 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 14

<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 ADVISORY	931,526.
NORTHERN TRUST LA SALLE STREET CHICAGO, IL 60606	INVESTMENT ADVISORY	789,791.
MCKINSEY & COMPANY, INC. P.O. BOX 7247 PHILADELPHIA, PA 19170	CONSULTING SERVICES	1,794,975.
SPITFIRE STRATEGIES 1800 M STREET, NW WASHINGTON D.C., DC	CONSULTING SERVICES	526,937.
SIDLEY AUSTIN, LLP ONE SOUTH DEARBORN CHICAGO, IL 60603	LEGAL SERVICES	463,603.
	TOTAL COMPENSATION	<u>4,506,832.</u>

**WALTON FAMILY FOUNDATION**

**Form 990-PF**

**FEIN: 13-3441466**

**December 31, 2014**

**Attachment 15**

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

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

**990-PF, PART XV - FORM AND CONTENTS FOR SUBMITTED APPLICATIONS**

GRANTS TO ORGANIZATIONS: WRITTEN REQUEST ONLY. SEE FOUNDATION  
WEBSITE AT [WWW.WALTONFAMILYFOUNDATION.ORG](http://WWW.WALTONFAMILYFOUNDATION.ORG)



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

ATTACHMENT 16

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND

RECIPIENT NAME AND ADDRESS

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHMENT 16 & 19

360,517,244.

CHILDREN'S MUSEUM OF NORTHWEST ARKANSAS  
BENTONVILLE, AR 72712

NONE  
PC

GRANT OF .7 ACRES OF LAND FOR BUFFER BETWEEN THE  
CHILDREN'S MUSEUM PARKING LOT AND CRYSTAL BRIDGES  
MUSEUM OF AMERICAN ART ENTRY DRIVE.

10,294.

TOTAL CONTRIBUTIONS PAID

360,527,538.

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

ATTACHMENT 17

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME

RECOVERY OF PRIOR YEAR GRANTS

1,612,550.

TOTALS

1,612,550.

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

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- (1) HRW TESTAMENTARY CLAT 9  
P.O. BOX 730  
MILLSAP, TX 76066
- (2) HRW TESTAMENTARY CLAT 10  
P.O. BOX 730  
MILLSAP, TX 76066
- (3) HRW TESTAMENTARY CLAT 11  
P.O. BOX 730  
MILLSAP, TX 76066
- (4) HRW TESTAMENTARY CLAT 12  
P.O. BOX 730  
MILLSAP, TX 76066

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	Education	10,000
10-33 Emergency C. B. Team	Nowata	OK		Public	Charitable	1,500
4.0 Schools	New Orleans	LA		Public	Education	950,000
50CAN, Inc.	Washington	DC		Public	Education	2,500,000
AAMC Foundation	New York	NY		Public	Charitable	15,000
Academic Development Institute, Inc.	Lincoln	IL		Public	Education	100,000
Academic Performance Excellence Academy	Los Angeles	CA		Public	Education	250,000
Academie Lafayette	Kansas City	MO		Public	Education	500,000
Academy for Global Citizenship Charter School	Chicago	IL		Public	Education	40,000
Academy of Mathematics and Science South	Tucson	AZ		Public	Education	250,000
Accelerate Institute	Chicago	IL		Public	Education	350,000
ACE Middle Charter School	San Jose	CA		Public	Education	250,000
Achievement First, Inc.	New Haven	CT		Public	Education	350,000
Ada Regional United Way, Inc.	Ada	OK		Public	Charitable	10,000
Advanced Conservation Strategies	Midway	UT		Public	Charitable	60,000
Advantage Charter Academy	Grant Rapids	MI		Public	Education	250,000
Adult Development Center of Benton County, Inc. aka Open	Rogers	AR		Public	Charitable	5,000
African Parks Foundation of America	New York	NY		Public	Charitable	500,000
Ag Innovations	Sebastopol	CA		Public	Charitable	95,000
Ag Technology and Environmental Stewardship Foundation Inc.	Ankeny	IA		Exp. Responsibility	Charitable	109,000
Agape Mission	Bartlesville	OK		Public	Charitable	7,500
Agricultural Watershed Institute	Decatur	IL		Public	Charitable	105,769
Agudath Israel of America, Inc.	New York	NY		Public	Education	400,000
Alliance for Choice in Education	Denver	CO		Public	Education	25,000
Alliance for School Choice, Inc.	Washington	DC		Public	Education	3,540,000
Alliance for Water Efficiency	Chicago	IL		Public	Charitable	70,000
Alma Community Outreach Center	Alma	AR		Public	Charitable	3,500
Alma Education and Arts Foundation, Inc.	Alma	AR		Public	Charitable	3,500
Alma School District	Alma	AR		Public	Education	3,000
Alpha Middle School 2	San Jose	CA		Public	Education	250,000
Alternative Opportunities, Inc.	Springfield	MO		Public	Charitable	55,400
American Bird Conservancy	The Plains	VA		Public	Charitable	146,625
American Cancer Society	Little Rock	AR		Public	Charitable	5,000
American Cancer Society Inc.	Stilwell	OK		Public	Charitable	1,000
American Diabetes Association	Little Rock	AR		Public	Charitable	5,000
American Enterprise Institute for Public Policy Research	Washington	D.C		Public	Education	221,900
American Farmland Trust	Washington	DC		Public	Charitable	133,553
American Friends of the Louvre	New York	NY		Public	Charitable	10,000
American Heart Association	Fayetteville	AR		Public	Charitable	2,000
American Heart Association Phoenix	Tempe	AZ		Public	Charitable	10,000
American Institutes for Research in Behavioral Sciences	Washington	DC		Public	Charitable	46,457
American National Red Cross, Mile High Chapter	Denver	CO		Public	Charitable	5,000
American Quarter Horse Foundation	Amarillo	TX		Public	Charitable	25,000
American Rivers, Inc.	Washington	DC		Public	Charitable	761,300
American Society of Agronomy	Madison	WI		Public	Charitable	27,075
American Whitewater	Cullowhee	NC		Public	Charitable	54,074
Amon Carter Museum of Western Art	Fort Worth	TX		Public	Charitable	50,000
Anderson Betterment Club	Anderson	MO		Public	Charitable	2,500
Animal Protective Association	Chicago	IL		Public	Charitable	1,000
Animo Avalon Charter Middle School	Los Angeles	CA		Public	Education	250,000
Animo Charter Middle School #1	Los Angeles	CA		Public	Education	250,000
Antioch Consolidated Association for Youth and Family Inc.	Fort Smith	AR		Public	Charitable	2,500
AOPA Foundation Aircraft Owners and Pilot Association	Frederick	MD		Public	Charitable	40,000
AR Kids Read	Little Rock	AR		Public	Education	2,500
ARC Group Homes, Inc.	Bartlesville	OK		Public	Charitable	5,000
Area Agency on Aging of Northwest Arkansas	Harrison	AR		Public	Charitable	5,000
Area Agency on Aging of Northwest Arkansas Foundation	Harrison	AR		Public	Charitable	5,000
Arete Scholars Fund, Inc.	Dacula	GA		Public	Education	79,290
ARISE Academy	New Orleans	LA		Public	Education	500,000
Arizona Charter Schools Association	Phoenix	AZ		Public	Education	650,000
Arizona Foundation for Women, Inc.	Phoenix	AZ		Public	Charitable	5,000
Arizona Historical Society	Tucson	AZ		Public	Charitable	19,400
Arizona Humane Society	Phoenix	AZ		Public	Charitable	2,500
Arizona Land and Water Trust Inc.	Tucson	AZ		Public	Charitable	174,197
Arizona School Choice Administration Corporation	Chandler	AZ		Public	Education	100,000
Arizona Science Center	Phoenix	AZ		Public	Charitable	50,000
Arizona Womens Board	Paradise Valley	AZ		Public	Charitable	10,000
Arkansans for Education Reform Foundation	Little Rock	AR		Exp. Responsibility	Education	276,865
Arkansas Aims - Arkansas Advanced Initiative for Math and Science.	Little Rock	AR		Public	Education	437,500

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Arkansas Arts Center Foundation	Little Rock	AR		Public	Charitable	106,000
Arkansas Athletes Outreach	Fayetteville	AR		Public	Charitable	5,000
Arkansas Baptist College	Little Rock	AR		Public	Charitable	3,700
Arkansas Children's Hospital Foundation	Little Rock	AR		Public	Charitable	55,000
Arkansas Coalition Against Domestic Violence	Little Rock	AR		Public	Charitable	2,500
Arkansas Committee of the National Museum of Women in the Arts	Pine Bluff	AR		Public	Charitable	153,000
Arkansas Community Foundation	Little Rock	AR		Public	Charitable	35,000
Arkansas Department of Education	Little Rock	AR		Public	Education	29,000
Arkansas Family Health Foundation	Little Rock	AR		Public	Charitable	2,500
Arkansas Governor's Mansion Association	Little Rock	AR		Public	Charitable	1,000
Arkansas Hunger Relief Alliance Inc	Little Rock	AR		Public	Charitable	5,000
Arkansas Independent Colleges and 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	4,492,034
Arkansas Repertory Theatre Company	Little Rock	AR		Public	Charitable	5,000
Arkansas Rice Depot, Inc.	Little Rock	AR		Public	Charitable	10,000
Arkansas School for Mathematics, Sciences, and the Arts	Hot Springs	AR		Public	Education	250,000
Arkansas Special Olympics Inc.	North Little Rock	AR		Public	Charitable	3,500
Arkansas State Chamber of Commerce Foundation, Inc.	Little Rock	AR		Public	Charitable	150,000
Arkansas State Council on Economic Education	Little Rock	AR		Public	Education	20,000
Arkansas Symphony Orchestra Foundation	Little Rock	AR		Public	Charitable	10,000
Arkansas Tech University	Russellville	AR		Public	Education	583,034
Arkansas Tennis Patrons Foundation	Little Rock	AR		Public	Charitable	10,000
Arkansas-Oklahoma Cancer Support Foundation	Fort Smith	AR		Public	Charitable	5,000
Arthur G. Dove Catalogue Raisonne Project, Inc.	New York	NY		Public	Charitable	25,000
Arts Center of the Ozarks	Springdale	AR		Public	Charitable	7,000
Arts Council of Johnson County	Lenexa	KS		Public	Charitable	5,000
Arts for All Inc.	Lawton	OK		Public	Charitable	10,000
Ashley Elementary School	Denver	CO		Public	Education	250,000
Aspen Center for Environmental Studies	Aspen	CO		Public	Charitable	131,100
Aspen Country Day School, Inc.	Aspen	CO		Public	Education	10,000
Aspen Community Charter School	Woody Creek	CO		Public	Education	333,333
Aspen Community Foundation	Aspen	CO		Public	Charitable	50,000
Aspen Institute, Inc.	Washington	DC		Public	Education	250,000
Aspen Journalism	Aspen	CO		Public	Charitable	25,000
Aspen Santa Fe Ballet	Aspen	CO		Public	Charitable	2,500
Aspen Valley Foundation	Aspen	CO		Public	Charitable	10,000
Aspen Valley Ski-Snowboard Club, Inc.	Aspen	CO		Public	Charitable	10,000
Aspire of Green Country Oklahoma	Tulsa	OK		Public	Education	10,000
Aspire of Southwest Missouri	Joplin	MO		Public	Education	5,000
Association of American Educators Foundation	Mission Viejo	CA		Public	Education	621,800
Association of Missouri Charter Schools	St. Louis	MO		Public	Education	225,000
ASU Foundation for A New American University	Tempe	AZ		Public	Education	4,310,000
Aurora R-8 School District	Aurora	MO		Public	Education	5,000
Baptist Health Foundation	Little Rock	AR		Public	Charitable	10,000
Barrow Neurological Foundation	Phoenix	AZ		Public	Charitable	250,000
Barry Goldwater Institute for Public Policy Research	Phoenix	AZ		Public	Education	150,000
Bartlesville Area Friends of the Parks, Inc.	Bartlesville	OK		Public	Charitable	7,500
Bartlesville Public Schools	Bartlesville	OK		Public	Education	10,000
Bartlesville Regional United Way	Bartlesville	OK		Public	Charitable	1,000
Baxter County Public Library Foundation	Mountain Home	AR		Public	Charitable	1,000
Bayou Bartholomew Alliance	Pine Bluff	AR		Public	Charitable	33,900
Bdote Learning Center	Minneapolis	MN		Public	Charitable	220,000
Be A Leader Foundation	Phoenix	AZ		Public	Charitable	500
Be Extraordinary	Alma	AR		Public	Charitable	5,000
Beacon Center of Tennessee	Nashville	TN		Public	Charitable	50,000
Beaver Watershed Alliance	Springdale	AR		Public	Charitable	123,998
Beekman Charter School	Bastrop	LA		Public	Education	250,000
Bella Vista Foundation	Bella Vista	AR		Public	Charitable	75,000
Bella Vista Historical Society	Bella Vista	AR		Public	Charitable	2,000
Bellwether Education Partners	Washington	DC		Public	Education	609,180
Bellwether Education Partners, Inc.	Sudbury	MA		Public	Education	495,091
Benton County Historical Society	Bentonville	AR		Public	Charitable	3,000
Benton County School of the Arts	Rogers	AR		Public	Education	732,219
Bentonville Bella Vista Trailblazers Association Inc.	Bentonville	AR		Public	Charitable	1,015,021
Bentonville Child Care and Development Center	Bentonville	AR		Public	Education	49,849
Bentonville Public Schools	Bentonville	AR		Public	Education	110,010
Bentonville Public Schools Foundation	Bentonville	AR		Public	Education	10,000
Bergman Public Schools	Bergman	AR		Public	Education	4,000

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Berryville Community Center Foundation	Berryville	AR		Public	Charitable	5,000
Better Community Development, Inc.	Little Rock	AR		Public	Charitable	2,500
Beyond Boundaries, Inc.	Ward	AR		Public	Charitable	2,000
Bicycle Coalition of the Ozarks	Fayetteville	AR		Public	Charitable	146,267
Big Brothers and Big Sisters of Greater Kansas City	Kansas City	MO		Public	Charitable	5,000
Big Brothers Big Sisters of Oklahoma, Inc.	Shawnee	OK		Public	Charitable	5,000
Big Brothers Big Sisters of Central Arkansas, Inc.	North Little Rock	AR		Public	Charitable	5,000
Big Brothers Big Sisters of Oklahoma	Stillwater	OK		Public	Charitable	2,500
Bike Share of Austin	Austin	TX		Exp. Responsibility	Charitable	5,000
Bikers Against Child Abuse Northeast Oklahoma Chapter	Vinita	OK		Public	Charitable	2,500
Bill, Hillary and Chelsea Clinton Foundation	New York	NY		Public	Charitable	50,000
Bixby Community Outreach Center, Inc.	Bixby	OK		Public	Charitable	3,000
Black Alliance for Educational Options, Inc.	Washington	DC		Public	Education	3,459,000
Blackbird Academy of Arts, Inc.	Conway	AR		Public	Education	2,500
Blue Star Mothers of America, Inc. Cherokee Capital OK 21	Tahlequah	OK		Public	Charitable	5,000
Bluestem Communications, Inc.	Chicago	IL		Public	Charitable	376,000
Bolivar Educational Advancement Foundation	Bolivar	MO		Public	Education	5,000
Bonneville Environmental Foundation	Portland	OR		Public	Charitable	166,887
Bost, Inc.	Fort Smith	AR		Public	Charitable	3,000
Boston Mountain Cyclists, Inc.	Bentonville	AR		Exp. Responsibility	Charitable	15,000
Boulder Community Foundation	Boulder	UT		Public	Charitable	195,400
Boy Scouts of America Cherokee Area Council	Bartlesville	OK		Public	Charitable	5,000
Boy Scouts of America Last Frontier Council	Oklahoma City	OK		Public	Charitable	10,000
Boy Scouts of America/Indian Nations Council, Inc.	Tulsa	OK		Public	Charitable	15,000
Boy Scouts of America/Quapaw Area Council	Little Rock	AR		Public	Charitable	2,000
Boy Scouts of America/Westark Area Council	Fort Smith	AR		Public	Charitable	8,000
Boys & Girls Club of Jacksonville	Jacksonville	AR		Public	Charitable	5,000
Boys and Girls Club of Bartlesville	Bartlesville	OK		Public	Charitable	10,000
Boys and Girls Club of Benton County	Bentonville	AR		Public	Charitable	35,000
Boys and Girls Club of Central Arkansas	Little Rock	AR		Public	Charitable	2,500
Boys and Girls Club of Nowata, Inc.	Nowata	OK		Public	Charitable	5,000
Boys and Girls Club of Oklahoma County, Inc.	Oklahoma City	OK		Public	Charitable	10,000
Boys and Girls Club of Sequoyah County	Sallisaw	OK		Public	Charitable	2,400
Boys and Girls Club of Siloam Springs AR, Inc.	Siloam Springs	AR		Public	Charitable	5,000
Boys and Girls Clubs of America	Atlanta	GA		Public	Charitable	25,000
Boys and Girls Clubs of Greater Kansas City	Kansas City	MO		Public	Charitable	5,000
Boys and Girls Clubs of Metropolitan Phoenix	Phoenix	AZ		Public	Charitable	15,000
Breakthrough Collaborative, Inc.	San Francisco	CA		Public	Charitable	300,000
Briarwood Elementary PTA	Oklahoma City	OK		Public	Education	2,500
Brighter Choice Foundation, Inc.	Albany	NY		Public	Education	600,000
Bronx River Alliance	Bronx	NY		Public	Charitable	10,000
Brookings Institution	Washington	DC		Public	Education	425,386
Bryant Youth Association, Inc.	Bryant	AR		Public	Charitable	5,000
Building Excellent Schools, Inc	Boston	MA		Public	Education	9,676,991
Building Hope	Washington	DC		Exp. Responsibility	Education	200,000
C G Jung Educational Center of Houston Texas	Houston	TX		Public	Education	3,000
Cabot Christmas Alliance Inc.	Cabot	AR		Public	Charitable	3,000
Cabot Scholarship Foundation, Inc.	Cabot	AR		Public	Education	4,000
California Academy of Sciences	San Francisco	CA		Public	Education	30,000
California Charter Schools Association CCSA	Los Angeles	CA		Public	Education	4,610,000
Camp Aldersgate, Inc.	Little Rock	AR		Public	Charitable	5,000
Camp War Eagle, Inc.	Rogers	AR		Exp. Responsibility	Charitable	5,482,548
Canev Valley Antique Power Association	Canev	KS		Public	Charitable	4,000
Canev Valley High School	Canev	KS		Public	Education	2,500
Cape Cod Commercial Fishermen's Alliance, Inc.	Chatham	MA		Public	Charitable	225,000
Capitol High School	Washington	DC		Public	Education	250,000
Cardiovascular Research Foundation of Southern California	Beverly Hills	CA		Public	Charitable	25,000
Care Food Pantry, Inc.	Tahlequah	OK		Public	Charitable	5,000
Careity Foundation	Fort Worth	TX		Public	Charitable	25,000
Carl Albert State College Development Foundation	Poteau	OK		Public	Education	2,800
Carl Junction Educational Foundation	Carl Junction	MO		Public	Education	3,000
Carpe Diem - Campus #2	Middletown	OH		Public	Education	250,000
Carpe Diem West	Sausalito	CA		Public	Education	29,000
Carroll and Madison Public Library Foundation	Berryville	AR		Public	Charitable	5,000
Carthage Crisis Center, Inc.	Carthage	MO		Public	Charitable	2,000
Carthage R-9 School Foundation	Carthage	MO		Public	Education	12,500
CASA - Court Appointed Special Advocates of Grayson County	Sherman	TX		Public	Charitable	2,000
CASA Academy	Phoenix	AZ		Public	Charitable	220,000

