

PUBLIC DISCLOSURE COPY

Form 990

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

► Do not enter social security numbers on this form as it may be made public.
 ► Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2020

Open to Public
Inspection

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

B Check if applicable:		C Name of organization WINDWARD FUND		D Employer identification number 47-3522162	
<input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending		Doing business as Number and street (or P.O. box if mail is not delivered to street address) 1828 L STREET, NW		Room/suite 300-C	
		City or town, state or province, country, and ZIP or foreign postal code WASHINGTON, DC 20036			
		F Name and address of principal officer: LEE BODNER SAME AS C ABOVE			
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527					
J Website: ► WWW.WINDWARDFUND.ORG					
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ►				L Year of formation: 2015 M State of legal domicile: DC	

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: SEE SCHEDULE O		
	2 Check this box ► <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3 6	
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4 5	
	5 Total number of individuals employed in calendar year 2020 (Part V, line 2a)	5 59	
	6 Total number of volunteers (estimate if necessary)	6 46	
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a 0.	
b Net unrelated business taxable income from Form 990-T, Part I, line 11	7b 0.		
Revenue	8 Contributions and grants (Part VIII, line 1h)	43,323,467. 157,883,377.	
	9 Program service revenue (Part VIII, line 2g)	618,887. 162,500.	
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	318,717. 115,892.	
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	143,637. 450,030.	
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	44,404,708. 158,611,799.	
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	8,115,107. 44,017,016.	
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0. 0.	
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	2,664,204. 5,510,402.	
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0. 0.	
	b Total fundraising expenses (Part IX, column (D), line 25) ► 106,641.	106,641.	
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	10,065,514. 20,729,805.	
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	20,844,825. 70,257,223.	
19 Revenue less expenses. Subtract line 18 from line 12	23,559,883. 88,354,576.		
Net Assets or Fund Balances	Beginning of Current Year	End of Year	
	20 Total assets (Part X, line 16)	43,649,953. 136,151,371.	
	21 Total liabilities (Part X, line 26)	3,200,574. 10,069,563.	
	22 Net assets or fund balances. Subtract line 21 from line 20	40,449,379. 126,081,808.	

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	► Signature of officer	Date			
	LEE BODNER, BOARD CHAIR				
	Type or print name and title				
Paid	Print/Type preparer's name MICHAEL LUMSDEN	Preparer's signature MICHAEL LUMSDEN	Date 10/21/21	Check <input type="checkbox"/> if self-employed	PTIN P01262236
	Firm's name ► MOSS ADAMS LLP		Firm's EIN ►	91-0189318	
Preparer	Firm's address ► 101 SECOND STREET SUITE 900 SAN FRANCISCO, CA 94105		Phone no. 415-956-1500		
May the IRS discuss this return with the preparer shown above? See instructions			<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III 1 Briefly describe the organization's mission:

SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O.

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

4a (Code: _____) (Expenses \$ 65,301,100. including grants of \$ 44,017,016.) (Revenue \$ 162,500.)

ENVIRONMENTAL (CLIMATE, CONSERVATION, AND ENERGY) PROGRAMS - WINDWARD FUND'S ENVIRONMENTAL PROGRAMS FOCUS ON A RANGE OF CONSERVATION, CLIMATE, AND ENERGY ISSUES IN THE U.S. AND ABROAD. THESE ISSUES INCLUDE WATER SOLUTIONS IN THE AMERICAN WEST, CLIMATE RESILIENCE, ALTERNATIVE ENERGY SOURCES, REDUCTION OF DEFORESTATION, AND CONSERVATION PLANNING. OUR WORK PRIMARILY INCLUDES CONVENING, GRANTMAKING, COMMUNICATIONS, COORDINATION AMONG STAKEHOLDERS, CIVIC AND MEDIA ENGAGEMENT, AND PUBLIC AWARENESS CAMPAIGNS.

4b (Code: _____) (Expenses \$ 699,451. including grants of \$ 0.) (Revenue \$ 0.)

AGRICULTURE, FOOD, NUTRITION PROGRAMS - WINDWARD FUND'S AGRICULTURE, FOOD, AND NUTRITION PROGRAMS FOCUS ON A RANGE OF ISSUED AIMED AT TRANSFORMING FOOD SYSTEMS TO GREATER ACCESSIBILITY AND SUSTAINABILITY, WORKING ON TOPICS SUCH AS REGENERATIVE STEWARDSHIP OF AGRICULTURAL LANDS AND AN ENABLING INFRASTRUCTURE AND POLICY ENVIRONMENT FOR A HEALTHY FOOD SYSTEM. ACTIVITIES CONDUCTED INCLUDE COORDINATION AMONG STAKEHOLDERS, GRANT MAKING, COMMUNICATIONS, AND PUBLIC AWARENESS CAMPAIGNS.

4c (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4d Other program services (Describe on Schedule O.)

(Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4e Total program service expenses ► 66,000,551.

Form 990 (2020)

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	1 X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	2 X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>	3 X	
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	4 X	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>	5 X	
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	6 X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>	7 X	
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>	8 X	
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	9 X	
10 Did the organization, directly or through a related organization, hold assets in donor-restricted endowments or in quasi endowments? <i>If "Yes," complete Schedule D, Part V</i>	10 X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable. <ul style="list-style-type: none"> a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i> b Did the organization report an amount for investments - other securities in Part X, line 12, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i> c Did the organization report an amount for investments - program related in Part X, line 13, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i> d Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i> e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i> 	11a X	
11b	11b X	
11c	11c X	
11d	11d X	
11e	11e X	
11f	11f X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	12a X	
12b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	12b X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	13 X	
14a Did the organization maintain an office, employees, or agents outside of the United States? <ul style="list-style-type: none"> b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i> 	14a X	
14b	14b X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>	15 X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>	16 X	
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>	17 X	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	18 X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	19 X	
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>	20a X	
20b <i>b</i> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b X	
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21 X	

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V

1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	110	Yes	No
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	X		

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

		Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	59
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	X
Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	X
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation on Schedule O	3b	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	X
b	If "Yes," enter the name of the foreign country ► See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).	5a	X
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5b	X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5c	
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	6a	X
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6b	
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	7a	X
7	Organizations that may receive deductible contributions under section 170(c).	7b	X
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7c	X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7d	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7e	X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7f	X
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7g	
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7h	
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	8	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	9a	
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	9b	
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the sponsoring organization make any taxable distributions under section 4966?		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state?		
Note: See the instructions for additional information the organization must report on Schedule O.			
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation on Schedule O	14b	
15	Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	15	X
If "Yes," see instructions and file Form 4720, Schedule N.			
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income?	16	X
If "Yes," complete Form 4720, Schedule O.			

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

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

Section A. Governing Body and Management

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

Section B. Policies

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

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

Section C. Disclosure

17	List the states with which a copy of this Form 990 is required to be filed ►AL, AR, CA, CO, DC, FL, HI, KS, KY, MA, MD, MI
18	Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
	<input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request <input type="checkbox"/> Other (explain on Schedule O)
19	Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20	State the name, address, and telephone number of the person who possesses the organization's books and records ► ARABELLA ADVISORS - (202) 595-1020 1828 L STREET NW, SUITE 300, WASHINGTON, DC 20036

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

 Check if Schedule O contains a response or note to any line in this Part VII
Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

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

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation.

Enter 0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(1) MELANIE R. ALLEN PROJECT CO-DIRECTOR	40.00				X		225,362.	0.	20,745.
(2) ERIN ROGERS PROJECT CO-DIRECTOR	40.00				X		217,400.	0.	16,472.
(3) CASEY RAND PROJECT DIRECTOR	40.00				X		200,000.	0.	17,984.
(4) DAVID WIGDER PROJECT DIRECTOR	40.00				X		200,000.	0.	9,687.
(5) NICOLE CONROY PROJECT DIRECTOR	32.00				X		179,093.	0.	3,648.
(6) LEE BODNER BOARD CHAIR	1.00	X	X				0.	0.	0.
(7) CHARLES SAVITT TREASURER (THROUGH 12/2020)	1.00	X	X				0.	0.	0.
(8) HARRY DRUCKER SECRETARY	1.00	X	X				0.	0.	0.
(9) BRUCE BOYD DIRECTOR	1.00	X					0.	0.	0.
(10) BILL GALLEGOS DIRECTOR (THROUGH 3/2020)	1.00	X					0.	0.	0.
(11) KRISTEN GRIMM DIRECTOR	1.00	X					0.	0.	0.
(12) JASMINE HALL RATLIFF DIRECTOR	1.00	X					0.	0.	0.
(13) JUMANA VASI DIRECTOR (THROUGH 3/2020)	1.00	X					0.	0.	0.

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

c Total from continuation sheets to Part VII, Section A	..
d Total (add lines 1b and 1c)	1,021,855.