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
CASA of Northwest Arkansas, Inc.	Springdale	AR		Public	Charitable	2,000
CASA of Palo Pinto and Parker Counties	Weatherford	TX		Public	Charitable	20,000
CASA of the Ouachita Region, Inc.	Mena	AR		Public	Charitable	5,000
CASA of the Tri-Peaks	Morrilton	AR		Public	Charitable	4,000
Catholic Charities of the Archdiocese of Oklahoma City	Oklahoma City	OK		Public	Education	10,000
Catholic Diocese of Little Rock	Little Rock	AR		Public	Charitable	98,000
Cato Institute	Washington	DC		Public	Education	75,000
Celebrations Preschool, Inc.	Oklahoma City	OK		Public	Charitable	6,000
Center for Better Schools	Newport	RI		Public	Education	418,000
Center for Creative Living Corporation	Lawton	OK		Public	Charitable	2,500
Center for Education Reform	Washington	DC		Public	Education	200,000
Center for Neighborhood Technology	Chicago	IL		Public	Charitable	32,500
Center for Planning Excellence, Inc.	Baton Rouge	LA		Public	Charitable	150,000
Center for Rural Affairs	Lvons	NE		Public	Charitable	497,807
Center for Urban Teaching, Inc.	Milwaukee	WI		Public	Education	450,000
Centers for Youth and Families, Inc.	Little Rock	AR		Public	Charitable	5,000
Central Oklahoma Community Action Agency	Shawnee	OK		Public	Charitable	5,000
Centro Mexicano de Derecho Ambiental, A.C.	Mexico City	N/A		Exp. Responsibility	Charitable	125,000
Centro Mexicano Para La Defensa Del Medio Ambiente A.C.	N/A	N/A		Exp. Responsibility	Charitable	30,000
Cerebral Palsy of Tri-County, Inc.	Webb City	MO		Public	Charitable	3,000
Ceres, Inc.	Boston	MA		Public	Charitable	350,000
Charles Armstrong School	Belmont	CA		Public	Education	15,000
Charter Board Partners	Washington	DC		Public	Education	400,000
Charter Fund - d/b/a CSGF Tennessee	Broomfield	CO		Exp. Responsibility	Education	1,000,000
Charter Fund, Inc.	Broomfield	CO		Exp. Responsibility	Education	5,638,000
Charter School Partners	Minneapolis	MN		Public	Education	200,000
Charter Schools Development Corporation	Columbia	MD		Public	Education	200,000
Child Abuse Prevention and Elimination Foundation	Forsyth	MO		Public	Charitable	2,500
Child Advocates of Silicon Valley, Inc.	Milpitas	CA		Public	Charitable	5,000
Children's Center	Joplin	MO		Public	Charitable	2,000
Children's Health Council	Palo Alto	CA		Public	Charitable	1,000
Children's Hospital Colorado Foundation	Aurora	CO		Public	Charitable	168,395
Children's Mercy Hospital	Kansas City	MO		Public	Charitable	5,000
Children's Museum of Northwest Arkansas	Bentonville	AR		Public	Charitable	5,374,080
Children's Musical Theater of Bartlesville	Bartlesville	OK		Public	Charitable	5,000
Children's Scholarship Fund	New York	NY		Public	Education	7,487,000
Choate Rosemary Hall Foundation, Inc.	Wallingford	CT		Public	Education	1,120,000
Chopra Foundation	Carlsbad	CA		Public	Charitable	50,000
Christel House DORS West	Indianapolis	IN		Public	Education	250,000
Christian Associates of Table Rock Lake	Kimberling City	MO		Public	Charitable	2,500
Christian Community Care Clinic, Inc.	Benton	AR		Public	Charitable	6,260
Christian County Family Crisis Center	Ozark	MO		Public	Charitable	3,500
Church in Eureka Springs-Flint Street Fellowship	Eureka Springs	AR		Public	Charitable	5,000
Church of the Pioneers Foundation	Menlo Park	CA		Public	Charitable	5,000
Church Women United Duncan Toy Shop	Duncan	OK		Public	Charitable	5,000
Circle Fresh Institute	Denver	CO		Exp. Responsibility	Charitable	125,000
Cisneros Center for New Americans	San Antonio	TX		Public	Education	50,000
Citizens of the World Charter Schools	Los Angeles	CA		Public	Education	500,000
City Charter Elementary School	Los Angeles	CA		Public	Education	250,000
City Connections Inc	Little Rock	AR		Public	Charitable	7,500
City First Enterprises	Washington	DC		Public	Charitable	70,000
City of Bentonville	Bentonville	AR		Public	Charitable	2,053,304
City of Clarksdale	Clarksdale	MS		Public	Charitable	55,210
City of Elkins	Elkins	AR		Public	Charitable	5,000
City of Fayetteville	Fayetteville	AR		Public	Charitable	1,855,185
City of Fort Worth - Animal Adoption Center	Fort Worth	TX		Public	Charitable	20,000
City of Gentry	Gentry	AR		Public	Charitable	2,500
City of Hollister	Hollister	MO		Public	Charitable	5,000
City of Lowell	Lowell	AR		Public	Charitable	5,000
City of Nowata	Nowata	OK		Public	Charitable	4,500
City of Pea Ridge	Pea Ridge	AR		Public	Charitable	4,000
City of Rogers	Rogers	AR		Public	Charitable	2,703,401
City of Siloam Springs	Siloam Springs	AR		Public	Charitable	638,510
City of Springdale	Springdale	AR		Public	Charitable	400,000
City of Stilwell	Stilwell	OK		Public	Charitable	5,000
City of Westville	Westville	OK		Public	Charitable	2,000
City of Yellville	Yellville	AR		Public	Charitable	2,000
City Year Denver	Denver	CO		Public	Charitable	183,333
Civitan Center	Benton	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
CIYOTA - c/o Global Livingston Institute	Denver	CO		Public	Charitable	5,000
Claremore Public Schools Foundation	Claremore	OK		Public	Education	5,000
Clarices Room of Hope	Mena	AR		Public	Charitable	2,500
Clarksdale Municipal School District	Clarksdale	MS		Public	Education	51,247
Clarksville Public School District	Clarksville	AR		Public	Education	3,500
Clemente Charter School	Claremont	CA		Public	Education	250,000
Cleveland County Christmas Store, Inc.	Norman	OK		Public	Charitable	5,000
ClientEarth	London E8 3QW	N/A		Public	Charitable	315,000
Clinton Global Initiative, Inc.	New York	NY		Public	Charitable	25,000
Coaching Corps	Oakland	CA		Public	Education	10,000
Coastal Communities Consulting	Gretna	LA		Public	Charitable	122,266
Cochise County	Bisbee	AZ		Public	Charitable	573,206
Cochise Water Project, Inc.	Sierra Vista	AZ		Public	Charitable	500,000
COF Training Services, Inc.	Ottawa	KS		Public	Charitable	5,000
Coffeyville Community College Foundation	Coffeyville	KS		Public	Education	3,500
Colcord Public Schools	Colcord	OK		Public	Education	2,500
College Initiative	Marianna	AR		Public	Education	350,000
College of the Ozarks	Point Lookout	MO		Public	Education	25,000
College of Wooster	Wooster	OH		Public	Education	20,000
Colorado Children's Campaign	Denver	CO		Public	Charitable	50,000
Colorado Coalition for the Homeless	Denver	CO		Public	Charitable	64,980
Colorado League of Charter Schools	Denver	CO		Public	Education	350,000
Colorado Nonprofit Development Center	Denver	CO		Public	Education	230,687
Colorado Succeeds	Denver	CO		Public	Education	650,000
Colorado Therapeutic Riding Center, Inc.	Longmont	CO		Public	Charitable	10,000
Colorado Water Trust	Denver	CO		Public	Charitable	514,637
Colorado Watershed Assembly	Denver	CO		Public	Charitable	7,000
Colorado Youth Tennis Foundation	Denver	CO		Public	Charitable	5,000
Columbia College	Columbia	MO		Public	Education	10,000
Columbia Public Schools	Columbia	MO		Public	Education	2,000
Columbia University Law School	New York	NY		Public	Education	25,000
Columbine Garden Club	Phoenix	AZ		Public	Charitable	1,000
Columbus Zoological Park Association - SECORE Project	Powell	OH		Public	Charitable	50,000
Communities Foundation of Oklahoma, Inc.	Oklahoma City	OK		Public	Charitable	250,000
Community Crisis Center, Inc.	Miami	OK		Public	Charitable	2,500
Community Development Corporation of Bentonville Bella Vista, Inc.	Bentonville	AR		Public	Charitable	5,000
Community Foundation for Greater Atlanta, Inc.	Atlanta	GA		Public	Charitable	50,000
Community Foundation of Jackson Hole	Driggs	ID		Public	Charitable	127,000
Community Foundation of North Texas	Fort Worth	TX		Public	Charitable	60,000
Community Foundation of the Ozarks, Inc.	Springfield	MO		Public	Charitable	2,500
Community Health Center of Southeast Kansas, Inc.	Pittsburg	KS		Public	Charitable	5,000
Community Health Clinic of Joplin	Joplin	MO		Public	Charitable	2,500
Community Outreach Development Corporation	North Little Rock	AR		Public	Charitable	30,000
Compass Montessori School	Wheat Ridge	CO		Public	Education	50,000
Compass Montessori Secondary School	Golden	CO		Public	Education	37,000
Compassionate Hands, Inc.	Yukon	OK		Public	Charitable	1,250
Comunidad y Biodiversidad, A.C.	Guaymas, Sonora	N/A		Exp. Responsibility	Charitable	568,502
Concerts for Kids	Denver	AR		Public	Charitable	1,000
Confluence Philanthropy, Inc.	New York	NY		Public	Charitable	5,675
Conservation Colorado Education Fund	Denver	CO		Public	Charitable	164,016
Conservation International Foundation	Arlington	VA		Public	Charitable	26,260,383
Conservation Legacy	Durango	CO		Public	Charitable	272,024
Consultative Group on Biological Diversity	San Francisco	CA		Public	Charitable	91,785
Conway County Community Service, Inc.	Morrilton	AR		Public	Charitable	5,000
Conway Cradle Care	Conway	AR		Public	Charitable	1,760
Conway Foundation, Inc.	Conway	AR		Public	Charitable	5,000
Cookson Hills Christian Ministries	Kansas	OK		Public	Charitable	40,000
Cooperative Development Services	St. Paul	MN		Public	Education	110,000
Cottey College+A1303	Nevada	MO		Public	Education	5,000
Council for Economic Education	New York	NY		Public	Education	20,000
Council of Churches of the Ozarks	Springfield	MO		Public	Charitable	2,500
Council on Foundations	Arlington	VA		Public	Charitable	44,500
County Line School District	Branch	AR		Public	Education	5,000
Coweta Public Schools	Coweta	OK		Public	Education	10,000
Create Academy	Tempe	AZ		Public	Education	30,000
Credit & Homeownership Empowerment Services	Kansas City	MO		Public	Charitable	5,000
Credit Counseling of Arkansas, Inc.	Fayetteville	AR		Public	Charitable	216,217
Cristo Rey Network	Chicago	IL		Public	Education	1,290,000
Cross Timbers Senior Citizen Center	Mineral Wells	TX		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
Crow Family Foundation, Inc.	Dallas	TX		Exp. Responsibility	Charitable	1,000
Crowder College Foundation, Inc.	Neosho	MO		Public	Education	11,500
Daily Living Centers, Inc.	Bethany	OK		Public	Charitable	5,000
DARE of Barry County	Cassville	MO		Public	Charitable	3,000
Data Quality Campaign	Washington	DC		Public	Education	250,000
DC Public Charter School Board	Washington	DC		Public	Education	500,000
DCIS at Fairmont	Denver	CO		Public	Education	250,000
Decision Point, Inc.	Bentonville	AR		Public	Charitable	30,000
Delaware County Community Partnership, Inc.	Grove	OK		Public	Charitable	3,000
Denison Independent School District	Denison	TX		Public	Education	10,000
Denison ISD Education Foundation, Inc.	Denison	TX		Public	Education	10,000
Denver Children's Advocacy Center	Denver	CO		Public	Charitable	73,041
Denver Scholarship Foundation	Denver	CO		Public	Education	67,837
Denver Urban Scholars	Denver	CO		Public	Education	10,000
Desert Botanical Garden	Phoenix	AZ		Public	Charitable	10,000
Detroit Achievement Academy	Detroit	MI		Public	Education	250,000
Developmental Wings, Inc.	Fort Smith	AR		Public	Charitable	2,400
Dickinson State University Foundation	Dickinson	ND		Public	Education	320,000
Diocesan Council for the Society of St. Vincent de Paul Diocese	Phoenix	AZ		Public	Charitable	25,000
Disabled American Veterans Charitable Service Trust, Inc.	Branson	MO		Public	Charitable	5,000
Dizzy Feet Foundation	Los Angeles	CA		Public	Charitable	10,000
Dogwood Literacy Council Siloam Springs, Arkansas	Siloam Springs	AR		Public	Education	5,000
DonorsChoose.org	New York	NY		Public	Charitable	200,000
Door of Faith Ministries, Inc.	Chula Vista	CA		Public	Charitable	3,000
Dora R-III School District	Dora	MO		Public	Education	1,000
Dover Public Education Foundation, Inc.	Dover	AR		Public	Education	10,000
Down Syndrome Guild of Greater Kansas City, Inc.	Mission	KS		Public	Charitable	5,000
Downtown Bentonville Inc	Bentonville	AR		Public	Charitable	210,108
Downtown Partnership	Little Rock	AR		Public	Charitable	5,000
Dress for Success Tulsa	Tulsa	OK		Public	Charitable	5,000
Ducks Unlimited, Inc.	Ridgeland	MS		Public	Charitable	135,327
Duncan Public Schools	Duncan	OK		Public	Education	5,000
Duncan Public Schools Foundation	Duncan	OK		Public	Education	5,000
EAA Aviation Foundation, Inc.	Oshkosh	WI		Public	Charitable	50,000
Earth Economics	Tacoma	WA		Public	Charitable	220,000
Ecclesia Inc. - Ecclesia College	Springdale	AR		Public	Education	5,000
Echoing Green	New York	NY		Public	Education	321,529
Ecology Project International	Missoula	MT		Public	Charitable	455,000
Economic Opportunity Agency of Washington County, Inc.	Springdale	AR		Public	Charitable	4,000
Economic Security Corporation of Southwest Area	Joplin	MO		Public	Charitable	3,500
EdFuel	Washington	DC		Public	Education	453,456
Edgewood Center for Children and Families	San Francisco	CA		Public	Charitable	1,000
Editorial Projects in Education, Inc.	Bethesda	MD		Public	Education	250,000
Edmond Public Schools Foundation, Inc.	Edmond	OK		Public	Education	5,000
Edmond YMCA	Edmond	OK		Public	Charitable	5,000
Education Reform Now, Inc.	New York	NY		Public	Education	2,426,500
Education Trust, Inc.	Washington	DC		Public	Education	770,373
Education Trust-West	Oakland	CA		Public	Education	162,500
Education Writers Association (EWA)	Washington	DC		Public	Education	250,000
EDUCATION, AGRICULTURE AND TECHNOLOGY, INC.	Chicago	IL		Exp. Responsibility	Education	250,000
Educational Enterprises, Inc.	Waukesha	WI		Public	Education	1,271,658
Educators for Excellence	New York	NY		Public	Education	825,000
EdVoice Institute for Research and Education	Sacramento	CA		Public	Education	229,000
El Dorado Festivals and Events, Inc.	El Dorado	AR		Public	Charitable	3,000,000
Elementary Institute of Science	San Diego	CA		Public	Education	50,000
Elgin Charter School Initiative	Elgin	IL		Public	Education	30,000
Emergency Infant Services	Tulsa	OK		Public	Charitable	5,000
Enactus	Springfield	MO		Public	Education	150,000
Endeavor Foundation	Springdale	AR		Public	Charitable	3,000,000
Environment Colorado Research and Policy Center, Inc.	Denver	CO		Public	Charitable	10,000
Environmental Defense Fund	New York	NY		Public	Charitable	15,407,471
Environmental Grantmakers Association	New York	NY		Public	Charitable	24,150
Environmental Law and Policy Center of the Midwest	Chicago	IL		Public	Charitable	131,716
Environmental Law Institute	Washington	DC		Public	Charitable	225,000
Environmental Working Group	Washington	DC		Public	Charitable	200,000
Epic Charter School	Oakland	CA		Public	Education	250,000
Equestrian Zone	Russellville	AR		Public	Charitable	7,500
e-STEM Public Charter Schools, Inc.	Little Rock	AR		Public	Education	267,959
Eufaula Public Schools	Eufaula	OK		Public	Education	5,000

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Eureka Springs Historical Museum Inc	Eureka Springs	AR		Public	Charitable	5,000
Everest Value School	Los Angeles	CA		Public	Education	250,000
Evergreen State College Foundation	Olympia	WA		Public	Education	10,000
Exalt Education	Little Rock	AR		Exp. Responsibility	Education	500,000
Excellent Education Development, Inc.	Los Angeles	CA		Public	Education	250,000
Excellent Schools Detroit	Detroit	MI		Public	Education	1,224,825
Expectations Project, Inc.	Washington	DC		Public	Education	175,000
Experimental Station	Chicago	IL		Public	Charitable	50,000
Exploratorium	San Francisco	CA		Public	Charitable	2,000
Faith Community Health Center, Inc.	Branson	MO		Public	Charitable	2,500
Families Empowered	Houston	TX		Public	Education	272,540
Families for Excellent Schools, Inc.	New York	NY		Public	Education	5,000,000
Family Resource Services of Lonoke Inc.	Lonoke	AR		Public	Charitable	2,260
Family Self Help Center, Inc.	Joplin	MO		Public	Charitable	2,500
Farm Foundation, NFP	Oak Brook	IL		Public	Charitable	100,000
Farmington Public Schools - Farmington School District	Farmington	AR		Public	Education	5,000
Faulkner County Council on Aging, Inc.	Conway	AR		Public	Charitable	5,000
Fav School	Southborough	MA		Public	Education	10,000
Fayetteville Public Education Foundation, Inc.	Fayetteville	AR		Public	Education	134,850
Fellowship of Christian Athletes	Lowell	AR		Public	Charitable	25,000
Ferncliff Camp and Conference Center	Little Rock	AR		Public	Charitable	510,000
Field to Market	Washington	DC		Public	Charitable	280,000
Fight for Children, Inc.	Washington	DC		Public	Education	15,000
Fine Arts Institute of Edmond	Edmond	OK		Public	Charitable	5,000
First Presbyterian Church	Bartlesville	OK		Public	Charitable	5,000
FishChoice Inc	Fort Collins	CO		Public	Charitable	185,000
FJC A Foundation of Donor Advised Funds	New York	NY		Public	Charitable	10,000
Florida Charter School Alliance, Inc.	West Palm Beach	FL		Public	Education	400,000
Fondo Mexicano para la Conservacion de la Naturaleza, A.C.	03900 Mexico, D.F.	Mexico		Public	Charitable	230,000
Fondo para la Accion Ambiental y la Ninez	Bogota	Colombia		Exp. Responsibility	Charitable	10,000
Food and Shelter Inc.	Norman	OK		Public	Charitable	5,000
Food Bank of North Central Arkansas Norfolk Community Care	Norfolk	AR		Public	Charitable	10,000
Food Family Farming Foundation	Boulder	CO		Public	Charitable	100,000
Forever Costa Rica Association	San Jose	Costa Rica		Exp. Responsibility	Charitable	10,000
Fort Smith Christian Women's Job Corps	Fort Smith	AR		Public	Charitable	5,000
Fort Smith Public Schools	Fort Smith	AR		Public	Education	25,000
Fort Smith Public Schools Foundation, Inc.	Fort Smith	AR		Public	Education	5,000
Fort Worth Modern Art Museum Assoc	Fort Worth	TX		Public	Education	50,000
Fort Worth Museum of Science and History	Fort Worth	TX		Public	Charitable	25,000
Fort Worth Zoological Association, Inc.	Fort Worth	TX		Public	Charitable	65,000
Foundation for Excellence in Education, Inc. FEE	Tallahassee	FL		Public	Education	3,000,000
Foundation for Homan Square	Oak Brook	IL		Public	Charitable	50,000
Foundation for Louisiana	Baton Rouge	LA		Public	Charitable	25,000
Foundation for Spinal Restoration	Santa Monica	CA		Public	Charitable	2,000
Foundation for Youth Empowerment and Leadership Development	Staten Island	NY		Public	Charitable	2,500
Foundations College Prep	Chicago	IL		Public	Education	250,000
Four Corners School of Outdoor Education, Inc.	Monticello	UT		Public	Charitable	25,000
Francis Marion Academy	Indianapolis	IN		Public	Education	250,000
Franklin Center for Government and Public Integrity	Alexandria	VA		Public	Education	205,000
Freedom House	Weatherford	TX		Public	Charitable	5,000
Freeman-Oak Hill Health System	Joplin	MO		Public	Charitable	5,000
Fresh Start Women's Foundation	Phoenix	AZ		Public	Charitable	5,000
Friedman Foundation for Educational Choice, Inc.	Indianapolis	IN		Public	Education	624,500
Friends of Choice in Urban Schools	Washington	DC		Public	Education	675,937
Friends of Marolt Park	Aspen	CO		Public	Charitable	1,000
Friends of the Chicago River	Chicago	IL		Public	Charitable	20,000
Friends of the Library Boone County Arkansas, Inc.	Harrison	AR		Public	Charitable	5,000
Friends of the Palo Alto Junior Museum and Zoo	Palo Alto	CA		Public	Charitable	1,000
Friends of the Van Buren Public Library	Van Buren	AR		Public	Charitable	3,000
Friends of the Verde River Greenway	Cottonwood	AZ		Public	Charitable	547,707
Friends of the West Fork Library	West Fork	AR		Public	Charitable	5,000
Fuller Theological Seminary	Pasadena	CA		Public	Charitable	10,000
Fundación Viento Sur	Santiago	Chile		Exp. Responsibility	Charitable	15,000
George W. Bush Foundation	Dallas	TX		Public	Charitable	103,000
George Washington University	Washington	DC		Public	Education	136,054
Georgetown University	Washington	DC		Public	Education	1,035,000
Georgia Charter Schools Association Inc.	Atlanta	GA		Public	Education	950,000
Gideon's International	Bentonville	AR		Public	Charitable	1,000
Gift of Hope, Inc.	Forsyth	MO		Public	Charitable	2,500

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Gila Watershed Partnership of Arizona	Safford	AZ		Public	Charitable	500,000
Gilcrease Museum Management Trust	Tulsa	OK		Public	Charitable	25,000
Girl Scouts - Diamonds of Arkansas Oklahoma and Texas	Fayetteville	AR		Public	Charitable	18,000
Girl Scouts of Alaska	Anchorage	AK		Public	Charitable	5,000
Girl Scouts of Colorado	Denver	CO		Public	Charitable	2,000
Girl Scouts of Eastern Oklahoma	Tulsa	OK		Public	Charitable	30,000
Girl Scouts of Northeast Kansas and Northwest Missouri	Kansas City	MO		Public	Charitable	5,000
Girl Scouts Western Oklahoma, Inc.	Oklahoma City	OK		Public	Charitable	4,000
Girls Incorporated of Fort Smith	Fort Smith	AR		Public	Charitable	25,000
Girls Incorporated of Metro Denver	Denver	CO		Public	Charitable	5,000
Global Education Academy #2	Plaza Del Rey	CA		Public	Education	250,000
Global Explorers	Fort Collins	CO		Public	Charitable	50,000
Global Gardens	Tulsa	OK		Public	Charitable	2,500
Goblin Booster Club, Inc.	Harrison	AR		Public	Charitable	2,500
Golden Valley Manor, Inc.	Beach	ND		Public	Charitable	500
Gombe School of Environment and Society-USA Inc.	Houghton	MI		Public	Education	30,000
Good Samaritan Clinic	Fort Smith	AR		Public	Charitable	3,000
Gordons Youth Foundation Inc.	Pocahontas	OK		Public	Charitable	1,500
Gospel Rescue Mission, Inc.	Muskogee	OK		Public	Charitable	5,000
Governor Dummer Academy	Byfield	MA		Public	Education	35,000
Grady Memorial Hospital Foundation	Chickasha	OK		Public	Charitable	4,500
Graland Country Day	Denver	CO		Public	Education	20,000
Grand Canyon River Guides	Flagstaff	AZ		Public	Charitable	10,000
Grand Canyon Youth	Flagstaff	AZ		Public	Charitable	159,757
Grand Staircase-Escalante Partners Inc	Kanab	UT		Public	Charitable	458,661
Grantmakers for Education	Portland	OR		Public	Education	60,000
Gravette Community Foundation	Gravette	AR		Public	Charitable	3,000
Gravette Public Schools Foundation	Gravette	AR		Public	Education	7,000
Grayson County Shelter	Denison	TX		Public	Charitable	2,000
Great Oakland Public Schools Leadership Center	Oakland	CA		Public	Education	250,000
Great Work Education Holdings, Inc.	Denver	CO		Exp. Responsibility	Education	30,000
Great Work, Inc.	Golden	CO		Exp. Responsibility	Education	230,000
Great Work, Inc.	Golden	CO		Public	Education	59,500
Greater Cornerstone Community Development Project	Tulsa	OK		Public	Charitable	2,000
Greater New Orleans Development Foundation	New Orleans	LA		Public	Charitable	283,000
Greater OKC Youth Sports Association	Oklahoma City	OK		Public	Charitable	5,000
GreatSchools Inc.	Oakland	CA		Public	Education	2,749,531
Green Dot Public Schools Tennessee	Memphis	TN		Public	Education	250,000
Greenway Foundation, Inc.	Denver	CO		Public	Education	25,000
Greenwood High School	Greenwood	AR		Public	Education	5,000
Greenwood Parks Commission	Greenwood	AR		Public	Charitable	5,000
Grid Alternatives	Oakland	CA		Public	Education	50,000
Grove Public Schools - Grove School District	Grove	OK		Public	Education	2,500
Growing Home, Inc.	Chicago	IL		Public	Charitable	75,000
Growing Power	Milwaukee	WI		Public	Education	225,000
Guadalupe Centers, Inc.	Kansas City	MO		Public	Charitable	5,000
Gulf of Maine Research Institute	Portland	ME		Public	Charitable	40,000
Gulf Restoration Network	New Orleans	LA		Public	Charitable	75,000
Haas Hall Academy	Fayetteville	AR		Public	Education	500,000
Habitat for Humanity Greater San Francisco, Inc.	San Francisco	CA		Public	Charitable	10,000
Habitat for Humanity International Inc.	Cassville	MO		Public	Charitable	3,000
Habitat for Humanity International, Inc.	Nevada	MO		Public	Charitable	2,000
Habitat for Humanity of Benton County, Inc.	Bentonville	AR		Public	Charitable	15,000
Habitat for Humanity, Inc. - Joplin Area	Joplin	MO		Public	Charitable	6,000
Hannahs Helping Hands	Collinsville	OK		Public	Charitable	3,000
Happov Hill Farm Children's Home, Inc.	Granbury	TX		Public	Charitable	20,000
Harlem School of the Arts, Inc.	New York	NY		Public	Education	10,000
Harry S. Truman Library Institute	Independence	MO		Public	Charitable	5,000
Haven of the Ozarks, Inc.	Washburn	MO		Public	Charitable	4,000
Hawaii Community Foundation	Honolulu	HI		Public	Charitable	10,000
Healthy Child Healthy World, Inc.	Los Angeles	CA		Public	Charitable	1,000
Hearts & Hooves, Inc.	Sherwood	AR		Public	Charitable	2,500
Hearts Afire Foundation	Merced	CA		Public	Charitable	2,000
Hearts and Homes of Arkansas, Inc.	Little Rock	AR		Public	Charitable	2,500
Help Network, Inc.	Russellville	AR		Public	Charitable	2,500
Henderson State University Foundation	Arkadelphia	AR		Public	Education	6,760
Heritage Foundation	Washington	DC		Public	Education	155,000
Herring Gut Learning Center	Port Clyde	ME		Public	Charitable	10,000
Hiawatha Academies	Minneapolis	MN		Public	Education	243,210
High Aspirations Incorporated	Kansas City	MO		Public	Education	5,000

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
High Country Conservation Advocates	Crested Butte	CO		Public	Charitable	47,421
High Country News	Paonia	CO		Public	Charitable	5,000
High Tech High Graduate School of Education	San Diego	CA		Public	Education	414,200
Highland Community School	Milwaukee	WI		Public	Education	91,790
Hirsch Academy - A Challenge Foundation Academy	Scottsdale	AZ		Public	Education	250,000
Hispanic Council for Reform and Educational Options	Lake Worth	FL		Public	Education	184,000
Hispanic Scholarship Fund	Gardena	CA		Public	Education	152,500
Hispanics for School Choice Educational Trust Fund	Milwaukee	WI		Public	Education	210,000
Historic Preservation Alliance of Arkansas, Inc.	Little Rock	AR		Public	Charitable	2,000
Home Hospice of Grayson County	Sherman	TX		Public	Charitable	2,000
Home of Hope, Inc.	Vinita	OK		Public	Charitable	5,000
Hoover Institution, Stanford University	Stanford	CA		Public	Education	154,890
Hope Faith Ministries	Kansas City	MO		Public	Charitable	5,000
Hope Women's Shelter, Inc.	Mineral Wells	TX		Public	Charitable	15,000
Hopi Foundation	Keams Canyon	AZ		Public	Charitable	2,500
Horses for Healing, Inc.	Bentonville	AR		Public	Charitable	20,000
Hospital Development Foundation, Inc.	Mountain Home	AR		Public	Charitable	6,000
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 National Park Sister City Foundation	Hot Springs	AR		Public	Charitable	2,500
Hot Springs Village Community Foundation, Inc.	Hot Springs Village	AR		Public	Charitable	5,000
Human Resource Development Center	Lebanon	MO		Public	Charitable	2,500
Humane Society of Johnson County	Clarksville	AR		Public	Charitable	3,000
I Choose Hope, Inc.	Fayetteville	AR		Public	Charitable	1,000
ICF - International Community Foundation	National City	CA		Public	Charitable	174,925
IFF	Chicago	IL		Public	Education	176,541
Illinois Network of Charter Schools	Chicago	IL		Public	Education	892,046
Illinois River Watershed Partnership	Fayetteville	AR		Public	Charitable	200,000
Illinois State Charter School Commission	Chicago	IL		Public	Education	100,000
Illinois Stewardship Alliance	Springfield	IL		Public	Charitable	90,000
Immaculate Conception Springfield	Springfield	MO		Public	Education	2,500
Impact Charter Elementary School	Baton Rouge	LA		Public	Education	250,000
In Situ Foundation	Los Angeles	CA		Public	Charitable	3,000
Independence Institute	Denver	CO		Public	Education	125,000
Indianapolis Academy of Excellence	Indianapolis	IN		Public	Education	220,000
Infant Crisis Services, Inc.	Oklahoma City	OK		Public	Charitable	5,000
Innovate Public Schools	San Jose	CA		Public	Education	375,000
Inspiration Point Fine Arts Colony	Eureka Springs	AR		Public	Charitable	5,000
Inspirational Healing Gardens, Inc.	Rogers	AR		Public	Charitable	5,000
Institute for Humane Studies	Arlington	VA		Public	Charitable	40,000
Institute for Innovators Charter School	Stockbridge	GA		Public	Charitable	30,000
Institute For Justice	Arlington	VA		Public	Education	500,000
Institute for Quality Education, Inc.	Indianapolis	IN		Public	Education	350,000
Institute for Sustainable Communities	Montpelier	VT		Public	Charitable	25,000
Interarts, Inc.	Hot Springs	AR		Public	Charitable	4,000
Intercultural Center for the Study of Deserts and Oceans	Tucson	AZ		Public	Charitable	126,187
International Mountain Bicycling Association	Boulder	CO		Public	Charitable	138,591
International Seafood Sustainability Foundation Inc.	Washington	DC		Public	Charitable	330,000
Iowa Environmental Council	Des Moines	IA		Public	Charitable	50,000
Iowa State University of Science and Technology	Ames	IA		Public	Charitable	120,000
ISEAL Alliance	London	UK		Exp. Responsibility	Charitable	124,482
Izaak Walton League of America	Gaithersburg	MD		Public	Education	25,000
James and Dorothy Doss Heritage and Culture Center of Parker	Weatherford	TX		Public	Charitable	10,000
James Beard Foundation, Inc.	New York	NY		Public	Charitable	20,000
James Madison Institute for Public Policy Studies, Inc.	Tallahassee	FL		Public	Education	125,000
Jav Public Schools Educational Foundation, Inc.	Jav	OK		Public	Education	4,500
Jeffco Outdoors Foundation, Inc.	Arvada	CO		Exp. Responsibility	Charitable	20,000
Jesus Was Homeless Inc.	Branson	MO		Public	Charitable	10,000
John Brown University	Siloam Springs	AR		Public	Education	2,500
Johnson C. Smith Theological Seminary	Atlanta	GA		Public	Charitable	5,000
Jones Center for Families Inc.	Springdale	AR		Public	Charitable	20,000
Jones Trust	Springdale	AR		Exp. Responsibility	Charitable	1,000,000
Joplin Business and Industrial Development Corporation	Joplin	MO		Public	Charitable	6,000
Joplin Family Y	Joplin	MO		Public	Charitable	3,000
Junior Achievement of Arkansas, Inc.	Little Rock	AR		Public	Charitable	5,000
Junior Achievement of Oklahoma, Inc.	Tulsa	OK		Public	Charitable	15,000
Junior Auxiliary of Clarksville, AR., Inc.	Clarksville	AR		Public	Charitable	3,500
Just Communities of Arkansas	Little Rock	AR		Public	Charitable	1,000
Keeling Foundation for Kids, Inc.	Bolivar	MO		Public	Charitable	4,500