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

3 Did the organization list any **former** officer, director, trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
ARABELLA ADVISORS, LLC, 1828 L STREET NW, SUITE 300, WASHINGTON, DC 20036	ADMIN., OPERATIONS & MANAGEMENT SERVICES	2,918,654.
ROMANSALES INC, 17141 VENTURA BLVD SUITE 210, ENCINO, CA 91316	CONSULTING SERVICES	1,813,525.
POTENTIAL ENERGY COALITION INC 296 ISLINGTON ROAD, AUBURNDALE, MA 02466	CONSULTING SERVICES	1,000,000.
CONSERVATION STRATEGY GROUP LLC, 1100 ELEVENTH ST. STE 200, SACRAMENTO, CA 95814	CONSULTING SERVICES	754,940.
SUSAN BELL AND ASSOCIATES 570 OAK KNOLL LANE, MENLO PARK, CA 94025	CONSULTING SERVICES	526,117.
2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ►	23	

Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a			
	b Membership dues	1b			
	c Fundraising events	1c			
	d Related organizations	1d			
	e Government grants (contributions)	1e			
	f All other contributions, gifts, grants, and similar amounts not included above ...	1f 157,883,377.			
	g Noncash contributions included in lines 1a-1f	1g \$ 15,744,887.			
	h Total. Add lines 1a-1f		157,883,377.		
Program Service Revenue	2 a DUES REVENUE	Business Code 900099	152,500.	152,500.	
	b SPONSORSHIPS	900099	10,000.		10,000.
	c				
	d				
	e				
	f All other program service revenue				
	g Total. Add lines 2a-2f		162,500.		
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		215,014.		215,014.
	4 Income from investment of tax-exempt bond proceeds				
	5 Royalties				
	6 a Gross rents	(i) Real 6a			
	b Less: rental expenses	6b			
	c Rental income or (loss)	6c			
	d Net rental income or (loss)				
	7 a Gross amount from sales of assets other than inventory	(i) Securities 7a 15,673,765.			
	b Less: cost or other basis and sales expenses	7b 15,744,887.	28,000.		
	c Gain or (loss)	7c -71,122.	-28,000.		
	d Net gain or (loss)		-99,122.		-99,122.
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	8a			
	b Less: direct expenses	8b			
	c Net income or (loss) from fundraising events				
	9 a Gross income from gaming activities. See Part IV, line 19	9a			
	b Less: direct expenses	9b			
	c Net income or (loss) from gaming activities				
	10 a Gross sales of inventory, less returns and allowances	10a			
	b Less: cost of goods sold	10b			
	c Net income or (loss) from sales of inventory				
Miscellaneous Revenue	11 a GENERAL ADMIN RETAINER	Business Code 541900	435,084.		435,084.
	b MISCELLANEOUS REVENUE	900099	14,946.		14,946.
	c				
	d All other revenue				
	e Total. Add lines 11a-11d		450,030.		
	12 Total revenue. See instructions		158,611,799.	152,500.	0.
					575,922.

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	43,872,815.	43,872,815.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	144,201.	144,201.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	4,527,812.	4,420,481.	20,337.	86,994.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	115,585.	112,845.	519.	2,221.
9 Other employee benefits	535,685.	522,987.	2,406.	10,292.
10 Payroll taxes	331,320.	323,466.	1,488.	6,366.
11 Fees for services (nonemployees):				
a Management	4,001,935.		4,001,935.	
b Legal	174,220.	159,898.	14,322.	
c Accounting	96,070.	57,770.	38,300.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	11,819,453.	11,816,490.	2,195.	768.
12 Advertising and promotion	3,512,363.	3,512,363.		
13 Office expenses	45,781.	43,584.	2,197.	
14 Information technology	524,641.	510,420.	14,221.	
15 Royalties				
16 Occupancy	110,817.	110,817.		
17 Travel	94,842.	94,527.	315.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	45,788.	45,538.	250.	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	3,254.	3,254.		
23 Insurance	28,975.	163.	28,812.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a TAXES	193,667.	193,442.	225.	
b DUES / SUBSCRIPTIONS / BOOK	34,809.	16,264.	18,545.	
c HONORARIA & GIFTS	27,322.	27,322.		
d LICENSES AND FEES	14,287.	10,323.	3,964.	
e All other expenses	1,581.	1,581.		
25 Total functional expenses. Add lines 1 through 24e	70,257,223.	66,000,551.	4,150,031.	106,641.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here ► if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	1,293,590.	1	13,490,760.
	2 Savings and temporary cash investments	36,697,386.	2	80,009,457.
	3 Pledges and grants receivable, net	5,393,623.	3	41,906,447.
	4 Accounts receivable, net	489.	4	339,644.
	5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons	673.	5	45,173.
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	48,808.	9	136,713.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 206,608.		
	b Less: accumulated depreciation	10b 3,431.	10c	203,177.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	0.	15	20,000.
	16 Total assets. Add lines 1 through 15 (must equal line 33)	43,649,953.	16	136,151,371.
Liabilities	17 Accounts payable and accrued expenses	812,442.	17	1,046,272.
	18 Grants payable	1,874,741.	18	7,515,783.
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons	513,391.	22	1,507,508.
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	3,200,574.	26	10,069,563.
Net Assets or Fund Balances	Organizations that follow FASB ASC 958, check here ► <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33.			
	27 Net assets without donor restrictions	355,205.	27	780,575.
	28 Net assets with donor restrictions	40,094,174.	28	125,301,233.
	Organizations that do not follow FASB ASC 958, check here ► <input type="checkbox"/> and complete lines 29 through 33.			
	29 Capital stock or trust principal, or current funds		29	
	30 Paid-in or capital surplus, or land, building, or equipment fund		30	
	31 Retained earnings, endowment, accumulated income, or other funds		31	
	32 Total net assets or fund balances	40,449,379.	32	126,081,808.
	33 Total liabilities and net assets/fund balances	43,649,953.	33	136,151,371.

Form 990 (2020)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI

1 Total revenue (must equal Part VIII, column (A), line 12)	1	158,611,799.
2 Total expenses (must equal Part IX, column (A), line 25)	2	70,257,223.
3 Revenue less expenses. Subtract line 2 from line 1	3	88,354,576.
4 Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	40,449,379.
5 Net unrealized gains (losses) on investments	5	
6 Donated services and use of facilities	6	
7 Investment expenses	7	
8 Prior period adjustments	8	
9 Other changes in net assets or fund balances (explain on Schedule O)	9	-2,722,147.
10 Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	126,081,808.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII

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

Form **990** (2020)

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section

4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ.

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

2020

Open to Public
Inspection

Name of the organization

WINDWARD FUND

Employer identification number

47-3522162

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

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

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E (Form 990 or 990-EZ).)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____
- 10 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions, subject to certain exceptions; and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 12 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
 - f Enter the number of supported organizations
 - g Provide the following information about the supported organization(s).

(I) Name of supported organization	(II) EIN	(III) Type of organization (described on lines 1-10 above (see instructions))	(IV) Is the organization listed in your governing document?		(V) Amount of monetary support (see instructions)	(VI) Amount of other support (see instructions)
			Yes	No		
Total						

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2016	(b) 2017	(c) 2018	(d) 2019	(e) 2020	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	15,819,553.	12,654,943.	18,489,653.	40,854,373.	157,883,377.	245,701,899.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	15,819,553.	12,654,943.	18,489,653.	40,854,373.	157,883,377.	245,701,899.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						120,170,724.
6 Public support. Subtract line 5 from line 4.						125,531,175.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2016	(b) 2017	(c) 2018	(d) 2019	(e) 2020	(f) Total
7 Amounts from line 4	15,819,553.	12,654,943.	18,489,653.	40,854,373.	157,883,377.	245,701,899.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources			54,036.	318,717.	215,014.	587,767.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)		1,266.	81,723.	143,637.	450,030.	676,656.
11 Total support. Add lines 7 through 10						246,966,322.
12 Gross receipts from related activities, etc. (see instructions)				12		952,777.
13 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						► <input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2020 (line 6, column (f), divided by line 11, column (f))	14	50.83	%
15 Public support percentage from 2019 Schedule A, Part II, line 14	15	54.31	%
16a 33 1/3% support test - 2020. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization			► <input checked="" type="checkbox"/>
b 33 1/3% support test - 2019. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization			► <input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2020. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here . Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization			► <input type="checkbox"/>
b 10% -facts-and-circumstances test - 2019. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here . Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization			► <input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions			► <input type="checkbox"/>

Schedule A (Form 990 or 990-EZ) 2020

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

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

Section A. Public Support

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

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2016	(b) 2017	(c) 2018	(d) 2019	(e) 2020	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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

►

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

►

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

►

Part IV Supporting Organizations

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

Section A. All Supporting Organizations

	Yes	No
1		
2		
3a		
3b		
3c		
4a		
4b		
4c		
5a		
5b		
5c		
6		
7		
8		
9a		
9b		
9c		
10a		
10b		

Part IV Supporting Organizations (continued)

11 Has the organization accepted a gift or contribution from any of the following persons?

- A person who directly or indirectly controls, either alone or together with persons described in lines 11b and 11c below, the governing body of a supported organization?
- A family member of a person described in line 11a above?
- A 35% controlled entity of a person described in line 11a or 11b above? If "Yes" to line 11a, 11b, or 11c, provide detail in Part VI.

	Yes	No
11a		
11b		
11c		

Section B. Type I Supporting Organizations

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

2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.

	Yes	No
1		
2		

Section C. Type II Supporting Organizations

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

	Yes	No
1		

Section D. All Type III Supporting Organizations

1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?

2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).

3 By reason of the relationship described in line 2, above, did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.

	Yes	No
1		
2		
3		

Section E. Type III Functionally Integrated Supporting Organizations

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

- The organization satisfied the Activities Test. Complete line 2 below.
- The organization is the parent of each of its supported organizations. Complete line 3 below.
- The organization supported a governmental entity. Describe in Part VI how you supported a governmental entity (see instructions).

	Yes	No
--	-----	----

2 Activities Test. Answer lines 2a and 2b below.

a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.

2a

b Did the activities described in line 2a, above, constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.

2b

3 Parent of Supported Organizations. Answer lines 3a and 3b below.

a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? If "Yes" or "No" provide details in Part VI.

b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.