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Kenner Discovery Health Sciences Academy	Metairie	LA		Public	Education	220,000
Keystone Center	Keystone	CO		Public	Charitable	70,000
Khadem Foundation, Inc.	Excelsior	MN		Public	Education	50,000
Kids of Our Heroes Adventure Camp	Aurora	MO		Public	Charitable	5,000
Kimbell Art Foundation	Fort Worth	TX		Exp. Responsibility	Charitable	25,000
King High Historical Foundation	Kingsville	TX		Public	Charitable	10,000
Kingston High School	Kingston	AR		Public	Education	6,500
KIPP Blytheville Collegiate High School	Helena	AR		Public	Education	250,000
KIPP Colorado Schools	Denver	CO		Public	Education	19,549
KIPP Delta Public Schools	Helena	AR		Public	Education	1,165,431
KIPP Denver Collegiate High School	Denver	CO		Public	Education	50,000
KIPP Foundation	San Francisco	CA		Public	Education	9,054,000
KIPP REACH Academy Charter School	Oklahoma City	OK		Public	Education	250,000
Klamath Basin Rangeland TR	Klamath Falls	OR		Public	Charitable	50,000
K-Life Ministries dba Conway K-Life	Conway	AR		Public	Charitable	4,000
Krochet Kids International NFP	Costa Mesa	CA		Public	Charitable	2,500
LA Voice	Los Angeles	CA		Public	Education	175,000
Lake Pontchartrain Basin Foundation	Metairie	LA		Public	Charitable	249,550
Lakewood Christian Church	McAlester	OK		Public	Charitable	10,000
Lakota Fund	Kyle	SD		Public	Charitable	5,000
Land Stewardship Project	Minneapolis	MN		Public	Charitable	420,821
LA's Promise	Los Angeles	CA		Public	Education	100,000
Lashon Academy	Los Angeles	CA		Public	Education	250,000
Lawton Public School Foundation, Inc.	Lawton	OK		Public	Education	10,000
Lawton Public Schools	Lawton	OK		Public	Education	7,500
Lead Hill School Foundation	Lead Hill	AR		Public	Education	2,500
Leadership Oklahoma, Inc.	Oklahoma City	OK		Public	Charitable	5,000
Leading Educators, Inc.	New Orleans	LA		Public	Education	777,451
Lebanon R-III School District	Lebanon	MO		Public	Education	5,000
Lee's Summit Social Services	Lee's Summit	MO		Public	Charitable	5,000
LeFlore County Youth Services, Inc.	Poteau	OK		Public	Charitable	5,000
Leland Stanford Junior University	Stanford	CA		Public	Education	600,000
Lendonwood Gardens	Grove	OK		Public	Charitable	2,000
Lewis and Clark Community College	Godfrey	IL		Public	Education	35,533
Libertas School	Memphis	TN		Public	Education	250,000
Liberty Wildlife Rehabilitation Foundation Inc.	Scottsdale	AZ		Public	Charitable	10,000
Life Styles Foundation, Inc.	Fayetteville	AR		Public	Charitable	2,000
Lincoln Middle School	Lincoln	AR		Public	Education	14,810
LISA Academy	Little Rock	AR		Public	Education	250,000
Literacy Action of Central Arkansas, Inc.	Little Rock	AR		Public	Charitable	5,000
Literacy Council of Benton County, Inc.	Bentonville	AR		Public	Charitable	5,000
Little Rock Chamber Foundation	Little Rock	AR		Public	Charitable	20,000
Living Coast Discovery Center	Chula Vista	CA		Public	Charitable	2,500
L-LIFE Food Bank	Lebanon	MO		Public	Charitable	2,500
Local Initiatives Support Corporation	New York	NY		Public	Education	877,762
Lockwood R-1 School District	Lockwood	MO		Public	Education	10,000
Logan County Fair Association Inc.	Paris	AR		Public	Charitable	4,000
Lonoke County Christian Clinic	Cabot	AR		Public	Charitable	1,000
Lonoke County Council on Aging	Lonoke	AR		Public	Charitable	3,000
Los Angeles Leadership Primary Academy	Los Angeles	CA		Public	Education	250,000
Louisiana Delta Adventures, Inc.	Newellton	LA		Exp. Responsibility	Charitable	118,000
Louisiana Key Academy	Baton Rouge	LA		Public	Charitable	250,000
Low Income Investment Fund	San Francisco	CA		Public	Education	70,000
Lower Mississippi River Conservation Committee	Vicksburg	MS		Public	Charitable	33,473
Lower Mississippi River Foundation	Clarksdale	MS		Public	Charitable	47,150
Lovola Marymount University	Los Angeles	CA		Public	Education	35,500
Lucile Packard Foundation for Children's Health	Palo Alto	CA		Public	Charitable	10,000
Machik	Washington	DC		Public	Charitable	19,500
Madison County Fair Association, Inc.	Huntsville	AR		Public	Charitable	10,000
Madison County Sheriff's Department	Huntsville	AR		Public	Charitable	3,500
Main Street Siloam Springs, Inc.	Siloam Springs	AR		Public	Charitable	15,000
Manhattan Institute for Policy Research, Inc.	New York	NY		Public	Education	126,533
Manna Pantry	Yukon	OK		Public	Charitable	1,250
MAPSA - Michigan Association of Public School Academies	Lansing	MI		Public	Education	467,172
Marble Charter School	Marble	CO		Public	Education	10,242
March of Dimes Foundation	Oklahoma City	OK		Public	Charitable	5,000
Marine Stewardship Council	London	N/A		Public	Charitable	2,500,000
Marion County Community Services Inc.	Yellville	AR		Public	Charitable	2,000
Marion County Single Parent Scholarship Fund, Inc.	Yellville	AR		Public	Education	2,500

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Maritime Museum Association of San Diego	San Diego	CA		Public	Charitable	1,500
Marquette University	Milwaukee	WI		Public	Education	299,000
Martha's Task, Inc.	Bartlesville	OK		Public	Charitable	5,000
Mary Martha Outreach, Inc.	Bartlesville	OK		Public	Charitable	10,000
Massachusetts Charter Public School Association, Inc.	Hudson	MA		Public	Education	750,000
Match School Foundation Inc.	Jamaica Plain	MA		Public	Education	150,000
Mavo Clinic Arizona	Scottsdale	AZ		Public	Charitable	100,000
McDonald County Historical Society	Pineville	MO		Public	Charitable	2,500
Menlo School	Atherton	CA		Public	Education	25,000
Mercy Health Foundation Joplin	Joplin	MO		Public	Charitable	5,000
Mercy Health Foundation Northwest Arkansas	Rogers	AR		Public	Charitable	10,000
Mercy Regional Health Foundation	Rogers	AR		Public	Charitable	15,000
Meridian Institute	Dillon	CO		Public	Education	700,000
Merlin and Nora Augustine Foundation	Fayetteville	AR		Public	Charitable	10,000
Merlin Foundation	Green Forest	AR		Public	Charitable	5,000
Messmer Catholic Schools Scholarships	Milwaukee	WI		Public	Education	10,000
Metro IAF, Inc.	Rego Park	NY		Public	Education	305,000
Miami Public Schools Enrichment Foundation	Miami	OK		Public	Education	5,000
Michael Lisnow Respite Center	Hopkinton	MA		Public	Charitable	5,000
Michigan State University	East Lansing	MI		Public	Education	74,898
Mid Peninsula Regional Open Space District	Los Altos	CA		Public	Education	5,000
Mid Southern Watercolorists	Little Rock	AR		Public	Charitable	1,500
Mid-America Science Museum	Hot Springs	AR		Public	Charitable	7,500
Midwest City - Del City Public Schools Foundation, Inc.	Midwest City	OK		Public	Education	3,500
Mile High United Way, Inc.	Denver	CO		Public	Charitable	50,000
Milwaukee Charter School Advocates	Milwaukee	WI		Public	Education	87,611
Milwaukee College Prep	Milwaukee	WI		Public	Education	333,333
Milwaukee Collegiate Academy	Milwaukee	WI		Public	Education	375,000
Minco Education Foundation	Minco	OK		Public	Education	3,000
Mind Trust, Inc.	Indianapolis	IN		Public	Education	650,000
Minneapolis Foundation	Minneapolis	MN		Public	Charitable	310,000
Minnesota Agricultural Water Resource Center	Eagan	MN		Public	Charitable	267,722
Minnesota Center for Environmental Advocacy	Saint Paul	MN		Public	Charitable	73,682
Minnesota Zoo Foundation	Apple Valley	MN		Public	Charitable	103,486
Mission Interests Committee	Harrison	AR		Public	Charitable	5,000
Mississippi First	Jackson	MS		Public	Education	150,000
Mississippi Fish and Wildlife Foundation	Stoneville	MS		Public	Charitable	200,000
Mississippi River Corridor-Tennessee, Inc.	Memphis	TN		Public	Charitable	100,000
Mississippi's Lower Delta Partnership	Rolling Fork	MS		Public	Charitable	120,000
Missouri Action for Individual Family and Community Wellness	Nevada	MO		Public	Charitable	3,000
Missouri Colleges Fund, Inc.	Jefferson City	MO		Public	Education	5,000
Missouri Southern Foundation	Joplin	MO		Public	Education	5,000
Missouri State University Foundation	Springfield	MO		Public	Education	5,000
Mobile Baykeeper Inc	Mobile	AL		Public	Charitable	110,000
Monarch School Project	San Diego	CA		Public	Education	5,000
Monett R-1 School District	Monett	MO		Public	Education	5,000
Monterey Bay Aquarium Foundation	Monterey	CA		Public	Charitable	282,500
Montessori School of Englewood	Chicago	IL		Public	Education	250,000
Monuments Men Foundation for The Preservation of Art	Dallas	TX		Public	Charitable	250,000
Moore Norman Vocational Technical Foundation Inc dba Moore	Norman	OK		Public	Education	5,000
Mount Sinai Hospital	New York	NY		Public	Charitable	10,000
Mount St. Scholastica, Inc.	Kansas City	KS		Public	Education	5,000
Mountain Grove Schools	Mountain Grove	MO		Public	Education	5,000
Mountain Home Christian Clinic, Inc.	Mountain Home	AR		Public	Charitable	3,000
Mountain Rescue Aspen, Inc.	Aspen	CO		Public	Charitable	25,000
Museum of Northern Arizona Inc.	Flagstaff	AZ		Public	Charitable	10,000
Muskogee County Council of Youth Services	Muskogee	OK		Public	Charitable	7,500
National Alliance for Public Charter Schools	Washington	DC		Public	Education	1,000,000
National Association of Charter School Authorizers	Chicago	IL		Public	Education	1,917,580
National Association of Conservation Districts	Washington	DC		Public	Charitable	252,500
National Audubon Society	New York	NY		Public	Charitable	2,552,735
National Audubon Society, Inc.	Joplin	MO		Public	Charitable	5,000
National Christian Foundation	Alpharetta	GA		Public	Charitable	10,000
National Conference of State Legislatures	Denver	CO		Public	Education	227,000
National Corn Growers Association Foundation	Chesterfield	MO		Public	Charitable	350,000
National Council of La Raza	Washington	DC		Public	Education	300,000
National Council on Teacher Quality	Washington	DC		Public	Education	75,000
National Cowgirl Museum and Hall of Fame, Inc.	Fort Worth	TX		Public	Charitable	50,000
National Cutting Horse Association Charities Foundation	Fort Worth	TX		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
National Endowment for the Humanities	Washington	DC		Public	Charitable	10,000
National Fish and Wildlife Foundation	Washington	DC		Public	Charitable	500,000
National Gallery of Art	Landover	MD		Public	Charitable	100,000
National Geographic Society	Washington	DC		Public	Charitable	150,000
National Jewish Health	Denver	CO		Public	Charitable	5,000
National Leadership Roundtable on Church Management, Inc.	Washington	DC		Public	Charitable	300,000
National Museum of Women in the Arts, Inc.	Washington	DC		Public	Charitable	30,000
National Parks Conservation Association	Washington	DC		Public	Charitable	100,000
National Public Radio, Inc.	Washington	DC		Public	Education	342,758
National Tax Limitation Foundation	Roseville	CA		Public	Charitable	1,000
National Wildlife Federation	Reston	VA		Public	Charitable	3,021,819
National Wildlife Refuge Association	Washington	DC		Public	Charitable	109,995
Nativity Jesuit Middle School	Milwaukee	WI		Public	Education	125,000
Natural Resources Defense Council, Inc.	New York	NY		Public	Charitable	25,000
Nature Conservancy - Arizona	Phoenix	AZ		Public	Charitable	5,000
Nature Conservancy of Texas, Inc.	Dallas	TX		Public	Charitable	25,000
Nature Conservancy, Inc. - Arkansas	Little Rock	AR		Public	Charitable	17,000
Nature Conservancy, Inc. - California	San Francisco	CA		Public	Charitable	5,000
Neighborspace	Chicago	IL		Public	Charitable	57,000
Neosho R-5 School District	Neosho	MO		Public	Education	7,000
Network of Quality Education, Inc.	Indianapolis	IN		Public	Education	250,000
New Fuels Alliance	Boston	MA		Public	Education	250,000
New Haven Home, Inc.	Mineral Wells	TX		Public	Charitable	158,000
New Heights Christian School	Bentonville	AR		Public	Education	50,000
New Hope Camp Inc.	Tulsa	OK		Public	Charitable	2,500
New Jersey Charter Public Schools Association	Hamilton	NJ		Public	Education	726,138
New Legacy Charter High School	Aurora	CO		Public	Education	250,000
New Life Ranch, Inc.	Colcord	OK		Public	Charitable	25,000
New Mexico Association of Soil and Water Conservation Districts	Carlsbad	NM		Public	Charitable	2,500
New Paradigm College Prep	Detroit	MI		Public	Education	220,000
New Schools for New Orleans Inc.	New Orleans	LA		Public	Education	300,000
New Teacher Project, Inc.	Brooklyn	NY		Public	Education	3,071,625
New Urban Learning	Detroit	MI		Public	Education	250,000
New Venture Fund	Washington	DC		Public	Education	1,670,136
New York and Presbyterian Hospital	New York	NY		Public	Charitable	250,000
New York Historical Society	New York	NY		Public	Charitable	25,000
New York Road Runners, Inc.	New York	NY		Public	Charitable	10,000
Newark Charter School Fund	Newark	NJ		Exp. Responsibility	Education	1,875,000
Newhouse	Kansas City	MO		Public	Charitable	5,000
NewSchools Venture Fund NSVF	Oakland	CA		Public	Education	2,605,514
Newton County Historical Society	Jasper	AR		Public	Charitable	5,000
NewView Oklahoma Inc	Oklahoma City	OK		Public	Charitable	10,000
NextGen Network Inc.	Washington	DC		Public	Education	74,000
Noel Betterment Association	Noel	MO		Public	Charitable	2,500
Nonprofit Knowledge Works, Inc.	New Orleans	LA		Public	Education	250,000
Norman Public School Foundation	Norman	OK		Public	Education	5,000
Noroeste Sustentable	La Paz, Baja CA sur	MX		Exp. Responsibility	Charitable	642,000
North American Council for Online Learning	Vienna	VA		Public	Education	75,000
North Kansas City Schools	Kansas City	MO		Public	Education	5,000
Northeast Charter Schools Network, Inc.	Albany	NY		Public	Education	125,000
Northeast Midwest Institute	Washington	DC		Public	Education	190,000
Northeastern State University Foundation, Inc.	Talequah	OK		Public	Education	10,000
Northern California Public Broadcasting, Inc. KQED, Inc.	San Francisco	CA		Public	Charitable	1,000
Northshore Charter School	Bogalusa	LA		Public	Education	250,000
Northwest Arkansas Children's Shelter	Bentonville	AR		Public	Charitable	10,000
NorthWest Arkansas Community College Foundation, Inc.	Bentonville	AR		Public	Education	75,050
Northwest Arkansas Community Creative Center	Fayetteville	AR		Public	Education	91,840
Northwest Arkansas Council Foundation	Springdale	AR		Public	Charitable	1,699,337
Northwest Arkansas Crisis Intervention Center	Springdale	AR		Public	Charitable	5,000
Northwest Arkansas Free Health Center	Fayetteville	AR		Public	Charitable	15,000
Northwest Arkansas Regional Planning Commission	Springdale	AR		Public	Charitable	306,667
Northwest Arkansas Women's Shelter	Rogers	AR		Public	Charitable	6,500
Northwest Evaluation Association	Portland	OR		Public	Education	639,200
Northwest Organization for Animal Help	Stanwood	WA		Public	Charitable	5,000
Northwestern University Settlement	Chicago	IL		Public	Education	150,000
Nova Southeastern University, Inc.	Fort Lauderdale-Davie	FL		Public	Education	25,000
Nowata County	Nowata	OK		Public	Charitable	9,000
Nowata County Sherriff's Department	Nowata	OK		Public	Charitable	5,000
Nueva School	Hillsborough	CA		Public	Education	1,700,000

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Oakland Community Organizations, Inc.	Oakland	CA		Public	Education	200,000
Oats, Inc. Southwest Region Office	Springfield	MO		Public	Charitable	2,000
Ocean Conservancy	Washington	DC		Public	Charitable	4,035,417
Ohio Alliance of Public Charter Schools	Columbus	OH		Public	Education	400,000
Oklahoma Centennial Botanical Garden, Inc.	Tulsa	OK		Public	Charitable	50,000
Oklahoma City All Sports Association	Oklahoma City	OK		Public	Charitable	20,000
Oklahoma City Economic Development Foundation, Inc.	Oklahoma City	OK		Public	Charitable	20,000
Oklahoma Council of Public Affairs, Inc.	Oklahoma City	OK		Public	Education	255,630
Oklahoma Heritage Association, Inc.	Oklahoma City	OK		Public	Charitable	5,000
Oklahoma Public School Resource Center	Oklahoma City	OK		Public	Education	2,699,131
Oklahoma State University Foundation	Stillwater	OK		Public	Education	5,000
Oklahoma Womens Coalition, Inc.	Oklahoma City	OK		Public	Charitable	5,000
Okmulgee Junior Football Association, Inc.	Okmulgee	OK		Public	Charitable	6,000
Olana Partnership	Hudson	NY		Public	Education	50,000
Olathe Public Schools Foundation	Olathe	KS		Public	Education	5,000
Old Jail Art Center	Albany	TX		Public	Charitable	10,000
Olivewood Gardens and Learning Center	National City	CA		Public	Charitable	75,000
One Inc	Russellville	AR		Public	Charitable	5,000
OneOC	Santa Ana	CA		Public	Charitable	150,000
Open Future Institute	New York	NY		Public	Charitable	10,000
Operation One Voice	Duluth	GA		Public	Charitable	10,000
Optimist Charter School	Los Angeles	CA		Public	Education	250,000
Optimist International Foundation	Pearcy	AR		Public	Charitable	7,500
Oral Roberts University	Tulsa	OK		Public	Education	5,000
Orleans Public Education Network	New Orleans	LA		Public	Education	30,000
OSU Extension Division	Eufaula	OK		Public	Education	5,000
Ouachita Childrens Center Inc	Hot Springs	AR		Public	Charitable	5,000
Outreach International	Independence	MO		Public	Charitable	5,000
Oxfam America Inc.	Boston	MA		Public	Charitable	600,000
Ozark Action, Inc.	Mountain Grove	MO		Public	Charitable	5,000
Ozark Area Youth Organization, Inc.	Ozark	AR		Public	Charitable	5,000
Ozark Arts Council	Harrison	AR		Public	Charitable	5,000
Ozark Center	Joplin	MO		Public	Charitable	5,000
Ozark Education Incorporated	Springdale	AR		Public	Charitable	130,000
Ozark Empire Fair Foundation	Springfield	MO		Public	Charitable	5,000
Ozark Guidance Center Foundation	Springdale	AR		Public	Charitable	5,000
Ozark Humane Society	Harrison	AR		Public	Charitable	5,000
Ozark Montessori Academy	Springdale	AR		Public	Charitable	220,000
Ozark Natural Science Center, Inc.	Huntsville	AR		Public	Charitable	25,000
Ozark Off Road Cyclists OORC	Fayetteville	AR		Public	Charitable	137,056
Ozarks Medical Center Foundation	West Plains	MO		Public	Charitable	1,000
Pacific Charter School Development, Inc.	Los Angeles	CA		Public	Education	70,000
Pacific Research Institute for Public Policy	San Francisco	CA		Public	Education	200,000
Palette Art League	Yellville	AR		Public	Charitable	1,000
Palmer Continuum of Care, Inc.	Tulsa	OK		Public	Charitable	5,000
Palo Pinto Challenge, Inc.	Strawn	TX		Public	Charitable	5,000
Palo Pinto County Historical Association Inc.	Palo Pinto	TX		Public	Charitable	1,000
Parent Revolution, Inc.	Los Angeles	CA		Public	Education	1,067,324
Parents for Educational Freedom in North Carolina Inc.	Raleigh	NC		Public	Education	600,000
Paris School District	Paris	AR		Public	Education	1,000
PARK Foundation Inc.	Little Rock	AR		Public	Charitable	5,000
Parker County Committee on Aging, Inc.	Weatherford	TX		Public	Charitable	5,000
pARTners	Jackson	WY		Public	Charitable	15,000
Partners for Ottawa County, Inc.	Miami	OK		Public	Charitable	2,500
Partners for Western Conservation	Arvada	CO		Public	Charitable	93,434
Partnership for Educational Justice, Inc.	New York	NY		Exp. Responsibility	Education	50,000
Partnership for Los Angeles Schools	Los Angeles	CA		Public	Education	250,000
Pathways Community Charter School	Los Angeles	CA		Public	Education	250,000
Pea Ridge Manufacturing and Business Academy	Pea Ridge	AR		Public	Education	250,000
Pea Ridge School District	Pea Ridge	AR		Public	Education	15,000
Peace at Home Family Shelter	Fayetteville	AR		Public	Charitable	2,500
Pediatric Hematology Children's Assistance Fund	Mesa	AZ		Public	Charitable	2,000
Peninsula Open Space Trust	Palo Alto	CA		Public	Charitable	1,000
Pennsylvania Coalition of Public Charter Schools	King Prussia	PA		Public	Education	239,400
People Acting in Community Together, Inc.	San Jose	CA		Public	Education	250,000
People Against Cancer, Inc.	Otho	IA		Public	Charitable	5,000
Philadelphia Schools Project	Philadelphia	PA		Public	Education	200,000
Philanthropy Roundtable	Washington	DC		Public	Charitable	150,000
Phillips Brooks School	Menlo Park	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
Phoenix Art Museum	Phoenix	AZ		Public	Charitable	15,000
Phoenix Dream Center Foundation	Phoenix	AZ		Public	Charitable	5,000
Phoenix Family Housing Corp.	Kansas City	MO		Public	Charitable	5,000
Phoenix Symphony Association	Phoenix	AZ		Public	Charitable	150,000
Phoenix Theatre	Phoenix	AZ		Public	Charitable	215,000
Pitkin County Open Space and Trails	Aspen	CO		Public	Charitable	43,183
Pittsburg State University Foundation, Inc.	Pittsburg	KS		Public	Education	5,000
Plant With Purpose	San Diego	CA		Public	Charitable	10,000
Plaza Towers Elementary PTA	Moore	OK		Public	Education	2,500
Pope County 4-H Association	Russellville	AR		Public	Charitable	5,000
Porter Consolidated Schools	Porter	OK		Public	Education	3,000
Positive Coaching Alliance	Mountain View	CA		Public	Charitable	1,000
Poteau Valley Humane Society	Poteau	OK		Public	Charitable	10,000
Practical Farmers of Iowa	Ames	IA		Public	Charitable	268,000
Prairie Grove Public Schools	Prairie Grove	AR		Public	Education	7,190
Presbyterian Children's Homes and Services	Austin	TX		Public	Charitable	15,000
Presbytery of Arkansas	Little Rock	AR		Public	Charitable	102,500
Prescott College	Prescott	AZ		Public	Education	10,000
President and Fellows of Harvard College	Cambridge	MA		Public	Education	3,120,086
Project C.U.R.E.	Centennial	CO		Public	Charitable	43,000
Project Compassion, Inc.	Fort Smith	AR		Public	Charitable	5,000
Project Gatehouse Endowment	Westlake	TX		Exp. Responsibility	Education	1,250,000
Pronatura Noroeste AC	Baja California	Mex		Exp. Responsibility	Charitable	1,271,884
Prvor Academic Excellence Foundation	Prvor	OK		Public	Education	5,000
Public Affairs Research Council of Louisiana	Baton Rouge	LA		Public	Charitable	109,610
Public Broadcasting of Colorado, Inc.	Centennial	CO		Public	Charitable	5,000
Public Counsel of the Rockies	Aspen	CO		Public	Charitable	30,000
Public Policy Charter School	Los Angeles	CA		Public	Education	250,000
PUC Community Charter Elementary School	Burbank	CA		Public	Education	250,000
PUC Inspire Charter Academy	Burbank	CA		Public	Education	250,000
Purdue University	West Lafayette	IN		Public	Education	104,389
Quest Scholars Program	Palo Alto	CA		Public	Education	2,000
R Street Institute	Washington	DC		Public	Education	310,000
RARE	Arlington	VA		Public	Charitable	300,000
Razorback Foundation, Inc.	Fayetteville	AR		Public	Charitable	7,500
RCAP Solutions, Inc.	Worcester	MA		Public	Charitable	5,000
REACH Charter School	Denver	CO		Public	Education	250,000
Rebuilding Together Kiamichi County, Inc.	Hartshorne	OK		Public	Charitable	7,500
Regents of the University of California at San Diego	La Jolla	CA		Public	Education	277,561
Regents of the University of California	Merced	CA		Public	Education	150,000
Regents of the University of Michigan	Ann Arbor	MI		Public	Education	110,935
Regents of the University of Minnesota	Minneapolis	MN		Public	Education	159,844
Relay Graduate School of Education	New York	NY		Public	Education	1,500,000
Release the Fear	Phoenix	AZ		Public	Charitable	5,100
RESOLVE Inc	Washington	DC		Public	Charitable	350,000
Resources Legacy Fund	Sacramento	CA		Public	Education	317,000
Responsive Education Solutions	Lewisville	TX		Public	Education	637,233
Results in Education Foundation	Chicago	IL		Exp. Responsibility	Education	250,000
Resurrection House Association	Chickasha	OK		Public	Charitable	2,500
Rhode Island Mavoral Academies	Providence	RI		Public	Education	750,000
Richland Youth Hockey	Sidney	MT		Public	Charitable	1,000
Rise Up Community School	Denver	CO		Public	Education	250,000
River Action, Inc.	Davenport	IA		Public	Charitable	12,000
River Network	Portland	OR		Public	Charitable	20,000
Riverwind Foundation	Jackson	WY		Public	Charitable	9,500
Roaring Fork Public Radio Translator, Inc.	Aspen	CO		Public	Charitable	1,000
Rockbridge Montessori School	Little Rock	AR		Exp. Responsibility	Education	30,000
Rockhurst University	Kansas City	MO		Public	Education	5,000
Rocky Mountain Prep 2	Denver	CO		Public	Education	250,000
Rogers Bentonville Junior Auxiliary	Rogers	AR		Public	Charitable	2,000
Rogers Development Foundation, Inc.	Rogers	AR		Public	Charitable	3,500
Rogers Museum Foundation	Rogers	AR		Public	Charitable	10,000
Rogers New Technology High	Rogers	AR		Public	Education	249,180
Rogers Public Education Foundation	Rogers	AR		Public	Education	5,000
Rogers Public Schools	Rogers	AR		Public	Education	40,000
Rogers State University Foundation	Claremore	OK		Public	Education	20,000
Ronald McDonald House Charities of Arkansas Inc.	Little Rock	AR		Public	Charitable	2,500
Ronald McDonald House Charities of the Ozarks, Inc.	Springfield	MO		Public	Charitable	5,000
Roots Elementary	Denver	CO		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
Rose Community Foundation	Denver	CO		Public	Education	30,000
Rose State College Foundation, Inc.	Midwest City	OK		Public	Education	3,000
Rotary Club of Bentonville Foundation	Bentonville	AR		Public	Charitable	5,000
Rural Advantage	Fairmont	MN		Public	Charitable	25,000
Safe Haven Shelter for Women and Children, Inc.	Hot Springs	AR		Public	Charitable	5,000
Safe Place, Inc.	Morrilton	AR		Public	Charitable	4,260
Safina Center	Stony Brook	NY		Public	Charitable	22,000
Saline County Medical Foundation	Benton	AR		Public	Charitable	5,000
Sallisaw Educational Foundation, Inc.	Sallisaw	OK		Public	Education	2,400
Salvation Army	Lawton	OK		Public	Charitable	10,000
Salvation Army	Mountain Home	AR		Public	Charitable	2,000
Salvation Army	Muskogee	OK		Public	Charitable	5,000
Salvation Army - Fayetteville	Fayetteville	AR		Public	Charitable	20,000
Salvation Army Little Rock	Little Rock	AR		Public	Charitable	2,500
Samaritan Counseling and Growth Center, Inc.	Bartlesville	OK		Public	Charitable	5,000
Samaritan Outreach Center	West Plains	MO		Public	Charitable	2,500
San Antonio Area Foundation	San Antonio	TX		Public	Education	1,500,000
San Diego Natural History Museum	San Diego	CA		Public	Charitable	76,500
San Jose Children's Discovery Museum	San Jose	CA		Public	Charitable	1,000
Saville Center Inc	Stillwater	OK		Public	Charitable	2,500
School Choice Ohio	Columbus	OH		Public	Education	399,667
School Choice Wisconsin	Milwaukee	WI		Public	Education	400,000
School District of Raytown Educational Foundation	Raytown	MO		Public	Education	5,000
Schools That Can Milwaukee, Inc.	Milwaukee	WI		Public	Education	850,000
Sea Education Association	Woods Hole	MA		Public	Charitable	10,000
Sea Sanctuaries Trust	Bali	N/A		Exp. Responsibility	Charitable	52,900
Seafood Industry Research Fund	McLean	VA		Public	Charitable	70,000
Seaweb	Silver Spring	MD		Public	Charitable	150,000
Seed Savers Exchange, Inc.	Decorah	IA		Public	Charitable	5,000
Self Development Academy-Phoenix	Mesa	AZ		Exp. Responsibility	Education	30,000
Serenity, Inc.	Mountain Home	AR		Public	Education	5,000
Serve People and Restore Kindred Sons & Daughters, Inc.	Mountain Home	AR		Public	Charitable	500
Seton Education Partners	New York	NY		Public	Charitable	480,000
Seven Hills Homeless Center	Fayetteville	AR		Public	Charitable	80,000
Shadow Buddies Foundation	Lenexa	KS		Public	Charitable	5,000
Shawnee Community Foundation	Shawnee	OK		Public	Charitable	15,000
Shedd Aquarium Society	Chicago	IL		Public	Charitable	114,825
Sheep Dog Impact Assistance	Rogers	AR		Public	Charitable	1,500
Shell Knob Alliance of Churches	Shell Knob	MO		Public	Charitable	5,000
Shell Knob Senior Center Corporation	Shell Knob	MO		Public	Charitable	3,000
Shriners Hospitals for Children	Forth Worth	TX		Public	Charitable	10,000
Sigma Lambda Beta Education Foundation, Inc.	North Liberty	IA		Public	Education	2,000
Siloam Springs Adult Development Center, Inc.	Siloam Springs	AR		Public	Charitable	5,000
Siloam Springs Child Development Center, Inc.	Siloam Springs	AR		Public	Charitable	2,500
Single Parent Scholarship Fund Baxter County	Mountain Home	AR		Public	Education	2,500
Single Parent Scholarship Fund of Benton County, Inc.	Bentonville	AR		Public	Education	4,000
Single Parent Scholarship Fund of Boone County	Harrison	AR		Public	Education	2,500
Single Parent Scholarship Fund of Northwest Arkansas, Inc.	Fayetteville	AR		Public	Education	5,000
Single Parent Scholarship Fund of Pulaski County	Little Rock	AR		Public	Education	7,500
Skytruth	Shepherdstown	WV		Public	Charitable	75,000
SmartFish AC	Baja California Sur	MEX		Exp. Responsibility	Charitable	229,990
Smithsonian Institution	Pittsfield	MA		Public	Charitable	25,000
Social & Environmental Entrepreneurs SEE Inc.	Calabasas	CA		Public	Charitable	75,000
Sociedad de Historia Natural Niparaia A.C.	La Paz, BCS	N/A		Exp. Responsibility	Charitable	224,000
SOS Children's Villages USA, Inc.	Washington	DC		Public	Charitable	100,000
Soul Sanctuary in the Desert	Phoenix	AZ		Public	Charitable	2,500
South Central Industries, Inc.	Shawnee	OK		Public	Charitable	5,000
Southern Bancorp Community Partners	Little Rock	AR		Public	Education	1,706,854
Southwest Artists, Inc.	Mena	AR		Public	Charitable	2,500
Southwest High School	Washburn	MO		Public	Education	1,000
Southwest Missouri Community Alliance	Carthage	MO		Public	Charitable	2,000
SPA Foundation	Lakeland	FL		Public	Charitable	7,500
Spanish Community of Wallingford	Wallingford	CT		Public	Charitable	2,000
Spring Initiative	Clarksdale	MS		Public	Charitable	40,000
Springdale Kiwanis Club Foundation, Inc.	Springdale	AR		Public	Charitable	10,000
Springdale School District	Springdale	AR		Public	Education	277,000
Springfield Little Theatre Inc.	Springfield	MO		Public	Charitable	2,500
St. Francis de Sales School	Denver	CO		Public	Education	20,000
St. Francis House NWA, Inc.	Springdale	AR		Public	Charitable	6,000