3a

3b

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

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

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3.	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8		
Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d Total (add lines 1a, 1b, and 1c)	1d		
e Discount claimed for blockage or other factors <i>(explain in detail in Part VI):</i>			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d.	3		
4 Cash deemed held for exempt use. Enter 0.015 of line 3 (for greater amount, see instructions).	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by 0.035.	6		
7 Recoveries of prior-year distributions	7		
8 Minimum Asset Amount (add line 7 to line 6)	8		
Section C - Distributable Amount			Current Year
1 Adjusted net income for prior year (from Section A, line 8, column A)	1		
2 Enter 0.85 of line 1.	2		
3 Minimum asset amount for prior year (from Section B, line 8, column A)	3		
4 Enter greater of line 2 or line 3.	4		
5 Income tax imposed in prior year	5		
6 Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6		
7 <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).			

Schedule A (Form 990 or 990-EZ) 2020

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

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

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

Schedule A (Form 990 or 990-EZ) 2020

Part VI**Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12;

Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:GENERAL ADMIN RETAINER2016 AMOUNT: \$ 0.2017 AMOUNT: \$ 0.2018 AMOUNT: \$ 0.2019 AMOUNT: \$ 132,045.2020 AMOUNT: \$ 435,084.MISCELLANEOUS REVENUE2016 AMOUNT: \$ 0.2017 AMOUNT: \$ 1,266.2018 AMOUNT: \$ 81,723.2019 AMOUNT: \$ 11,592.2020 AMOUNT: \$ 14,946.SCHEDULE A, PART II:SCHEDULE A, PART II, LINE 1 HAS BEEN UPDATED FROM THE PREVIOUSLY FILEDFORM 990S TO REMOVE CONTRIBUTIONS AND/OR PLEDGES IN 2018 AND 2019 WHICHWERE DEEMED UNCOLLECTIBLE.

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

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

OMB No. 1545-0047

2020

Name of the organization

WINDWARD FUND

Employer identification number

47-3522162

Organization type (check one):

Filers of:Form 990 or 990-EZ 501(c)(3) (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organizationForm 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, 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 for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ► \$ _____

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

Name of organization

WINDWARD FUND

Employer identification number

47-3522162

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		\$ 43,068,484.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
2		\$ 23,390,124.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
3		\$ 17,250,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
4		\$ 8,850,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
5		\$ 7,383,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
6		\$ 5,450,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>

Name of organization

WINDWARD FUND

Employer identification number

47-3522162

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		\$ 5,001,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
8		\$ 5,000,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
9		\$ 4,700,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
10		\$ 4,551,550.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
11		\$ 4,166,250.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
12		\$ 3,825,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization

WINDWARD FUND

Employer identification number

47-3522162

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
1	PUBLICLY TRADED SECURITIES	\$ 14,918,630.	11/18/20
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received

Name of organization

WINDWARD FUND

Employer identification number

47-3522162

Part III

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

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

SCHEDULE D
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**

► Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

► Attach to Form 990.

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

OMB No. 1545-0047

2020Open to Public
Inspection

Name of the organization

WINDWARD FUND

Employer identification number

47-3522162

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).	<input type="checkbox"/> Preservation of land for public use (for example, recreation or education) <input type="checkbox"/> Preservation of a historically important land area
	<input type="checkbox"/> Protection of natural habitat <input type="checkbox"/> Preservation of a certified historic structure
	<input type="checkbox"/> Preservation of open space
2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d
3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► _____	
4 Number of states where property subject to conservation easement is located ► _____	
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?	<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► _____	
7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► \$ _____	
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?	<input type="checkbox"/> Yes <input type="checkbox"/> No
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.	

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under FASB ASC 958, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide in Part XIII the text of the footnote to its financial statements that describes these items.	► \$ _____
b If the organization elected, as permitted under FASB ASC 958, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:	
(i) Revenue included on Form 990, Part VIII, line 1	► \$ _____
(ii) Assets included in Form 990, Part X	► \$ _____
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under FASB ASC 958 relating to these items:	
a Revenue included on Form 990, Part VIII, line 1	► \$ _____
b Assets included in Form 990, Part X	► \$ _____

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

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

a Public exhibition
 b Scholarly research
 c Preservation for future generations

d Loan or exchange program
 e Other _____

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

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

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

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

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

	Amount
1c	
1d	
1e	
1f	

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

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

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

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

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

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

a Board designated or quasi-endowment ► _____ %
 b Permanent endowment ► _____ %
 c Term endowment ► _____ %

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

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

(i) Unrelated organizations

(ii) Related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?

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

Part VI Land, Buildings, and Equipment.

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

	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
1b Buildings				
1c Leasehold improvements				
1d Equipment	12,894.	1,835.	11,059.	
1e Other	193,714.	1,596.	192,118.	

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.) ► 203,177.

Part VII Investments - Other Securities.

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		

Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ►

Part VIII Investments - Program Related.

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

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		

Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ►

Part IX Other Assets.

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

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	

Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ►

Part X Other Liabilities.

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	

Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ►

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

Schedule D (Form 990) 2020

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

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

1	Total revenue, gains, and other support per audited financial statements	1	166,891,580.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	
b	Donated services and use of facilities	2b	8,232,281.
c	Recoveries of prior year grants	2c	19,500.
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	8,251,781.
3	Subtract line 2e from line 1	3	158,639,799.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	-28,000.
c	Add lines 4a and 4b	4c	-28,000.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	158,611,799.

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

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

1	Total expenses and losses per audited financial statements	1	81,259,151.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	8,232,281.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	2,769,647.
e	Add lines 2a through 2d	2e	11,001,928.
3	Subtract line 2e from line 1	3	70,257,223.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	70,257,223.

Part XIII Supplemental Information.

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

PART X, LINE 2:

THE FUND IS GENERALLY EXEMPT FROM FEDERAL INCOME TAXES UNDER THE

PROVISIONS OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. IN

ADDITION, THE FUND QUALIFIES FOR CHARITABLE CONTRIBUTIONS DEDUCTIONS AND

HAS BEEN CLASSIFIED AS AN ORGANIZATION THAT IS NOT A PRIVATE FOUNDATION.

INCOME WHICH IS NOT RELATED TO EXEMPT PURPOSES, LESS APPLICABLE

DEDUCTIONS, IS SUBJECT TO FEDERAL AND STATE INCOME TAXES. THERE WAS NO

TAX LIABILITY FOR UNRELATED BUSINESS INCOME FOR THE YEARS ENDED DECEMBER

31, 2020 OR 2019. ACCORDINGLY, NO PROVISION FOR INCOME TAXES HAS BEEN

MADE IN THE ACCOMPANYING FINANCIAL STATEMENTS.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

Part XIII **Supplemental Information** *(continued)*LOSS ON DISPOSAL OF FIXED ASSETS RECLASSSED TO STATEMENT OFREVENUE-28,000.PART XII, LINE 2D - OTHER ADJUSTMENTS:LOSS ON DISPOSAL OF FIXED ASSETS RECLASSSED TO STATEMENT OFREVENUE28,000.REVERSAL OF PRIOR YEAR CONTRIBUTION / PLEDGE REVENUE2,741,647.TOTAL TO SCHEDULE D, PART XII, LINE 2D2,769,647.

SCHEDULE F
(Form 990)Department of the Treasury
Internal Revenue Service**Statement of Activities Outside the United States**

► Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

► Attach to Form 990.

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

OMB No. 1545-0047

2020Open to Public
Inspection

Name of the organization

WINDWARD FUND

Employer identification number

47-3522162

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

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

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

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

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
EUROPE (INCLUDING ICELAND AND GREENLAND)	0	0	GRANTMAKING		129,201.
NORTH AMERICA (CANADA AND MEXICO)	0	0	GRANTMAKING		15,000.
3 a Subtotal	0	0			144,201.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	0	0			144,201.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2020

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

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		NORTH AMERICA (CANADA AND MEXICO)	ENVIRONMENTAL PROGRAMS	15,000.	WIRE TRANSFER	0.		
		EUROPE (INCLUDING ICELAND AND GREENLAND)	ENVIRONMENTAL PROGRAMS	129,201.	WIRE TRANSFER	0.		

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

3 Enter total number of other organizations or entities ► 0

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed.

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

Part IV Foreign Forms

1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No

2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; don't file with Form 990)* Yes No

3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations (see Instructions for Form 5471)* Yes No

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* Yes No

5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see Instructions for Form 8865)* Yes No

6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713; don't file with Form 990)* Yes No

Schedule F (Form 990) 2020

Part V Supplemental Information

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

PART I, LINE 2:

THE ORGANIZATION GENERALLY REQUIRES A WRITTEN PROPOSAL DESCRIBING HOW THE

GRANT FUNDS WILL BE USED, AND A PRE-GRANT INQUIRY IS THEN CONDUCTED TO

EVALUATE THE GRANTEE. ALL GRANTS ARE SUBJECT TO A WRITTEN GRANT

AGREEMENT THAT IMPOSES REPORTING OBLIGATIONS, REQUIRES FUNDS BE USED

SOLELY AS SPECIFIED IN THE PROPOSAL, AND REQUIRES THAT FUNDS BE RETURNED

IF NOT SPENT APPROPRIATELY OR IF REPORTS AREN'T FILED AS REQUIRED.

PART I, LINE 3:

THE ORGANIZATION IS UTILIZING THE ACCRUAL METHOD TO ACCOUNT FOR

EXPENDITURES ON SCHEDULE F, PART I.

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

Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

2020

Open to Public
Inspection

► Attach to Form 990.

► Go to www.irs.gov/Form990 for the latest information.