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
St. Gregory's University	Shawnee	OK		Public	Education	5,000
St. Marcus Lutheran School	Milwaukee	WI		Public	Education	429,640
St. Paul's School	Concord	NH		Public	Education	50,000
Stand for Children Leadership Center	Portland	OR		Public	Education	150,000
Stand for Children Leadership Center (Louisiana affiliate)	New Orleans	LA		Public	Education	200,000
Stand Up	Sacramento	CA		Public	Education	525,000
Stanford University	Stanford	CA		Public	Education	47,000
Stanford University Board of Trustees of the Leland Stanford Junior	Palo Alto	CA		Public	Education	129,037
Star Rock Ministries	San Clemente	CA		Public	Charitable	10,000
Starshine Academy	Phoenix	AZ		Public	Education	5,120
State Chamber Research Foundation	Oklahoma City	OK		Public	Education	200,000
State of Colorado Department of Human Services	Denver	CO		Public	Education	93,100
State Policy Network	Arlington	VA		Public	Education	135,000
Step Up for Students, Inc.	Tampa	FL		Public	Education	300,000
Stilwell Public School Foundation, Inc.	Stilwell	OK		Public	Education	4,000
Stockton -Community Foundation of the Ozarks	Springfield	MO		Public	Charitable	3,500
StreetWise	Chicago	IL		Public	Charitable	993,138
STRIVE Collegiate Academy	Nashville	TN		Public	Education	250,000
Student Empowerment Academy	Los Angeles	CA		Public	Education	250,000
Students First Foundation	Menlo Park	CA		Public	Education	1,250,000
Students for Education Reform	New York	NY		Public	Education	300,000
StudentsFirst Institute	Sacramento	CA		Public	Education	3,049,484
Subiaco Academy	Subiaco	AR		Public	Education	10,000
Success Academy Charter Schools	New York	NY		Public	Education	2,001,660
SuMar, Voces por la Naturaleza, A.C.	Guaymas, Sonora,	CP		Exp. Responsibility	Charitable	72,700
Sunshine School & Development Center	Little Flock	AR		Public	Education	10,000
Sustain dba FamilyFarmed.org	Oak Park	IL		Public	Charitable	100,000
Sustainable Fisheries Partnership Foundation	Honolulu	HI		Public	Charitable	2,104,615
Sustainable Fishery Advocates	Santa Cruz	CA		Public	Charitable	350,000
Symphony Orchestra of Northwest Arkansas	Fayetteville	AR		Public	Charitable	141,293
SvSTEM Schools	Phoenix	AZ		Public	Education	220,000
Talbot Library & Museum Association	Colcord	OK		Public	Charitable	2,500
Tamarack Waldorf School	Milwaukee	WI		Public	Education	375,000
Tamarisk Coalition	Grand Junction	CO		Public	Charitable	423,488
Tarleton State University	Stephenville	TX		Public	Education	17,275
Taxpayers for Common Sense	Washington	DC		Public	Education	280,000
Teach for All Inc.	New York	NY		Public	Education	250,000
Teach for America - Delta Region	Oxford	MS		Public	Education	2,250,000
Teach for America - Kansas City	Kansas City	MO		Public	Education	742,500
Teach for America (National)	New York	NY		Public	Education	19,026,740
Teach for America, Inc.	San Francisco	CA		Public	Education	275,000
Teach Plus Incorporated	Boston	MA		Public	Education	250,000
TEACH Tech Charter High School	Los Angeles	CA		Public	Education	250,000
Team Africa Rising, Inc.	Aspen	CO		Public	Charitable	100,000
Tech Museum of Innovation	San Jose	CA		Public	Charitable	1,000
Tennessee Charter School Center	Nashville	TN		Public	Education	1,364,092
Tesfa International School	Saint Paul	MN		Public	Education	250,000
Teton Science Schools	Jackson	WY		Public	Education	3,202,769
Texas A&M University-Kingsville	Kingsville	TX		Public	Education	5,000
Texas Charter Schools Association	Austin	TX		Public	Education	545,456
Texas Cultural Trust Councils	Austin	TX		Public	Charitable	25,000
Texas Game Warden Association, Inc.	Hamilton	TX		Public	Charitable	1,000
Texas Parks and Wildlife Foundation	Dallas	TX		Public	Charitable	50,000
The Achievement Network, LTD	Boston	MA		Exp. Responsibility	Education	75,000
The Atlantic Monthly Group, Inc.	Washington	DC		Exp. Responsibility	Education	550,000
The CALL of Saline County	Bryant	AR		Public	Charitable	5,000
The Campanile Foundation	San Diego	CA		Public	Education	13,800
The Children's Center, Inc.	Bethany	OK		Public	Charitable	5,000
The Colorado Museum of Natural History	Denver	CO		Public	Charitable	320,000
The Corps Network	Washington	DC		Public	Education	50,000
The Excel Center	Memphis	TN		Public	Education	250,000
The Kindezi School, Inc.	Atlanta	GA		Public	Education	30,000
The Lens	New Orleans	LA		Public	Education	75,000
The Manna Center	Siloam Springs	AR		Public	Charitable	5,000
The Nature Conservancy	Arlington	VA		Public	Charitable	3,002,433
The New York Times	New York	NY		Exp. Responsibility	Education	150,000
The Peel Compton Foundation	Bentonville	AR		Exp. Responsibility	Charitable	1,050,716
The Third Way Foundation, Inc.	Washington	DC		Public	Education	250,000
The Xenia Institute	Norman	OK		Public	Charitable	2,500
Thea Foundation	North Little Rock	AR		Public	Education	302,699
Theatre Squared	Fayetteville	AR		Public	Charitable	430,000
Theodore Roosevelt Conservation Partnership, Inc.	Washington	DC		Public	Charitable	604,325

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Third Sector New England, Inc.	Boston	MA		Public	Charitable	115,250
Thomas B. Fordham Institute	Washington	DC		Public	Education	742,050
Thunderbird Clubhouse Board, Inc.	Norman	OK		Public	Charitable	2,500
TLC Student Funds	Marshfield	MO		Public	Education	3,500
Together Colorado	Denver	CO		Public	Education	200,000
Top Flight Basketball Academy	Mountain Home	AR		Public	Charitable	2,000
Translational Genomics Research Institute Foundation	Phoenix	AZ		Public	Charitable	1,000
Trends Charitable Fund	Paradise Valley	AZ		Public	Charitable	2,500
Tri-City Youth and Family Center Inc	Choctaw	OK		Public	Charitable	3,500
Tricycle Theatre For Youth	Bentonville	AR		Public	Charitable	59,494
Trout Unlimited	Arlington	VA		Public	Charitable	1,173,553
TruFund Financial Services, Inc.	New York	NY		Public	Education	500,000
Trust for Conservation Innovation	San Francisco	CA		Public	Charitable	1,289,535
Trust for Hidden Villa	Los Altos	CA		Public	Charitable	1,000
Trust for Public Land	Saint Paul	MN		Public	Charitable	112,500
Trustees of Columbia University in the City of New York	New York	NY		Public	Education	763,653
Tulsa Area United Way	Tulsa	OK		Public	Charitable	40,000
Tulsa Ballet Theatre	Tulsa	OK		Public	Charitable	5,000
Tulsa Boys' Home	Sand Springs	OK		Public	Charitable	25,000
Tulsa Children's Museum	Tulsa	OK		Public	Charitable	10,000
Tulsa Community Foundation	Tulsa	OK		Public	Charitable	445,000
Tulsa Habitat for Humanity	Tulsa	OK		Public	Charitable	25,000
Tulsa Honor Academy	Tulsa	OK		Public	Charitable	218,200
Tulsa's Leadership Vision, Inc.	Tulsa	OK		Public	Charitable	15,000
Twin Lakes Community Foundation	Mountain Home	AR		Public	Charitable	3,000
Twin Lakes Literacy Council	Mountain Home	AR		Public	Charitable	500
U C Davis Foundation	Davis	CA		Public	Education	93,000
UCSD Cancer Center Foundation - U C San Diego Foundation	La Jolla	CA		Public	Charitable	53,367
United Cerebral Palsy	Fayetteville	AR		Public	Charitable	5,000
United Cerebral Palsy Association of Central Arizona	Phoenix	AZ		Public	Charitable	2,500
United Community Action Program Inc	Pawnee	OK		Public	Charitable	10,000
United Community Action Programs, Inc.	Okmulgee	OK		Public	Charitable	4,000
United Community Center, Inc.	Milwaukee	WI		Public	Charitable	89,000
United Community Fund of Neosho Area	Neosho	MO		Public	Charitable	6,500
United Nations Organization for Education, Science and Culture	Paris	N/A		Exp. Responsibility	Charitable	200,000
United Negro College Fund, Inc.	Washington	DC		Public	Education	105,000
United Services Community Action Agency	Kansas City	MO		Public	Charitable	5,000
United Way of Adair County, Inc.	Stilwell	OK		Public	Charitable	5,500
United Way of Central Oklahoma	Oklahoma City	OK		Public	Charitable	10,000
United Way of Grayson County Inc.	Sherman	TX		Public	Charitable	2,000
United Way of Greater Los Angeles	Los Angeles	CA		Public	Charitable	350,000
United Way of Northwest Arkansas	Lowell	AR		Public	Charitable	162,500
United Way of Parker County	Weatherford	TX		Public	Charitable	25,000
United Way of the Ozarks	Springfield	MO		Public	Charitable	2,500
University of Arizona Foundation	Tucson	AZ		Public	Education	38,142
University of Arkansas Community College at Morrilton Foundation	Morrilton	AR		Public	Education	5,000
University of Arkansas Division of Agriculture	Yellville	AR		Public	Education	2,500
University of Arkansas Foundation - Pine Bluff	Pine Bluff	AR		Public	Education	100,000
University of Arkansas Foundation, Inc.	Fayetteville	AR		Public	Education	951,728
University of Baltimore Foundation	Baltimore	MD		Public	Education	5,000
University of California at Santa Barbara	Santa Barbara	CA		Public	Education	819,515
University of Central Arkansas Foundation, Inc.	Conway	AR		Public	Education	2,500
University of Central Oklahoma Foundation	Edmond	OK		Public	Education	5,000
University of Colorado Foundation	Broomfield	CO		Public	Education	77,500
University of Denver	Denver	CO		Public	Education	262,947
University of North Carolina at Chapel Hill	Chapel Hill	NC		Public	Education	2,500
University of Notre Dame	Notre Dame	IN		Public	Education	1,109,356
University of Notre Dame du Lac	South Bend	IN		Public	Education	143,648
University of Oklahoma Foundation, Inc.	Norman	OK		Public	Education	15,000
University of South Florida Foundation, Inc.	Tampa	FL		Public	Education	92,000
University of Southern California	Los Angeles	CA		Public	Education	500,000
University of Southern California, Rossier School of Education	Los Angeles	CA		Public	Education	144,239
University of the Ozarks	Clarksville	AR		Public	Education	150,280
University of Tulsa	Tulsa	OK		Public	Education	5,000
University of Washington	Seattle	WA		Public	Education	255,945
University of Wisconsin - Madison	Madison	WI		Public	Education	239,795
University of Wyoming	Laramie	WY		Public	Education	15,000
UNSELF INC.	Big Bear Lake	CA		Exp. Responsibility	Education	95,530
Urban Ecology Center	Milwaukee	WI		Public	Charitable	225,000

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

OrgName	OrgCity	OrgState	Relationship	Exp. Responsibility	Purpose	AmtPaid
Urban League of Greater New Orleans Co. Inc.	New Orleans	LA		Public	Education	700,000
Urban Neighborhood Initiative Inc	Kansas City	MO		Public	Charitable	5,000
US Mexico Foundation	Washington	DC		Public	Charitable	145,000
USA Cycling Development Foundation	Colorado Springs	CO		Public	Charitable	50,000
Valley Leadership Corporation	Phoenix	AZ		Public	Charitable	2,500
Valley of the Sun United Way	Phoenix	AZ		Public	Charitable	20,000
Valley Springs Foundation	Valley Springs	AR		Public	Charitable	2,500
Van Buren Public Schools	Van Buren	AR		Public	Education	3,500
Van Buren School District Education Foundation, Inc.	Van Buren	AR		Public	Education	8,500
Van Cliburn Foundation, Inc.	Fort Worth	TX		Public	Charitable	15,000
Vanderbilt University	Nashville	TN		Public	Education	57,044
Vera Lloyd Presbyterian Home and Family Services, Inc.	Little Rock	AR		Public	Charitable	10,000
Verde River Basin Partnership	Prescott	AZ		Public	Charitable	80,000
Verde River Institute, Inc.	Clarkdale	AZ		Public	Charitable	50,000
Verde River Valley Nature Organization, Inc.	Cottonwood	AZ		Public	Charitable	91,650
Verde Valley Land Preservation Institute	Cottonwood	AZ		Public	Charitable	48,000
Vietnam Veterans of San Diego	San Diego	CA		Public	Charitable	20,000
Village Charter Academy	Canoga Park	CA		Public	Education	250,000
Vinita Rotary Foundation	Vinita	OK		Public	Charitable	2,500
Wagoner Area Neighbors, Inc.	Wagoner	OK		Public	Charitable	4,000
Wake Forest University	Winston-Salem	NC		Public	Education	152,700
Wallingford Emergency Shelter	Wallingford	CT		Public	Charitable	2,000
Wallingford Public Library Assoc.	Wallingford	CT		Public	Charitable	2,000
Wallingford Public Schools	Wallingford	CT		Public	Education	2,000
Walmart Associates in Critical Need Fund	Bentonville	AR		Public	Charitable	4,000,000
Walters Public Schools	Walters	OK		Public	Education	5,000
Walton Arts Center Inc.	Fayetteville	AR		Public	Charitable	1,605,000
Washington County Historical Society, Inc.	Dewey	OK		Public	Charitable	5,000
Washington Regional Medical Foundation	Fayetteville	AR		Public	Charitable	7,500
Washington State Charter Schools Association	Seattle	WA		Public	Education	832,000
Water Institute of the Gulf	Baton Rouge	LA		Public	Charitable	5,000
Watershed Committee of the Ozarks Inc.	Springfield	MO		Public	Charitable	2,500
Watershed Conservation Resource Center	Fayetteville	AR		Public	Charitable	100,000
Watershed Human and Community Development Agency, Inc.	Little Rock	AR		Public	Charitable	5,000
Watershed Management Group	Tucson	AZ		Public	Charitable	265,793
Wave Academy	San Diego	CA		Public	Education	20,000
Webb City Farmers Market Inc.	Webb City	MO		Public	Charitable	4,000
Well Outreach, Inc.	Duncan	OK		Public	Charitable	5,000
West Fork School District	West Fork	AR		Public	Education	7,000
Western Conservation Foundation	Denver	CO		Public	Charitable	1,650,000
Western Governors' Association	Denver	CO		Public	Charitable	50,000
Western Landowners Alliance	Santa Fe	NM		Public	Charitable	104,190
Western Resource Advocates	Boulder	CO		Public	Charitable	774,540
Western School of Science and Technology, Inc.	Phoenix	AZ		Public	Education	250,000
Westville Public Schools	Westville	OK		Public	Education	2,500
What is Missing Foundation	New York	NY		Exp. Responsibility	Charitable	37,500
Whitney Museum of American Art	New York	NY		Public	Charitable	250,000
Wild Salmon Center	Portland	OR		Public	Charitable	325,000
WildAid Inc.	San Francisco	CA		Public	Charitable	71,177
Wildlands Network	Seattle	WA		Public	Charitable	25,000
Wildwood Park for the Arts, Inc.	Little Rock	AR		Public	Charitable	5,000
William A. Farnsworth Library and Art Museum	Rockland	ME		Public	Charitable	25,000
Willow Charter Academy	Grand Rapids	MI		Public	Education	250,000
Winrock International	Arlington	VA		Public	Education	400,000
Winrock International	Little Rock	AR		Public	Education	634,613
Wisconsin Institute for Law and Liberty, Inc.	Milwaukee	WI		Public	Charitable	268,500
Wisconsin Lutheran College	Milwaukee	WI		Public	Education	250,000
Womens Crisis Services of LeFlore County	Poteau	OK		Public	Charitable	5,000
Woody Creek Community Center	Woody Creek	CO		Public	Charitable	1,000
World Resources Institute	Washington	DC		Public	Charitable	100,000
World Wildlife Fund, Inc.	Washington	DC		Public	Charitable	907,545
Yale University	New Haven	CT		Public	Education	15,000
YMCA aka Ozarks Regional YMCA	Springfield	MO		Public	Charitable	3,000
YMCA of Southern Arizona	Tucson	AZ		Public	Charitable	2,500
Young At Art Ministries, Inc.	Denison	TX		Public	Charitable	2,000
Young Life Foundation	Colorado Springs	CO		Public	Charitable	10,000
Young Men's Christian Association of Greater Tulsa	Tulsa	OK		Public	Charitable	5,000
Young Mens Christian Association Incorporated	Wallingford	CT		Public	Charitable	2,000
Youth Services for Stephens County, Inc.	Duncan	OK		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
Yukon Public School Foundation for Excellence, Inc.	Yukon	OK		Public	Education	2,500
Zoological Society of San Diego	San Diego	CA		Public	Charitable	13,500
Renewal of scholarships awarded in a previous year			None	Public	Education	781,686
				Total Grants Paid		360,517,244
Children's Museum - Land				Non Cash - Grant		10,294
				Subtotal		360,527,538

**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.  
  
Southern Development Bancorporation, Inc.  
D/b/a Southern Bancorp Community Partners  
8924 Kanis Road  
Little Rock, AR 72205
- (2) Dates of Investment - December 23, 1987 - \$300,000  
July 9, 1998 - \$3,000,030
- (3) Purpose - To provide Southern Development Bancorporation ("SDB") d/b/a Southern Bancorp Community Partners 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 September 23, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2014. 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.

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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 September 23, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with an independent audit report of its financial statements for the year-ended December 31, 2014. 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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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 7, 2013 – \$75,000  
June 5, 2014 - \$75,000
- (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 (\$7,899) received on November 7, 2013 and all of the grant funds received June 5, 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was June 15, 2015.
- (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 23**

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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  
400 West Capitol Avenue, Suite 1700  
Little Rock, AR 72201-3438
- (2) Date and Amount of Grant – Various 2012 - \$2,088,750  
Various 2013 – \$300,202  
Various 2014 - \$276,865
- (3) Purpose – To provide operational and programmatic support to the Arkansans for Education Reform Foundation.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$42,317 of the remaining (\$616,193) in grant funds received during calendar 2012, all of the funds (133,121) of the grant funds received in 2013 and \$182,671 of the grant funds received in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was October 30, 2015.
- (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. In addition, the grantee has provided the Foundation with a copy of its financial statements for the calendar year-ended December 31, 2014.
- (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 15, 2014, the Borrower has repaid \$9,000,000 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 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 October 12, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2014. 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/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  
June 28, 2012 - \$1,800,000

Amounts represent advances against a \$3.3 million program related investment which is a non-interest bearing loan, recoverable within five 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 – Grantee/Borrower has provided financial reports to the Foundation related to the program related investment loans indicating that all of the loan funds received on December 15, 2011 and June 28, 2012 have been deployed 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 July 9, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2014. 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 26**

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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 2013 - \$5,341,694  
Various 2014 - \$5,482,548
- (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 \$227,724 of the 2013 grant funds and \$5,348,627 of the 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee - Date of annual report was October 31, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2014. 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 –  
  
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  
July 25, 2013 - \$1,000,000  
December 4, 2014 - \$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 report, the grantee has expended all of the remaining funds (\$449,443) received on December 9, 2010, \$463,433 of the funds received on July 25, 2013 and none of the \$1,000,000 received December 4, 2014, 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 26, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2014. 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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**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.  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant – December 20, 2012 - \$2,000,000
- (3) Purpose – To provide support for a six-year initiative to grow charter management organizations and stand-alone charter schools in New Orleans.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$558,313 of the (\$1,383,013) remaining grant funds received in calendar 2012 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 26, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2014. 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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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.  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant – Various 2014 - \$4,750,000
- (3) Purpose – To provide startup support to approximately 32 high performing individual public charter schools.
- (4) Amount Expended by Grantee – Based on its annual report, the grantee has expended \$3,400,000 of the grant funds received in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 26, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2014. 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, 2014**

**ATTACHMENT 30**

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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  
August 22, 2013 - \$2,500,000  
December 18, 2014 - \$2,500,000

Amount represents advances against a \$10.0 million program related investment revolving loan which bears a three percent (3%) interest rate. Loan is due and payable on February 1, 2018.

- (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 – The Grantee/Borrower has provided financial reports to the Foundation related to the program related investment loan of \$2,500,000, \$2,500,000, \$2,500,000, \$2,500,000 made on December 27, 2007, September 29, 2011, August 22, 2013 and December 18, 2014 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 will be used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of latest financial report was October 6, 2015.
- (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, 2014. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2014. 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 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 -  
  
Charter Fund, Inc.  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant – November 15, 2012 - \$6,900,000  
November 21, 2013 - \$7,000,000
- (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 \$5,249,874 of the (\$6,211,419) remaining grant funds received on November 15, 2012 and none of the funds received on November 21, 2013 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 will be used for anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of latest financial report was May 26, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2014. 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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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 – 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 – Based on its annual report, the grantee has expended \$5,903 of the remaining (\$850,288) 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 will be used for anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of latest financial report was May 26, 2015.
- (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, 2014. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended December 31, 2014. 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 -  
  
Exalt Education  
1818 N. Taylor Street #353  
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 indicating that all \$600,000 of loan proceeds received 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of annual report was October 30, 2015.
- (7) 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, 2014. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended June 30, 2014. 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 public charity status.

**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  
          1818 N. Taylor Street #353  
          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 anything other than its intended purpose.
- (6)     Date of Report from Grantee – Date of annual report was October 30, 2015.
- (7)     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, 2014. In addition, the grantee/borrower has provided the Foundation with a copy of its audited financial statements for the year-ended June 30, 2014. 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 public charity status.

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

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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 River Market Drive, 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 – Non-interest bearing 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. The loan is due and payable in full on December 22, 2015.
- (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. As of December 31, 2014, the Borrower has repaid \$134,628.12 on the amount advanced.
- (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 28, 2015.
- (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 December 31, 2014. In addition, the grantee has provided the Foundation with a copy of its audited financial statements for the year-ended June 30, 2014. 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 public charity status. Received charter school authorization.

**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 -  
  
Newark Charter School Fund  
60 Park Place, 17<sup>th</sup> Floor  
Newark, NJ 07102
- (2) Date and Amount of Grant – December 11, 2013 - \$1,875,000  
December 18, 2014 - \$1,875,000
- (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 all of the remaining grant funds (\$1,875,000) received on December 11, 2013 and \$1,213,320 of the funds received on December 18, 2014, 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was October 5, 2015.
- (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.

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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  
312 N. Main Street  
Bentonville, AR 72712
- (2) Date and Amount of Grant - Various 2014 – 1,050,715
- (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 grant funds received in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee - Date of annual report was August 5, 2015 and October 23, 2015.
- (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, 2014. In addition, the grantee has provided the Foundation with a copy of its financial statements for the year-ended December 31, 2014. 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 -  
  
Comunidad y Biodiversidad, A.C.  
Isla del Peruano #215, Colonia Lomas de Miramar, CP 85448  
Guaymas, Sonora Mexico
- (2) Date and Amount of Grant – Various 2014 - \$293,502
- (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 expended all of the funds received in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 25, 2015.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 39**

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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 – Various 2013 - \$430,000  
Various 2014 - \$224,000
- (3) Purpose – to continue to advance several strategies to conserve the marine resources of the Lower Gulf of California, including marine protected areas and fisheries projects in Cabo Pulmo National Park, Magdalena Bay, Espiritu Santo National Park, and the fishing corridor between La Paz and Loreto.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all the remaining funds (\$37,950) of the grant funds received in calendar 2013 and \$215,134 of the grant funds received in calendar year 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was June 10, 2015.
- (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.

**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 -

Charter School Financing Partnership, LLC  
One Washington Mall, 12<sup>th</sup> Floor  
Boston, MA 02108

- (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 \$3.5 million program related investment which is a non-interest bearing loan, recoverable within ten years. As of December 31, 2014, the Borrower has repaid \$720,135 on the amounts advanced.

- (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 deployed all of the loan proceeds received on December 22, 2010 and December 15, 2011 as stated in the terms of the program related investment loan agreement.
- (5) Date of Report from Grantee – Date of the annual report was October 26, 2015.
- (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 anything 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, 2014.
- (8) Foundation Status – Received public charity status.

**WALTON FAMILY FOUNDATION, INC.**  
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**ATTACHMENT 41**

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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 -  
  
          Oakland Academy Charter School  
          PO Box 682  
          Ellijay, GA 30540
- (2)     Date and Amount of Grant – May 24, 2012 – \$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 \$100 of the remaining grant funds (\$23,567) received on May 24, 2012 and returned the remaining \$23,467 in accordance with the terms of the grant agreement.
- (5)     Date of Report from Grantee – Date of the annual report was June 17, 2015.
- (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 anything 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 – Applied for 501(c) (3) status. Charter school authorization status pending.

## ATTACHMENT 42

- (1) Grantee -  
  
Jones Trust  
922 E. Emma Avenue  
Springdale, AR 72764
- (2) Date and Amount of Grant – November 14, 2013 - \$1,000,000  
July 17, 2014 - \$1,000,000
- (3) Purpose – To be used for deferred maintenance and capital improvements for Jones Center for Families located in Springdale, AR.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$848,951) of the grant funds received on November 14, 2013 and all of the funds received July 17, 2014 in accordance with the terms of the grant agreement.
- (5) Date of Report from Grantee – Date of the annual report was April 17, 2015.
- (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 anything 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.

**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 -  
  
          Accelerate Arkansas.  
          PO Box 241394  
          Little Rock, AR 72223
- (2)     Date and Amount of Grant – November 7, 2013 - \$75,000
- (3)     Purpose – To support Accelerate Arkansas' efforts to effectively infuse Science, Technology, Engineering and Math (STEM) components in schools across the state.
- (4)     Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining grant funds (\$25,190) received on November 7, 2013 in accordance with the terms of the grant agreement.
- (5)     Date of Report from Grantee – Date of the annual report was October 30, 2015.
- (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 anything 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 – Applied for 501 (c) (3) status.

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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 -  
  
Building Hope  
910 17<sup>th</sup> Street NW, Suite 1100  
Washington, D.C. 20006
- (2) Date and Amount of Grant – November 14, 2013 - \$300,000  
December 10, 2014 - \$200,000
- (3) Purpose – To support the next phase of charter growth in Washington, DC through three main areas of work: charter school incubator initiative expansion, technical assistance center and facility advocacy.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the remaining (\$59,000) of the grant funds received on November 14, 2013 and all of the funds received on December 10, 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was October 26, 2015.
- (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 – Public non-operating Foundation.

## ATTACHMENT 45

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

- (1) Grantee -  
  
Project Gatehouse Endowment  
1110 Post Oak Place  
Westlake, TX 76262
- (2) Date and Amount of Grant – October 24, 2013 - \$1,250,000  
July 31, 2014 - \$1,250,000
- (3) Purpose – To provide matching funding to support the Project Gatehouse Endowment (“Endowment”). The Endowment shall support the operations and programming of “The Gatehouse” living community for women and children in crisis.
- (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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was September 2, 2015.
- (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 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 –  
  
Ag Technology and Environmental Stewardship Foundation, Inc.  
1255 SW Prairie Trail Parkway  
Ankeny, IA 50023
- (2) Date and Amount of Grant – March 20, 2014 – \$34,000
- (3) Purpose – To implement a private-sector initiative to demonstrate technology-based conservation practice planning as a tool to accelerate implementation of Iowa's Nutrient Reduction Strategy. This grant is premised on the idea that the existing public-sector infrastructure for conservation technical assistance is inadequate to meet current demand and that private sector tools and personnel have an important role to play in advancing agricultural conservation and improving the environmental outcomes of agriculture.
- (4) Amount Expended by Grantee - Based on the annual report, the grantee has expended all of the grant funds received in calendar 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was June 15, 2015.
- (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.

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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 -  
  
          Great Work, Inc.  
          1112 Washington Ave. Unit 200  
          Golden, CO 80403
- (2)     Date and Amount of Grant – October 17, 2013 - \$63,000
- (3)     Purpose – To support general operations of Great Work, Inc. and allow for the continued exploration of broader movements within education and begin to articulate how Great Work would support secondary Montessori programs.
- (4)     Amount Expended by Grantee - Based on its annual reports, the grantee has expended all of the remaining grant funds (\$5,000) received on October 17, 2013 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 anything other than its intended purpose.
- (6)     Date of Report from Grantee – Date of financial report was October 30, 2015.
- (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 public charity status.

**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 -  
  
CASA Academy  
1500 W Maryland Ave  
Phoenix, AZ 85015
- (2) Date and Amount of Grant –November 21, 2013 - \$30,000
- (3) Purpose – Preauthorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee - Based on its annual reports, the grantee has expended all of the remaining grant funds (\$23,179) received on November 21, 2013 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was May 18, 2015.
- (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.

**WALTON FAMILY FOUNDATION, INC.**  
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**DECEMBER 31, 2014**

**ATTACHMENT 49**

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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 -  
  
SySTEM Phoenix  
4015 E. Glenrosa Ave  
Phoenix, AZ 85018
- (2) Date and Amount of Grant – December 3, 2013 - \$30,000
- (3) Purpose – Preauthorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on its annual report, the grantee did not expend any of the remaining funds (29,695) in 2014. The grantee has indicated that all remaining funds will be in accordance with the terms of the grant in 2016.
- (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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was June 29, 2015.
- (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**

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

- (1) Grantee -  
  
Kimbell Art Museum  
3333 Camp Bowie Blvd  
Fort Worth, TX 76107
- (2) Date and Amount of Grant – February 20, 2014 - \$25,000
- (3) Purpose – To provide general operating support to the museum which was used to support the free public lectures that promote visual arts and strengthen our community relations.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the grant funds received in calendar 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was March 2, 2015.
- (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.

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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 -  
  
Sea Sanctuaries Trust  
Kampong Saukabu, Raja Ampat, West Papua  
Sorong, Indonesia
- (2) Date and Amount of Grant – Various - \$119,100  
January 16, 2014 -\$52,900
- (3) Purpose – To continue to consolidate management and enforcement activities in two no-take zones, totaling nearly 70,000 hectares within the Bird's Head Seascape, a priority marine geography for the Foundation.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$3,292) received in 2013 and \$13,256 of the grant funds received January 16, 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of financial report was May 9, 2015.
- (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 -  
  
Sumar, Voces por la Naturaleza, A.C.  
Blvd. Lomas de Cortés  
Guaymas, Sonora 85450
- (2) Date and Amount of Grant – Various 2013 - \$77,300  
Various 2014 - \$72,700
- (3) Purpose - To create three rights-based fisheries pilot projects within Marismas Nacionales, a nationally important mangrove system in Mexico. The three projects would be community driven and government supported, combining territorial user rights for fisheries (TURF) to restrict access and fishing gears with no-take zones to protect critical habitats.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended all of the remaining (\$22,380) of the grant funds received in calendar 2013 and \$3,676 of the funds received in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 4, 2015.
- (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 -  
  
Indianapolis Academy of Excellence  
1145 E 22<sup>nd</sup> St  
Indianapolis, IN 46202
- (2) Date and Amount of Grant - May 22, 2013 - \$30,000
- (3) Purpose – Preauthorization grant for the start-up of a charter school.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended the remaining (\$8,696) of the grant funds received on May 22, 2013 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 25, 2015.
- (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**

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

- (1) Grantee -  
  
Pronatura Noroeste A.C.  
Calle Décima No. 60, Zona Centro  
Ensenada, Baja California 22800
- (2) Date and Amount of Grant – Various 2014 - \$565,378
- (3) Purpose - To continue work to restore riparian habitat and river flows in the Delta region of the Colorado River in Mexico. Because most of the original riparian habitat has been lost, restoring pockets of riparian habitat is critical for the region's native plants and animals, and is also very important for migratory birds.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds received in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 5, 2015.
- (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 -  
  
Forever Costa Rica Association  
Forum I, Building G, 7<sup>th</sup> Floor  
San José, Santa Anna
- (2) Date and Amount of Grant – July 26, 2013 - \$40,000  
January 23, 2014 - \$10,000
- (3) Purpose - To establish a fundraising platform for marine conservation projects in the Eastern Tropical Pacific Seascape. This fundraising platform, PACIFICO, was agreed to by the five environmental funds in the region in a letter of intent on November 8, 2012.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the remaining (\$19,422) of grant funds received on July 26, 2013 and all of the funds received on January 23, 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 28, 2015.
- (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 -  
  
ISEAL Alliance  
Unit G:06 The Wenlock, 50-52 Wharf Road  
London, UK N1 7EU
- (2) Date and Amount of Grant – August 23, 2013 - \$49,186  
February 27, 2014 - \$49,185  
September 9, 2014 - \$75,297
- (3) Purpose - To produce a code of good practice to govern the labeling practices of standard setting and certification bodies and the sustainability claims associated with these labels. The objective is to establish baseline requirements for such claims in order to ensure label credibility with buyers and end users.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the remaining (\$3,414) in grant funds received on August 23, 2013, all of the grant funds received February 27, 2014 and \$58,379 in grant funds received September 9, 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 11, 2015.
- (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 -  
  
SmartFish, A.C.  
Marquez de León 2395, esq con Altamirano  
La Paz, BCS Mexico 23000 Col. Centro
- (2) Date and Amount of Grant – August 23, 2013 - \$154,990  
Various 2014 - \$154,990
- (3) Purpose - To advance fisheries sustainability initiatives in Northwest Mexico and encourage improved market opportunities for fisheries that demonstrate improved ecological and socio-economic sustainability in the region.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the remaining (\$90,560) in grant funds received on August 23, 2013 and all of the funds received in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 5, 2015.
- (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 -  
  
NOS Noroeste Sustentable, A.C.  
Transbordadores s/n entre Sinaloa e Inalámbrica, Col. El Manglito  
La Paz, Baja California Sur 23060
- (2) Date and Amount of Grant – Various 2014 - \$550,000
- (3) Purpose - To continue to advance conservation of marine resources in La Paz Bay and the Upper Gulf Biosphere Reserve. Specifically, NOS will facilitate dialogue and agreements with the fishing sector in each geography that will advance conservation of fishery resources, develop enhanced market options for these resources, and build community empowerment to govern these resources effectively.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds received in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 15, 2015.
- (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 -  
  
Bike Share of Austin  
1000 Brazos Street, Ste. 100  
Austin, TX 78701
- (2) Date and Amount of Grant – May 8, 2014 - \$5,000
- (3) Purpose - To support the organizational restructuring and long-term planning of Austin Cycling Association.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 22, 2015.
- (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.