Name of the organization

WINDWARD FUND

Employer identification number
47-3522162

Part I General Information on Grants and Assistance

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

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

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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
9T05 NATIONAL ASSOCIATION OF WORKING WOMEN INC - 207 E BUFFALO STREET SUITE 211 - MILWAUKEE, WI 53202	34-1246311	501(C)(3)	195,000.	0.			ENVIRONMENTAL PROGRAMS
A BETTER WISCONSIN INSTITUTE 6516 MONONA DR #244 MADISON, WI 53716	84-4321571	501(C)(3)	65,000.	0.			ENVIRONMENTAL PROGRAMS
ACHIEVING COMMUNITY TASKS SUCCESSFULLY - 1403 LAURENTIDE STREET - HOUSTON, TX 77029	45-5172290	501(C)(3)	110,000.	0.			ENVIRONMENTAL PROGRAMS
ACTION CENTER INC 1434 ELBRIDGE ST PHILADELPHIA, PA 19149	30-0246999	501(C)(3)	76,000.	0.			ENVIRONMENTAL PROGRAMS
ACTION NOW INSTITUTE 1901 W CARROLL AVE SUITE 201A CHICAGO, IL 60612	27-1253912	501(C)(3)	40,000.	0.			ENVIRONMENTAL PROGRAMS
AIR ALLIANCE HOUSTON 2520 CAROLINE STREET SUITE 100 HOUSTON, TX 77004	76-0461030	501(C)(3)	210,000.	0.			ENVIRONMENTAL PROGRAMS

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ► 230.