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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 -  
  
Boston Mountain Cyclists, Inc.  
9635 Gaston Road  
Bentonville, AR 72712
- (2) Date and Amount of Grant – October 23, 2014 - \$15,000
- (3) Purpose - To provide general operating support.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 14, 2015.
- (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 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 -  
  
Centro Mexicano de Derecho Ambiental, A.C. (CEMDA)  
Atlixco 138, Colonia Condesa  
Mexico City, Mexico 06140
- (2) Date and Amount of Grant – June 5, 2014 - \$62,500  
November 13, 2014 - \$62,500
- (3) Purpose - To secure, via legal means, lasting and meaningful protection for priority places, including: Cabo Pulmo National Park, Loreto Bay National Park, Parque Nacional Espiritu Santo and Magdalena Bay/Gulf of Ulloa. At the same time, they will work to develop a regulatory roadmap for the region to support sustainable fishing in northwest Mexico.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$90,064 of the 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 15, 2015.
- (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 -  
  
Centro Mexicano Para La Defensa Del Medio Ambiente A.C. (DAN)  
Calle Decima N 60-C  
Ensenada, Baja California, 22800 Mexico
- (2) Date and Amount of Grant – October 31, 2014 - \$30,000
- (3) Purpose - To evaluate the degree to which the Mexican government complies with fisheries laws and implement initial actions to correct underachievement and promote accountability.
- (4) Amount Expended by Grantee – Based on the annual report, the grantee has expended \$9,355 of the 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 4, 2015.
- (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 –  
  
Charter Fund, Inc.  
Dbc CSGF NOLA/Baton Rouge  
350 Interlocken Blvd., Suite 390  
Broomfield, CO 80021
- (2) Date and Amount of Grant – December 12, 2014 - \$888,000
- (3) Purpose – To continue support of a six-year initiative to grow high-performing charter schools in Louisiana.
- (4) Amount Expended by Grantee – Based on its annual report, the grantee has expended none of the grant funds received in 2014, 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 anything other than its intended purpose.
- (6) Date of Report from Grantee – Date of annual report was May 26, 2014.
- (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.

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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 -  
  
Circle Fresh Institute  
4255 Yarrow St  
Wheat Ridge, CO 80033
- (2) Date and Amount of Grant – May 22, 2014 - \$125,000
- (3) Purpose - To Establish Circle Fresh Institute, a fully accredited education-training program for individuals who desire to pursue a future in urban agriculture and organic food production, focusing on veterans, disadvantaged and unemployed individuals.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 15, 2015.
- (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 – Taxable Entity.

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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 -  
  
Comunidade v Biodiversidad, A.C. (COBI)  
Isla del Peruano #215, Colonia Lomas de Miramar, CP 85448  
Guaymas, Sonora Mexico
- (2) Date and Amount of Grant – May 8, 2014 - \$75,000
- (3) Purpose - To close the conditions imposed on the Monterey sardine fishery by the Marine Stewardship Council in the 2011 certification, and to prepare the fishery for recertification in 2016. COBI will be working in collaboration with CANAINPES (the fishing industry association that is the client for the certification), INAPESCA (the fisheries science agency in Mexico), and a group of sardine experts.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 25, 2015.
- (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 -  
  
Comunidade v Biodiversidad, A.C. (COBI)  
Isla del Peruano #215, Colonia Lomas de Miramar, CP 85448  
Guaymas, Sonora Mexico
- (2) Date and Amount of Grant – September 25, 2014 - \$200,000
- (3) Purpose - To strengthen the marine reserve network along the Pacific Coast of the Baja California peninsula, promote the sustainable management of the yellowtail fishery, improve public policy related to fisheries management, and build the capacities of community and fishery cooperative leaders. By the end of the grant period, COBI will have helped create a network of four community-based Territorial Use Rights for Fisheries (TURF)/reserves on the Pacific Coast of the Baja California Peninsula, formally recognized by the Mexican federal government, supported by a team of trained and certified community divers and with a plan for ongoing and future financial sustainability.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$147,143 of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 25, 2015.
- (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 -  
  
Crow Family Foundation, Inc.  
2010 Flora Street  
Dallas, TX 75201
- (2) Date and Amount of Grant – May 22, 2014 - \$1,000
- (3) Purpose - To support the Crow Collection of Asian Art in memory of Mrs. Margaret Crow.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was November 3, 2014.
- (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.

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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 -  
  
          Education, Agriculture, and Technology, Inc.  
          1900 W North Avenue  
          Chicago, IL 60622
- (2)     Date and Amount of Grant –February 27, 2014 - \$250,000
- (3)     Purpose - To support general operations in 2014 of the organization which has plans to convert newsstands into healthy food outlets serving fruits and vegetables from GAP certified farms.
- (4)     Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6)     Date of Report from Grantee/Borrower – Date of financial report was August 26, 2015.
- (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 – Taxable Entity.



**WALTON FAMILY FOUNDATION, INC.**  
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**DECEMBER 31, 2014**

**ATTACHMENT 70**

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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 -  
  
            Exalt Academy of South West Little Rock  
            1818 N. Taylor St. #353  
            Little Rock, AR 72207
- (2)      Date and Amount of Grant – January 30, 2014 - \$250,000
- (3)      Purpose - To support the full request as described in the Combo Startup application dated 12/5/13 for a public charter school located in Little Rock, AR.
- (4)      Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6)      Date of Report from Grantee/Borrower – Date of financial report was August 20, 2015.
- (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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**ATTACHMENT 71**

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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 -  
  
Exalt Education  
Little Rock Preparatory Academy  
1818 N. Taylor St. #353  
Little Rock, AR 72207
- (2) Date and Amount of Grant – January 30, 2014 - \$250,000
- (3) Purpose - To support the full request as described in the Combo Startup application dated 12/3/13 for a public charter school located in Little Rock, AR.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was August 20, 2015.
- (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 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 -  
  
Fundación Viento Sur  
Malaga 529 depto 203, Las Condes  
Santiago, Chile
- (2) Date and Amount of Grant – December 4, 2014 - \$15,000
- (3) Purpose – To support general operating costs, in particular, to pay port, document, transportation, and storage fees for medical supply containers.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 23, 2015.
- (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 -  
  
The Jeffco Outdoors Foundation  
11010 W 29<sup>th</sup> Avenue  
Lakewood, CO 80215
- (2) Date and Amount of Grant – June 5, 2014 - \$20,000
- (3) Purpose – To support the Jefferson County Parks and Open Space Flood Recovery Project.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was December 16, 2014.
- (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.

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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 -  
  
Louisiana Delta Adventures, Inc.  
P.O Box 368  
Newellton, LA 71357
- (2) Date and Amount of Grant – October 09, 2014 - \$118,000
- (3) Purpose – To support efforts to develop Northeast Louisiana as a nature tourism destination. Funds will be used to build capacity in the region to promote nature-based, agro- and cultural tourism.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$67,653 of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 14, 2015.
- (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 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 -  
  
NOS Noroeste Sustentable, A.C.  
Transbordadores s/n entre Sinaloa e Inalámbrica, Col. El Manglito  
La Paz, Baja California Sur 23060
- (2) Date and Amount of Grant – May 30, 2014 - \$50,000  
December 4, 2014 - \$17,000
- (3) Purpose – To support a variety of projects, prototypes and community benefits (scholarships, sports team sponsorships, etc.) that are developed by Mangle partners, and are consistent with the Mangle Program Objectives of Ecological Restoration, Community Engagement, and Economic Development., and methods of incubation, collaboration, convening, systemic thinking, etc.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$50,000 of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was October 20, 2015.
- (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, A.C. (NOS)  
Transbordadores SN entre Sinaloa e Inalámbrica Col. El Manglito  
La Paz, Baja California Sur, Mexico C.P. 23060
- (2) Date and Amount of Grant – October 31, 2014 - \$25,000
- (3) Purpose – To hire local fishers to carry out a pen shell stock assessment. NOS is currently in the final quarter of a two-year grant focused on engaging fishers from the community of El Manglito to restore the marine habitat in the Ensenada de La Paz, which includes rebuilding populations of shellfish – specifically pen shell and scallops– and recovering the economic value of the fishery. This grant will be used specifically to hire local fishers to carry out the final pen shell stock assessment for the program in 2014.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 29, 2015.
- (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 A.C.  
Calle Décima N 60, Zona Centro  
Ensenada, BC, 22800, Mexico
- (2) Date and Amount of Grant – June 19, 2014 - \$60,000  
August 14, 2014 - \$60,000
- (3) Purpose – To continue a regional initiative aimed at improving marine protected areas, as well as recovering and conserving key fishing resources in the Gulf of California. The work will advance strategies which establish marine protected areas in key sites and complement that work by establishing management plans and guidelines for key fisheries resources in the same regions.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$119,849 of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 29, 2015.
- (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 A.C.  
Calle Décima N 60, Zona Centro  
Ensenada, BC, 22800, Mexico
- (2) Date and Amount of Grant – December 4, 2014 - \$586,506
- (3) Purpose – To conserve and restore priority wetland and riparian areas of the Colorado River Delta in Baja California and Sonora, Mexico.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has not expended any of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 5, 2015.
- (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 -  
  
Results in Education Foundation  
D/B/A Education Post  
1360 North Milwaukee Avenue, #3  
Chicago, IL 60622
- (2) Date and Amount of Grant – August 1, 2014 - \$250,000
- (3) Purpose – To support the launch and start-up of a new 501(c)(3) organization created to build public support for needed changes in public education.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was September 23, 2014.
- (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 -  
  
Rockbridge Montessori School  
108 W. Roosevelt Road  
Little Rock, AR 72206
- (2) Date and Amount of Grant – July 17, 2014 - \$30,000
- (3) Purpose – To Support the full request for a public charter school located in Little Rock, AR.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was October 21, 2015.
- (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 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 -  
  
Self Development Academy - Phoenix  
1709 N. Greenfield Road  
Mesa, AZ 85205
- (2) Date and Amount of Grant – December 4, 2014 - \$30,000
- (3) Purpose – To support the full request for a public charter school located in Phoenix, AZ.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$10,000 of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 21, 2015.
- (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

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

- (1) Grantee -  
  
SmartFish, A.C.  
Marquez de León 2395, esq con Altamirano  
La Paz, BCS Mexico 23000 Col. Centro
- (2) Date and Amount of Grant – October 23, 2014 - \$75,000
- (3) Purpose – To support Mexican artisanal fishers to fish responsibly and create new markets to secure livelihoods and fisheries. SmartFish will work to refine their formula for improving small-scale, coastal fisheries and will design and formalize a commercial solution to incentivize more sustainable artisanal fisheries in Northwest Mexico.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$57,991 of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was June 5, 2015.
- (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 -  
  
Achievement Network, LTD  
225 Friend Street, Suite 704  
Boston, MA 02114
- (2) Date and Amount of Grant – November 20, 2014 - \$75,000
- (3) Purpose – to fund grantee's program expansion to Denver, Colorado.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was October 15, 2015.
- (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.

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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 Atlantic Monthly Group  
600 New Hampshire Ave NW  
Washington, DC 20037

- (2) Date and Amount of Grant – November 20, 2014 - \$550,000

- (3) Purpose – To serve as a Presentation Level Underwriter of both the 2014 Washington Ideas Forum and the 2015 Aspen Ideas Festival which will bring together over 2,800 thought leaders for discussion and presentation on a variety of topics. Both events provide the Foundation with an opportunity to present and discuss its viewpoint related to the theory of change and overall strategy of the Foundation's K-12 Education reform initiatives.

- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.

- (6) Date of Report from Grantee/Borrower – Date of financial report was October 5, 2015.

- (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 – Taxable Entity.

**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 New York Times Company  
620 Eighth Avenue  
New York, NY 10018
- (2) Date and Amount of Grant – October 02, 2014 - \$150,000
- (3) Purpose – To support The New York Times Schools for Tomorrow conference at the gold level sponsorship, featuring WFF as the exclusive K-12 reform sponsor.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was October 20, 2015.
- (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 – Taxable Entity.



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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 -  
  
United Nations Organization for Education, Science and Culture (UNESCO)  
7, place de Fontenoy  
F-75352 Paris 07 SP
- (2) Date and Amount of Grant – July 1, 2014 - \$200,000
- (3) Purpose – To support Grantee's work in improving skills of youth in Jordan impacted by the Syrian conflict. Grantee's efforts will help ensure that both Jordanian and Syrian youth, ages 13-21, benefit from educational opportunities that cultivate important foundational and transferrable skills, but also psychosocial support and life skills activities, to help improve their livelihoods.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has not expended any of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was October 20, 2015.
- (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 -  
  
What is Missing Foundation  
39 Bond Street, 4<sup>th</sup> Floor  
New York, NY 10012
- (2) Date and Amount of Grant – August 6, 2014 - \$37,500
- (3) Purpose – To support the research and creation of digital ecological histories for 10 U.S. waterways. The research will focus on the Colorado River, Mississippi River, Missouri River, Chesapeake Bay, Columbia River, Everglades, Great Lakes, Hudson River, Rio Grande River and Ohio River.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$17,528 of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was May 21, 2015.
- (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.

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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 -  
  
Great Work, Inc.  
5703 25<sup>th</sup> Street  
Edgewater, CO 80214
- (2) Date and Amount of Grant – February 6, 2014 - \$60,000  
April 29, 2014 - \$60,000  
July 18, 2014 - \$110,000
- (3) Purpose – To support general operations.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was October 30, 2015.
- (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 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 -  
  
          Great Work Educational Holdings, Inc.  
          5703 25<sup>th</sup> Street  
          Edgewater, CO 80214
- (2)     Date and Amount of Grant – October 6, 2014 - \$30,000
- (3)     Purpose – The purpose of the grant is to support general operations, in particular, to hold, administer and manage property, and disburse funds, to support charitable, educational and scientific organizations, including: The writing of a book that will capture the history of the Family Star organization in Colorado; The research and review of educational pedagogy relevant to Montessori teaching/schools; and other education-related endeavors.
- (4)     Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds received on October 6, 2014 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 anything other than its intended purpose.
- (6)     Date of Report from Grantee/Borrower – Date of financial report was October 30, 2015.
- (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.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2014**

**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 -  
  
UNSELF, Inc.  
42401 Switzerland Dr.  
P.O. Box 0077  
Big Bear Lake, CA 92315
- (2) Date and Amount of Grant – June 12, 2014 - \$22,000  
August 14, 2014 - \$73,530
- (3) Purpose – To support the general operations of the organization which promotes and mobilizes volunteers in Big Bear Lake, CA for after school programs, support for the homeless population and other local charities.
- (4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended \$54,382 of the grant funds issued in 2014 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 anything other than its intended purpose.
- (6) Date of Report from Grantee/Borrower – Date of financial report was October 27, 2015.
- (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 – Applied for 501(c) 3 status.

**WALTON FAMILY FOUNDATION, INC.**  
**FORM 990-PF**  
**13-3441466**  
**DECEMBER 31, 2014**

**ATTACHMENT 91**

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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 -

Partnership for Educational Justice, Inc.  
222 Broadway, 19<sup>th</sup> Floor  
New York, NY 10038

(2) Date and Amount of Grant – July 31, 2014 - \$50,000

(3) Purpose – To develop a business plan for a new online news media organization dedicated to driving the conversation about the future of public education in this country among parents and building a coalition of parents that support K12 reform.

(4) Amount Expended by Grantee – Based on its annual reports, the grantee has expended all of the grant funds issued in 2014 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 anything other than its intended purpose.

(6) Date of Report from Grantee/Borrower – Date of financial report was October 30, 2015.

(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 public charity status.

**WALTON FAMILY FOUNDATION**

**Form 990-PF**

**FEIN: 13-3441466**

**December 31, 2014**

**Attachment 92**

**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, 2014

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 \$394,300,471 as being made out of corpus.

Signature

Buddy Philpot  
Executive Director

Date

11-12-15