3 Enter total number of other organizations listed in the line 1 table ► 10.

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALIGN: THE ALLIANCE FOR A GREATER NEW YORK - 50 BROADWAY 29TH FLOOR - NEW YORK, NY 10004	20-0559291	501(C)(3)	85,000.	0.			ENVIRONMENTAL PROGRAMS
ALLIANCE FOR A JUST SOCIETY 3518 S EDMUNDS ST SEATTLE, WA 98118	91-1635554	501(C)(3)	80,000.	0.			ENVIRONMENTAL PROGRAMS
ALLIANCE FOR YOUTH ORGANIZING 915 5TH ST NW WASHINGTON, DC 20001	46-2465621	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
ALLIED MEDIA PROJECTS INC 4126 THIRD STREET DETROIT, MI 48201	01-0559608	501(C)(3)	110,000.	0.			ENVIRONMENTAL PROGRAMS
ALTERNATE ROOTS INC 1270 CAROLINE STREET BOX D120-353 ATLANTA, GA 30307	58-1318198	501(C)(3)	160,000.	0.			ENVIRONMENTAL PROGRAMS
ALTERNATIVES FOR COMMUNITY AND ENVIRONMENT INC - 2201 WASHINGTON ST SUITE 302 - ROXBURY, MA 02119	04-3228509	501(C)(3)	80,000.	0.			ENVIRONMENTAL PROGRAMS
AMIGOS BRAVOS INC PO BOX 238 TAOS, NM 87571	85-0363268	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
ARCADIA FOOD, INC 9000 RICHMOND HIGHWAY ALEXANDRIA, VA 22309	27-3611614	501(C)(3)	15,000.	0.			AGRICULTURE, FOOD, NUTRITION
ASIAN AMERICAN ADVANCING JUSTICE ATLANTA - 5680 OAKBROOK PARKWAY SUITE 148 - NORCROSS, GA 30093	27-2577567	501(C)(3)	200,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ASIAN PACIFIC ENVIRONMENTAL NETWORK (APEN) - 426 17TH ST SUITE 500 - OAKLAND, CA 94612	94-3261846	501(C)(3)	85,000.	0.			ENVIRONMENTAL PROGRAMS
ASU FOUNDATION FOR A NEW AMERICAN UNIVERSITY - 300 E UNIVERSITY DR - TEMPE, AZ 85281	86-6051042	501(C)(3)	300,000.	0.			ENVIRONMENTAL PROGRAMS
BALTIMORE CITY PUBLIC SCHOOLS 200 EAST NORTH AVENUE BALTIMORE, MD 21202	52-2064235	GOVERNMENT (U.S.)	257,000.	0.			AGRICULTURE, FOOD, NUTRITION
BEHAVIORAL IDEAS LAB INC 80 BROAD STREET FLOOR 30 NEW YORK, NY 10004	27-1678009	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
BLACK MALE VOTER PROJECT 384 NORTHYARDS BLVD NW BUILDING 100 ATLANTA, GA 30313	84-3530186	501(C)(4)	395,000.	0.			ENVIRONMENTAL PROGRAMS
BLUEPRINT NORTH CAROLINA 3125 POPLARWOOD CT SUITE 300 RALEIGH, NC 27604	27-2459538	501(C)(3)	150,000.	0.			ENVIRONMENTAL PROGRAMS
BOARD OF REGENTS NEVADA SYSTEM OF HIGHER EDUCATION - 2601 ENTERPRISE RD - RENO, NV 89512-1666	88-6000024	501(C)(3)	648,604.	0.			ENVIRONMENTAL PROGRAMS
BRIGHTON PARK NEIGHBORHOOD COUNCIL 4477 S ARCHER AVE CHICAGO, IL 60632	36-4229387	501(C)(3)	130,000.	0.			ENVIRONMENTAL PROGRAMS
BUSINESS EDUCATION FUND 1875 CONNECTICUT AVE NW 11TH FL SUITE 1000 WASHINGTON, DC 20009	84-2969730	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BVM CAPACITY BUILDING INSTITUTE INC - 4751 BEST ROAD SUITE 490 - ATLANTA, GA 30337	82-3835203	501(C)(3)	435,000.	0.			ENVIRONMENTAL PROGRAMS
CASA DE MARYLAND INC 8151 15TH AVENUE HYATTSVILLE, MD 20783	52-1372972	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
CENTER FOR COALFIELD JUSTICE PO BOX 4023 WASHINGTON, PA 15301	25-1781592	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
CENTER FOR EARTH, ENERGY AND DEMOCRACY - 4511 34TH AVENUE, S - MINNEAPOLIS, MN 55406	45-2580349	501(C)(3)	70,000.	0.			ENVIRONMENTAL PROGRAMS
CENTER FOR POPULAR DEMOCRACY 449 TROUTMAN STREET SUITE A BROOKLYN, NY 11237	45-3813436	501(C)(3)	60,000.	0.			ENVIRONMENTAL PROGRAMS
CENTER FOR RURAL STRATEGIES INC 46 EAST MAIN STREET WHITESBURG, KY 41858	61-1379952	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
CENTER ON POLICY INITIATIVES 3727 CAMINO DEL RIO SOUTH SUITE 100 SAN DIEGO, CA 92108	33-0824881	501(C)(3)	75,000.	0.			ENVIRONMENTAL PROGRAMS
CENTER ON RACE POVERTY & THE ENVIRONMENT - 1012 JEFFERSON STREET - DELANO, CA 93215	05-0557231	501(C)(3)	80,000.	0.			ENVIRONMENTAL PROGRAMS
CENTRAL COAST ALLIANCE UNITED FOR A SUSTAINABLE ECONOMY - 2021 SPERRY AVE SUITE 9 - VENTURA, CA 93003	77-0578864	501(C)(3)	65,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CENTRO POR LA JUSTICIA 1416 E COMMERCE SAN ANTONIO, TX 78205	74-2720710	501(C)(3)	40,000.	0.			ENVIRONMENTAL PROGRAMS
CERES INC 99 CHAUNCY STREET 6TH FLOOR BOSTON, MA 02111	22-3053747	501(C)(3)	452,139.	0.			ENVIRONMENTAL PROGRAMS
CIRCLE OF BLUE INC 800 COTTAGEVIEW DRIVE SUITE 1042 TRAVERSE CITY, MI 49684	82-3582132	501(C)(3)	20,000.	0.			ENVIRONMENTAL PROGRAMS
CITIZEN ACTION OF WISCONSIN EDUCATION FUND INC - 221 S 2ND STREET #300 - MILWAUKEE, WI 53204	39-1520619	501(C)(3)	165,000.	0.			ENVIRONMENTAL PROGRAMS
CITY OF BOSTON BOSTON CITY HALL ROOM M5 BOSTON, MA 02201	04-6001380	GOVERNMENT (U.S.)	200,428.	0.			AGRICULTURE, FOOD, NUTRITION
COLORADO PEOPLE'S ALLIANCE (COPA) 700 KALAMATH ST DENVER, CO 80204	84-1599036	501(C)(3)	85,000.	0.			ENVIRONMENTAL PROGRAMS
COMMONWEALTH FOUNDATION INC 1600 SHATTUCK AVE #226 BERKELEY, CA 94709	22-2543558	501(C)(3)	105,000.	0.			ENVIRONMENTAL PROGRAMS
COMMUNITIES FOR A BETTER ENVIRONMENT - 6325 PACIFIC BOULEVARD SUITE 300 - HUNTINGTON PARK, CA 90255	94-2998086	501(C)(3)	80,000.	0.			ENVIRONMENTAL PROGRAMS
COMMUNITIES UNITED FOR ACTION 1814 DREMAN AVENUE CINCINNATI, OH 45223	31-1429740	501(C)(3)	70,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COMMUNITY IN-POWER AND DEVELOPMENT ASSOCIATION INC - 910 COLORADO AVE - PORT AUTHUR, TX 77642	43-2026038	501(C)(3)	80,000.	0.			ENVIRONMENTAL PROGRAMS
COMMUNITY NETWORKING RESOURCES 9327 BEAR LAKE WAY NW ALBUQUERQUE, NM 87120	85-0437704	501(C)(3)	54,000.	0.			ENVIRONMENTAL PROGRAMS
COMMUNITY VOICES HEARD 115 EAST 106TH ST 3RD FL NEW YORK, NY 10029	13-3901997	501(C)(3)	80,000.	0.			ENVIRONMENTAL PROGRAMS
CONNECTICUT CITIZEN RESEARCH GROUP INC - 30 ARBOR ST STE 6N - HARTFORD, CT 06106	06-0889894	501(C)(3)	65,000.	0.			ENVIRONMENTAL PROGRAMS
COOPERATION JACKSON 939 W CAPITOL ST JACKSON, MS 39203	47-1153202	501(C)(3)	55,000.	0.			ENVIRONMENTAL PROGRAMS
DALLAS INDEPENDENT SCHOOL DISTRICT 9400 N CENTRAL EXPWY DALLAS, TX 75231	75-6001278	GOVERNMENT (U.S.)	590,000.	0.			AGRICULTURE, FOOD, NUTRITION
DEEP SOUTH CENTER FOR ENVIRONMENTAL JUSTICE - 9801 LAKE FOREST BLVD - NEW ORLEANS, LA 70127	56-2466977	501(C)(3)	21,000.	0.			ENVIRONMENTAL PROGRAMS
DEKALB COUNTY SCHOOL DISTRICT 1701 MOUNTAIN INDUSTRIAL BLVD STONE MOUNTAIN, GA 30083	58-6000227	GOVERNMENT (U.S.)	295,382.	0.			AGRICULTURE, FOOD, NUTRITION
DETROIT BLACK COMMUNITY FOOD SECURITY NETWORK - 11000 W McNICHOLS RD STE 103 - DETROIT, MI 48221	33-1140762	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
DUWAMISH RIVER CLEANUP COALITION TAG - 7400 3RD AVE SOUTH - SEATTLE, WA 98108	20-4629856	501(C)(3)	70,000.	0.			ENVIRONMENTAL PROGRAMS
EARTH ISLAND INSTITUTE 2150 ALLSTON WAY SUITE 460 BERKELEY, CA 94704	94-2889684	501(C)(3)	341,651.	0.			AGRICULTURE, FOOD, NUTRITION
EAST BAY ALLIANCE FOR A SUSTAINABLE ECONOMY - 360 14TH STREET 4TH FLOOR - OAKLAND, CA 94612	94-3314108	501(C)(3)	15,000.	0.			ENVIRONMENTAL PROGRAMS
EAST MICHIGAN ENVIRONMENTAL ACTION COUNCIL - 4605 CASS AVENUE - DETROIT, MI 48201	23-7241219	501(C)(3)	31,000.	0.			ENVIRONMENTAL PROGRAMS
EAST YARD COMMUNITIES FOR ENVIRONMENTAL JUSTICE - 2317 ATLANTIC BLVD - COMMERCE, CA 90040	46-5685097	501(C)(3)	30,000.	0.			ENVIRONMENTAL PROGRAMS
ENVIRONMENTAL LAW AND POLICY CENTER OF THE MIDWEST - 35 E WACKER DRIVE SUITE 1600 - CHICAGO, IL 60601	36-3866530	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
ENVIRONMENTAL TRANSFORMATION MOVEMENT OF FLINT - 1432 WOODSLEA DRIVE - FLINT, MI 48507	83-2914543	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
FAITH IN ACTION NETWORK 999 NORTH CAPITOL ST NE STE 200 WASHINGTON, DC 20002	94-2206497	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
FAITH IN FLORIDA INC 406 EAST AMELIA STREET ORLANDO, FL 32803	59-3151613	501(C)(3)	125,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FAITH IN INDIANA 212 W.10TH ST. SUITE F-175 INDIANAPOLIS, IN 46204	45-2349567	501(C)(3)	150,000.	0.			ENVIRONMENTAL PROGRAMS
FAITH IN PUBLIC LIFE INC 1990 M ST NW SUITE 740 WASHINGTON, DC 20036	20-3798596	501(C)(3)	150,000.	0.			ENVIRONMENTAL PROGRAMS
FAMILY FARM ACTION ALLIANCE 210 EAST LOVE MEXICO, MO 65265	84-3606318	501(C)(3)	35,000.	0.			ENVIRONMENTAL PROGRAMS
FARMWORKER ASSOCIATION OF FLORIDA INC - 1264 APOPKA BLVD - APOPKA, FL 32703	59-2683978	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
FOR WEST VIRGINIA'S FUTURE INC 3590 BENEDICT ROAD CULLODEN, WV 25510	82-4058689	501(C)(4)	40,000.	0.			ENVIRONMENTAL PROGRAMS
FOUNDATION FOR LOUISIANA 1820 ST CHARLES AVE STE 200 NEW ORLEANS, LA 70130	20-3399944	501(C)(3)	250,000.	0.			ENVIRONMENTAL PROGRAMS
FREEDOM INC 2030 S PARK STREET MADISON, WI 53713	43-2023570	501(C)(3)	25,000.	0.			ENVIRONMENTAL PROGRAMS
GEORGIA CONSERVATION VOTERS EDUCATION FUND - 101 MARIETTA ST NW SUITE 3000 - ATLANTA, GA 30303	58-2559965	501(C)(3)	210,000.	0.			ENVIRONMENTAL PROGRAMS
GEORGIA SHIFT PO BOX 14701 AUGUSTA, GA 30919	46-5280771	501(C)(3)	25,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GEORGIA STAND UP 501 PULLIAM ST SW SUITE 100 ATLANTA, GA 30312	20-0984437	501(C)(3)	85,000.	0.			ENVIRONMENTAL PROGRAMS
GRASSROOTS COLLABORATIVE 637 S DEARBORN ST THIRD FLOOR CHICAGO, IL 60605	36-4328006	501(C)(3)	407,000.	0.			ENVIRONMENTAL PROGRAMS
GREENROOTS INC 227 MARGINAL ST STE 1 CHELSEA, MA 02150	81-2718273	501(C)(3)	70,000.	0.			ENVIRONMENTAL PROGRAMS
HARAMBEE HOUSE INC 1115 HABERSHAM STREET SAVANNAH, GA 31401	43-1553857	501(C)(3)	160,000.	0.			ENVIRONMENTAL PROGRAMS
HIGHLANDER RESEARCH & EDUCATION CENTER INC - 1959 HIGHLANDER WAY - NEW MARKET, TN 37820	62-0646373	501(C)(3)	36,000.	0.			ENVIRONMENTAL PROGRAMS
HILL COUNTRY ALLIANCE PO BOX 151675 AUSTIN, TX 78715	26-0106908	501(C)(3)	1,101,500.	0.			ENVIRONMENTAL PROGRAMS
HISPANICS IN PHILANTHROPY 414 13TH STREET SUITE 200 OAKLAND, CA 94612	94-3040607	501(C)(3)	30,456.	0.			AGRICULTURE, FOOD, NUTRITION
HOOSIER ACTION RESOURCE CENTER INC 1461 W BLOOMFIELD RD BLOOMINGTON, IN 47403	83-4091031	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
INDIGENOUS ENVIRONMENTAL NETWORK PO BOX 485 BEMIDJI, MN 56619	38-3653476	501(C)(3)	15,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
INSTITUTE FOR GOVERNANCE AND SUSTAINABLE DEVELOPMENT - 2300 WISCONSIN AVE NW SUITE 300B - WASHINGTON, DC 20007	81-0616238	501(C)(3)	694,000.	0.			ENVIRONMENTAL PROGRAMS
INSTITUTE FOR WASHINGTONS FUTURE 2720 VALENCIA ST BELLINGHAM, WA 98226	91-0931421	501(C)(3)	60,000.	0.			ENVIRONMENTAL PROGRAMS
IOWA CITIZENS FOR COMMUNITY IMPROVEMENT - 2001 FOREST AVE - DES MOINES, IA 50311	42-1110721	501(C)(3)	180,000.	0.			ENVIRONMENTAL PROGRAMS
IRAQ VETERANS AGAINST THE WAR 64 FULTON ST RM 403 NEW YORK, NY 10038	35-2314550	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
IRONBOUND COMMUNITY CORPORATION 317 ELM ST NEWARK, NJ 07105	22-1916086	501(C)(3)	55,000.	0.			ENVIRONMENTAL PROGRAMS
ISAIAH 2356 UNIVERSITY AVE W #405 ST. PAUL, MN 55114	41-1957358	501(C)(3)	200,000.	0.			ENVIRONMENTAL PROGRAMS
JANE ADDAMS SENIOR CAUCUS 1111 N WELLS ST SUITE 302 CHICAGO, IL 60610	36-3476552	501(C)(3)	15,000.	0.			ENVIRONMENTAL PROGRAMS
JESUS PEOPLE AGAINST POLLUTION PO BOX 765 COLUMBIA, MS 39429	64-0837014	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
JOLT INITIATIVE INC PO BOX 4185 AUSTIN, TX 78765	82-1708759	501(C)(3)	470,000.	0.			ENVIRONMENTAL PROGRAMS

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JUST TRANSITION ALLIANCE 2615 CAMINO DEL RIO SOUTH SUITE 400 SAN DIEGO, CA 92108	52-2283569	501(C)(3)	75,000.	0.			ENVIRONMENTAL PROGRAMS
KENTUCKY COALITION INC PO BOX 1450 LONDON, KY 40743	31-1113237	501(C)(3)	137,500.	0.			ENVIRONMENTAL PROGRAMS
KENWOOD OAKLAND COMMUNITY ORGANIZATION - 4242 S. COTTAGE GROVE AVE. - CHICAGO, IL 60653	36-2598637	501(C)(3)	20,000.	0.			ENVIRONMENTAL PROGRAMS
LEADERSHIP COUNSEL FOR JUSTICE AND ACCOUNTABILITY - 764 P STREET SUITE 012 - FRESNO, CA 93721	46-1517800	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND - 740 15TH ST NW SUITE 700 - WASHINGTON, DC 20005	52-1379661	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
LELAND STANFORD JUNIOR UNIVERSITY 3145 PORTER DR PALO ALTO, CA 94304	94-1156365	501(C)(3)	25,338.	0.			ENVIRONMENTAL PROGRAMS
LINK HOUSTON 708 MAIN STREET FL 10 HOUSTON, TX 77002	82-2124290	501(C)(3)	300,000.	0.			ENVIRONMENTAL PROGRAMS
LITTLE VILLAGE ENVIRONMENTAL JUSTICE ORGANIZATION - 2445 S. SPAULDING AVE. - CHICAGO, IL 60623	36-4259477	501(C)(3)	85,000.	0.			ENVIRONMENTAL PROGRAMS
LIVELIHOODS KNOWLEDGE EXCHANGE NETWORK - 109 ROSEMONT GARDEN - LEXINGTON, KY 40517	61-1199616	501(C)(3)	35,000.	0.			ENVIRONMENTAL PROGRAMS

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)							
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LOGAN SQUARE NEIGHBORHOOD ASSOCIATION - 2840 N MILWAUKEE AVE - CHICAGO, IL 60618	36-2638491	501(C)(3)	15,000.	0.			ENVIRONMENTAL PROGRAMS
LOS ANGELES UNIFIED SCHOOL DISTRICT - 333 S BEAUDRY AVE 28TH FLOOR - LOS ANGELES, CA 90017	95-6001908	GOVERNMENT (U.S.)	300,000.	0.			AGRICULTURE, FOOD, NUTRITION
LOUD LIGHT PO BOX 4045 TOPEKA, KS 66604	81-0798700	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
LOUISIANA BUCKET BRIGADE 3416B CANAL STREET NEW ORLEANS, LA 70119	72-1488935	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
MAINE PEOPLES RESOURCE CENTER 565 CONGRESS ST UNIT 200 PORTLAND, ME 04101	22-2586108	501(C)(3)	200,000.	0.			ENVIRONMENTAL PROGRAMS
MIAMI WORKERS CENTER 720 NW 55TH ST MIAMI, FL 33127	65-0942224	501(C)(3)	40,000.	0.			ENVIRONMENTAL PROGRAMS
MILWAUKEE ENVIRONMENTAL CONSORTIUM INC - 1836 W FOND DU LAC AVE - MILWAUKEE, WI 53205	83-0373300	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
MINNEAPOLIS FOUNDATION 800 IDS CENTER 80 S EIGHTH ST MINNEAPOLIS, MN 55402	41-6029402	501(C)(3)	304,052.	0.			ENVIRONMENTAL PROGRAMS
MINNESOTA VOICE 1600 UNIVERSITY AVE W SUITE 303 ST PAUL, MN 55104	46-4457692	501(C)(3)	200,000.	0.			ENVIRONMENTAL PROGRAMS

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

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MISSOURI JOBS WITH JUSTICE 2725 CLIFTON AVE ST LOUIS, MO 63139	43-1864844	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
MISSOURI ORGANIZING AND VOTER ENGAGEMENT COLLABORATIVE - 4526 PASEO BLVD - KANSAS CITY, MO 64110	43-1619531	501(C)(3)	225,000.	0.			ENVIRONMENTAL PROGRAMS
MISSOURI RURAL CRISIS CENTER 1108 RANGELINE ST. COLUMBIA, MO 65201	43-1432033	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
MONDO BIZARRO PRODUCTIONS 609 ST FERDINAND NEW ORLEANS, LA 70119	84-1891312	501(C)(3)	20,000.	0.			ENVIRONMENTAL PROGRAMS
MONTANA HUMAN RIGHTS NETWORK 100 N LAST CHANCE GULCH HELENA, MT 59601	81-0472423	501(C)(3)	75,000.	0.			ENVIRONMENTAL PROGRAMS
MONTPIRG LEADERSHIP FUND 141 CORBIN HALL MISSOULA, MT 59812	81-0486984	501(C)(3)	25,000.	0.			ENVIRONMENTAL PROGRAMS
NATIONAL AUDUBON SOCIETY INC 225 VARICK STREET 7TH FLOOR NEW YORK, NY 10014	13-1624102	501(C)(3)	168,442.	0.			ENVIRONMENTAL PROGRAMS
NATIONAL VOTE AT HOME INSTITUTE PO BOX 65752 WASHINGTON, DC 20035	82-5515680	501(C)(3)	250,000.	0.			ENVIRONMENTAL PROGRAMS
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190	53-0204616	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS

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NATIVE VISION INC PO BOX 210914 ANCHORAGE, AK 99521	83-2072085	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
NATURES GARDEN FOR VICTORY AND PEACE - 1370 COUNTY RD - TUSKEGEE, AL 36083	23-1923398	501(C)(3)	40,000.	0.			ENVIRONMENTAL PROGRAMS
NC ASSOCIATION OF BLACK LAWYERS LAND LOSS PREVENTION P - PO BOX 179 - DURHAM, NC 27702	56-1348982	501(C)(3)	21,000.	0.			ENVIRONMENTAL PROGRAMS
NC WARN 2812 HILLSBOROUGH RD DURHAM, NC 27705	56-1734433	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
NDN COLLECTIVE INC 317 MAIN ST SUITE 1 RAPID CITY, SD 57701	82-3776329	501(C)(3)	310,000.	0.			ENVIRONMENTAL PROGRAMS
NEIGHBOR TO NEIGHBOR MASSACHUSETTS 15 COURT SQ SUITE 345 BOSTON, MA 02108	04-3507714	501(C)(4)	60,000.	0.			ENVIRONMENTAL PROGRAMS
NEO PHILANTHROPY INC 45 WEST 36TH STREET 6TH FLOOR NEW YORK, NY 10018	13-3191113	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
NEW ALPHA COMMUNITY DEVELOPMENT CORPORATION - 1528 PALOMAR PARKWAY - FLORENCE, SC 29506	47-3582552	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
NEW FLORIDA MAJORITY EDUCATION FUND - 10800 BISCAYNE BLVD SUITE 1050 - MIAMI, FL 33161	45-3956785	501(C)(3)	175,000.	0.			ENVIRONMENTAL PROGRAMS

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NEW GEORGIA PROJECT INC 165 COURTLAND ST NE SUITE A-231 ATLANTA, GA 30303	82-1348307	501(C)(3)	585,000.	0.			ENVIRONMENTAL PROGRAMS
NEW JERSEY LEAGUE OF CONSERVATION VOTERS EDUCATION FUND - 707 STATE RD SUITE 223 - PRINCETON, NJ 08536	45-2995824	501(C)(3)	80,000.	0.			ENVIRONMENTAL PROGRAMS
NEW JERSEY RESOURCE PROJECT INC 128 BARTLETT AVE WEST CREEK, NJ 08092	81-1914235	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
NEW MEXICO ACEQUIA ASSOCIATION 805 EARLY STREET SUITE 203B SANTA FE, NM 87505	85-0440606	501(C)(3)	200,000.	0.			ENVIRONMENTAL PROGRAMS
NEW VENTURE FUND 1828 L STREET NW, SUITE 300-A WASHINGTON, DC 20036	20-5806345	501(C)(3)	1,666,000.	0.			ENVIRONMENTAL PROGRAMS
NEW VIRGINIA MAJORITY EDUCATION FUND - 3801 MOUNT VERNON AVE - ALEXANDRIA, VA 22305	27-1705920	501(C)(3)	40,000.	0.			ENVIRONMENTAL PROGRAMS
NEW YORK CITY DEPARTMENT OF EDUCATION - 65 COURT ST - BROOKLYN, NY 11201	13-6400434	GOVERNMENT (U.S.)	120,505.	0.			AGRICULTURE, FOOD, NUTRITION
NEW YORK CITY ENVIRONMENTAL JUSTICE ALLIANCE - 462 36TH ST SUITE 3F - BROOKLYN, NY 11232	13-3779250	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
NORTH CAROLINA A PHILIP RANDOLPH INSTITUTE INC - 1408 HILLSBOROUGH STREET - RALEIGH, NC 27605	56-1500282	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS

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NORTH CAROLINA BLACK ALLIANCE PO BOX 27886 RALEIGH, NC 27611	56-2210571	501(C)(3)	350,000.	0.			ENVIRONMENTAL PROGRAMS
NORTH CAROLINA ENVIRONMENTAL JUSTICE NETWORK - PO BOX 68 - ROCKY MOUNT, NC 27802	20-5966295	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
NORTHERN PLAINS RESOURCE COUNCIL 220 S 27TH STREET SUITE A BILLINGS, MT 59101	81-0367205	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
OHIO ORGANIZING COLLABORATIVE 25 EAST BOARDMAN ST SUITE 230 YOUNGSTOWN, OH 44503	26-1601472	501(C)(3)	125,000.	0.			ENVIRONMENTAL PROGRAMS
OHIO VALLEY ENVIRONMENTAL COALITION - PO BOX 6753 - HUNTINGTON, WV 25773-6753	31-1311861	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
ONE ARIZONA 530 E McDOWELL ROAD SUITE 107448 PHOENIX, AZ 85004	37-1782220	501(C)(3)	200,000.	0.			ENVIRONMENTAL PROGRAMS
ONE FAIR WAGE INC 7510 HILLMONT DRIVE OAKLAND, CA 94605	85-0692228	501(C)(3)	150,000.	0.			ENVIRONMENTAL PROGRAMS
ONE NORTHSIDE 4648 NORTH RACINE CHICAGO, IL 60640	51-0137583	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
ONE VOICE 1072 JR LYNCH ST SUITE 7 JACKSON, MS 39203	02-0787550	501(C)(3)	97,500.	0.			ENVIRONMENTAL PROGRAMS

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OPAL 2788 SE 82ND AVE #203 PORTLAND, OR 97266	20-2782595	501(C)(3)	85,000.	0.			ENVIRONMENTAL PROGRAMS
OURSPACE WORLD INC 6106 42ND AVENUE B201 HYATTSVILLE, MD 20781	61-1663030	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
PENNSYLVANIA UNITED 841 CALIFORNIA AVE 3RD FLOOR PITTSBURGH, PA 15212	82-3674888	501(C)(4)	75,000.	0.			ENVIRONMENTAL PROGRAMS
PENNSYLVANIA VOICE 123 SOUTH BROAD STREET SUITE 630 PHILADELPHIA, PA 19109	81-1141448	501(C)(3)	125,000.	0.			ENVIRONMENTAL PROGRAMS
PEOPLE FOR COMMUNITY RECOVERY 13330 S CORLISS AVE CHICAGO, IL 60827	36-3415767	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
PEOPLE ORGANIZED FOR WESTSIDE RENEWAL - 5617 HOLLYWOOD BLVD STE 107 - LOS ANGELES, CA 90028	65-1208274	501(C)(3)	60,000.	0.			ENVIRONMENTAL PROGRAMS
PEOPLE UNITED FOR SUSTAINABLE HOUSING - 429 PLYMOUTH AVE SUITE 1 - BUFFALO, NY 14213	20-3558447	501(C)(3)	15,000.	0.			ENVIRONMENTAL PROGRAMS
PEOPLES ACTION INSTITUTE 1130 N MILWAUKEE AVE CHICAGO, IL 60642	36-2755109	501(C)(3)	75,000.	0.			ENVIRONMENTAL PROGRAMS
PHOENIX NEWSPAPERS INC 200 E VAN BUREN ST PHOENIX, AZ 85004	86-0937358		50,000.	0.			ENVIRONMENTAL PROGRAMS

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PITTSBURGH UNITED 841 CALIFORNIA AVE 3RD FLOOR PITTSBURGH, PA 15212	20-8534071	501(C)(3)	80,000.	0.			ENVIRONMENTAL PROGRAMS
PODER 6103 LARCH TERRACE AUSTIN, TX 78741	74-2682311	501(C)(3)	45,000.	0.			ENVIRONMENTAL PROGRAMS
PODER NC ACTION 1101 HAYNES ST SUITE 205 RALEIGH, NC 27604	84-2828142	501(C)(4)	100,000.	0.			ENVIRONMENTAL PROGRAMS
PROGEORGIA STATE TABLE INC 151 ELLIS ST NE 2ND FLOOR ATLANTA, GA 30303	46-1064042	501(C)(3)	810,000.	0.			ENVIRONMENTAL PROGRAMS
PROGRESS MICHIGAN EDUCATION 614 SEYMOUR AVE LANSING, MI 48933	26-0900874	501(C)(3)	150,000.	0.			ENVIRONMENTAL PROGRAMS
PROGRESSIVE LEADERSHIP ALLIANCE OF NEVADA - 2330 PASEO DEL PRADO C109 - LAS VEGAS, NV 89102	88-0318655	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
PROGRESSIVE MARYLAND EDUCATION FUND - PO BOX 6988 - LARGO, MD 20792	03-0401249	501(C)(3)	70,000.	0.			ENVIRONMENTAL PROGRAMS
PROGRESSNOW ARIZONA INSTITUTE 530 E McDOWELL ROAD SUITE 107 414 PHOENIX, AZ 85004	83-3494676	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
PROJECT SOUTH 9 GAMMON AVENUE SOUTH ATLANTA, GA 30315	58-1956686	501(C)(3)	20,000.	0.			ENVIRONMENTAL PROGRAMS

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PUBLIC ALLIES 735 N WATER STREET STE 550 MILWAUKEE, WI 53202	52-1759564	501(C)(3)	300,000.	0.			ENVIRONMENTAL PROGRAMS
PUBLIC POLICY AND EDUCATION FUND OF NEW YORK - 94 CENTRAL AVE - ALBANY, NY 12206	13-3364209	501(C)(3)	60,000.	0.			ENVIRONMENTAL PROGRAMS
PUBLIC POLICY INSTITUTE OF CALIFORNIA - 500 WASHINGTON STREET, SUITE 600 - SAN FRANCISCO, CA 94111	94-3207299	501(C)(3)	233,661.	0.			ENVIRONMENTAL PROGRAMS
RENEW NEW ENGLAND ALLIANCE (VENDOR) - 91 WILLIAMS ST - PROVIDENCE, RI 02906	85-0775600	501(C)(3)	232,500.	0.			ENVIRONMENTAL PROGRAMS
RIGHTS & DEMOCRACY EDUCATION FUND 70 S WINOOSKI AVE #205 BURLINGTON, VT 05401	47-5375511	501(C)(3)	115,000.	0.			ENVIRONMENTAL PROGRAMS
ROCKEFELLER PHILANTHROPY ADVISORS, INC. - 6 WEST 48TH STREET 10TH FLOOR - NEW YORK, NY 10036	13-3615533	501(C)(3)	92,500.	0.			ENVIRONMENTAL PROGRAMS
RURAL ADVANCEMENT FOUNDATION INTERNATIONAL USA - PO BOX 640 - PITTSBORO, NC 27312	56-1704863	501(C)(3)	60,000.	0.			ENVIRONMENTAL PROGRAMS
RURAL ARIZONA ENGAGEMENT 345 E CENTRAL AVE SUITE 4 COOLIDGE, AZ 85128	83-3114207	501(C)(3)	60,000.	0.			ENVIRONMENTAL PROGRAMS
RURAL UTAH PROJECT EDUCATION FUND 323 S 600 E SUITE 130 SALT LAKE CITY, UT 84102	84-2842840	501(C)(3)	80,000.	0.			ENVIRONMENTAL PROGRAMS

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RURALORGANIZING.ORG EDUCATION FUND 545 E TOWN STREET COLUMBUS, OH 43215	85-1211115	501(C)(3)	200,000.	0.			ENVIRONMENTAL PROGRAMS
SCHOOL BOARD OF ORANGE COUNTY FLORIDA - 8101 BENRUS ST - ORLANDO, FL 32827	59-6000771	GOVERNMENT (U.S.)	250,000.	0.			AGRICULTURE, FOOD, NUTRITION
SCHOOL DISTRICT OF PALM BEACH COUNTY FLORIDA - 3661 INTERSTATE PARK ROAD NORTH SUITE 100 - WEST PALM BEACH, FL 33404	59-6000783	GOVERNMENT (U.S.)	250,000.	0.			AGRICULTURE, FOOD, NUTRITION
SCHOOL DISTRICT OF PHILADELPHIA 440 NORTH BROAD ST 3RD FLOOR PHILADELPHIA, PA 19130	23-6004102	GOVERNMENT (U.S.)	122,242.	0.			AGRICULTURE, FOOD, NUTRITION
SIERRA HEALTH FOUNDATION CENTER FOR HEALTH PROGRAM MAN - 1321 GARDEN HIGHWAY - SACRAMENTO, CA 95833	45-5282243	501(C)(3)	1,027,000.	0.			ENVIRONMENTAL PROGRAMS
SIXTEEN THIRTY FUND 1828 L STREET NW, SUITE 300-B WASHINGTON, DC 20036	26-4486735	501(C)(4)	500,000.	0.			ENVIRONMENTAL PROGRAMS
SMARTMEME INC DBA CENTER FOR STORY-BASED STRATEGY - 654 13TH STREET SUITE 100 - OAKLAND, CA 94612	20-1897585	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
SOCE NEIGHBORHOOD ACTION FOUNDATION - 417 E GILBERT ST - WICHITA, KS 67211	47-3299772	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
SOULARDARITY 21 HIGHLAND ST HIGHLAND PARK, MI 48203	47-2733535	501(C)(3)	40,000.	0.			ENVIRONMENTAL PROGRAMS

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SOUTHERN MAINE WORKERS CENTER 56 NORTH ST SUITE 100 PORTLAND, ME 04101	20-4982064	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
SOUTHERN VISION ALLIANCE 1410 CHAPEL HILL STREET DURHAM, NC 27701	61-1639641	501(C)(3)	150,000.	0.			ENVIRONMENTAL PROGRAMS
SOUTHERN WISCONSIN LAND CONSERVANCY INC - N673 MILL RD - JUDA, WI 53550	82-4936924	501(C)(3)	800,000.	0.			ENVIRONMENTAL PROGRAMS
SOUTHWEST ORGANIZING PROJECT 211 10TH ST SW ALBUQUERQUE, NM 87102	85-0368743	501(C)(3)	70,000.	0.			ENVIRONMENTAL PROGRAMS
SOWEGA RISING INC 2407 CHERRY LAUREL LANE ALBANY, GA 31705	83-2761941	501(C)(3)	150,000.	0.			ENVIRONMENTAL PROGRAMS
STAND UP NASHVILLE PO BOX 292583 NASHVILLE, TN 37229	83-0602074	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
STATE VOICES 1616 P STREET NW SUITE 220 WASHINGTON, DC 20036	20-1115618	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
SUNRISE MOVEMENT EDUCATION FUND 50 F ST NW STE 700 WASHINGTON, DC 20001	46-4773036	501(C)(3)	310,000.	0.			ENVIRONMENTAL PROGRAMS
TAKEACTION MINNESOTA EDUCATION FUND - 705 RAYMOND AVENUE SUITE 100 - ST PAUL, MN 55114	41-1635130	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TALLAHASSEE FOOD NETWORK INC PO BOX 365 TALLAHASSEE, FL 32303	46-1175320	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
TEXAS FREEDOM NETWORK EDUCATION FUND - 608 W 22ND STREET - AUSTIN, TX 78705	74-2788317	501(C)(3)	320,000.	0.			ENVIRONMENTAL PROGRAMS
TEXAS ORGANIZING PROJECT EDUCATION FUND - PO BOX 120296 - SAN ANTONIO, TX 78212	27-1481855	501(C)(3)	90,000.	0.			ENVIRONMENTAL PROGRAMS
TEXAS TRIBUNE 919 CONGRESS AVE SIXTH FLOOR AUSTIN, TX 78701	26-4527097	501(C)(3)	200,000.	0.			ENVIRONMENTAL PROGRAMS
THE CENTER FOR CULTURAL POWER 1330 BROADWAY SUITE 300 OAKLAND, CA 94612	45-3154473	501(C)(3)	310,000.	0.			ENVIRONMENTAL PROGRAMS
THE CENTER FOR ENERGY EDUCATION 460 AIRPORT ROAD ROANOKE RAPIDS, NC 27870	47-2079791	501(C)(3)	150,000.	0.			ENVIRONMENTAL PROGRAMS
THE EARTH GENOME 121 PEPPER DRIVE LOS ALTOS, CA 94022	47-2935807	501(C)(3)	949,747.	0.			ENVIRONMENTAL PROGRAMS
THE FUND FOR PUBLIC SCHOOLS INC 52 CHAMBERS STREET ROOM 305 NEW YORK, NY 10007	11-2656137	501(C)(3)	22,241.	0.			AGRICULTURE, FOOD, NUTRITION
THE GREEN DOOR INITIATIVE 7650 SECOND AVE #109 DETROIT, MI 48202	27-3467703	501(C)(3)	21,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE HOPEWELL FUND 1828 L STREET NW, SUITE 300-D WASHINGTON, DC 20036	47-3681860	501(C)(3)	300,000.	0.			ENVIRONMENTAL PROGRAMS
THE NATURE CONSERVANCY 200 POTTERSVILLE RD. CHESTER, NJ 07930	53-0242652	501(C)(3)	2,073,704.	0.			ENVIRONMENTAL PROGRAMS
THE NEW FOOD ECONOMY INC 12 E 49TH STREET 4TH FLOOR NEW YORK, NY 10007	84-1930625	501(C)(3)	5,242.	0.			AGRICULTURE, FOOD, NUTRITION
THE OCEAN AGENCY 215 SOUTH FERRY RD #28 NARRAGANSETT, RI 02882	84-3398911	501(C)(3)	390,213.	0.			ENVIRONMENTAL PROGRAMS
THE PEOPLE'S LOBBY EDUCATION INSTITUTE - 5358 S INDIANA ST #2S - CHICAGO, IL 60615	45-2550750	501(C)(3)	240,000.	0.			ENVIRONMENTAL PROGRAMS
THE SAND COUNTY FOUNDATION INC. 131 W. WILSON STREET, STE. 610 MADISON, WI 53703	39-6089450	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
THE SCHOOL BOARD OF BROWARD COUNTY FLORIDA - 600 SE 3RD AVENUE TREASURERS OFFICE 2ND FLOOR - FORT LAUDERDALE, FL 33301	59-6000530	GOVERNMENT (U.S.)	355,182.	0.			AGRICULTURE, FOOD, NUTRITION
THE SCHOOL BOARD OF MIAMI-DADE COUNTY FLORIDA - 7042 WEST FLAGLER STREET - MIAMI, FL 33144	59-6000572	GOVERNMENT (U.S.)	200,000.	0.			AGRICULTURE, FOOD, NUTRITION
THE SIERRA CLUB FOUNDATION 2101 WEBSTER STREET SUITE 1250 OAKLAND, CA 94612	94-6069890	501(C)(3)	300,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE WELLNESS KITCHEN OF WARRENTON VA - 265 ROEBLING STREET - WARRENTON, VA 20186	81-3981355		62,276.	0.			AGRICULTURE, FOOD, NUTRITION
TIDES CENTER 1012 TORNEY AVENUE SAN FRANCISCO, CA 94129	94-3213100	501(C)(3)	4,013,868.	0.			ENVIRONMENTAL PROGRAMS
TIDES FOUNDATION 1014 TORNEY AVENUE SAN FRANCISCO, CA 94129	51-0198509	501(C)(3)	230,000.	0.			ENVIRONMENTAL PROGRAMS
TURNER FARM PRESERVATION FOUNDATION INC - 201 E. FIFTH STREET SUITE 900 - CINCINNATI, OH 45202	45-2505826	501(C)(3)	449,894.	0.			AGRICULTURE, FOOD, NUTRITION
UNITED FOR A NEW ECONOMY 7190 COLORADO BLVD STE #400 COMMERCE CITY, CO 80022	26-0019190	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
UNITED FOR RESPECT EDUCATION FUND 81 PROSPECT STREET BROOKLYN, NY 11201	13-3885314	501(C)(3)	175,000.	0.			ENVIRONMENTAL PROGRAMS
UNITED VISION FOR IDAHO 1912 W JEFFERSON ST BOISE, ID 83702	82-0481853	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
UPROSE 462 36TH STREET SUITE 3A BROOKLYN, NY 11232	11-2490531	501(C)(3)	31,000.	0.			ENVIRONMENTAL PROGRAMS
URBAN SCHOOL FOOD ALLIANCE C/O ROMANO & ASSOCIATES 1 PENN PLAZ NEW YORK, NY 10119	46-5754490	501(C)(3)	100,020.	0.			AGRICULTURE, FOOD, NUTRITION

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
URBAN TILTH 323 BROOKSIDE DRIVE RICHMOND, CA 94801	20-4124161	501(C)(3)	55,000.	0.			ENVIRONMENTAL PROGRAMS
US WATER PARTNERSHIP 2900 SOUTH QUINCY STREET SUITE 375 ARLINGTON, VA 22206	47-2900791	501(C)(3)	500,000.	0.			ENVIRONMENTAL PROGRAMS
VILLAGE & WILDERNESS PROJECT INC 44 VINEYARD AVE OAK BLUFFS, MA 02557	85-1486828		188,000.	0.			ENVIRONMENTAL PROGRAMS
VOCES DE LA FRONTERA 1027 S 5TH ST MILWAUKEE, WI 53204	39-2010107	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
VOICES OF COMMUNITY ACTIVISTS AND LEADERS - 80-A FOURTH AVE - BROOKLYN, NY 11217	13-4094385	501(C)(3)	15,000.	0.			ENVIRONMENTAL PROGRAMS
WASHINGTON BUSINESS ALLIANCE FUND PO BOX 98 MERCER ISLAND, WA 98040	35-2460900	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
WASHINGTON CAN EDUCATION & RESEARCH FUND - 1806 EAST YESLER WAY - SEATTLE, WA 98122	91-1259403	501(C)(3)	75,000.	0.			ENVIRONMENTAL PROGRAMS
WATER FOUNDATION 555 CAPITOL MALL SUITE 1155 SACRAMENTO, CA 95814	37-1833985	501(C)(3)	2,176,000.	0.			ENVIRONMENTAL PROGRAMS
WEST ATLANTA WATERSHED ALLIANCE 1442 RICHLAND RD SW ATLANTA, GA 30310	20-0890449	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WEST END REVITALIZATION ASSOCIATION - PO BOX 661 206 MOORE ROAD - MEBANE, NC 27302	56-1918414	501(C)(3)	10,000.	0.			ENVIRONMENTAL PROGRAMS
WESTERN ENVIRONMENTAL LAW CENTER 120 SHELTON MCMURPHEY BLVD STE 340 EUGENE, OR 97401	93-1010269	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
WESTERN ORGANIZATION OF RESOURCE COUNCILS - 220 S 27TH ST SUITE B - BILLINGS, MT 59101	45-0356819	501(C)(4)	100,000.	0.			ENVIRONMENTAL PROGRAMS
WESTERN RESOURCE ADVOCATES 2260 BASELINE ROAD SUITE 200 BOULDER, CO 80302	84-1113831	501(C)(3)	25,000.	0.			ENVIRONMENTAL PROGRAMS
WHYHUNGER INC 505 EIGHTH AVE NEW YORK, NY 10018	13-2805575	501(C)(3)	30,000.	0.			ENVIRONMENTAL PROGRAMS
WISCONSIN ALLIANCE FOR EXCELLENT SCHOOLS - 681 BROADWAY DRIVE - MONONA, WI 53716	06-1824467	501(C)(3)	100,000.	0.			ENVIRONMENTAL PROGRAMS
WISCONSIN CONSERVATION VOICES 133 S BUTLER ST SUITE 320 MADISON, WI 53703	73-1628891	501(C)(3)	150,000.	0.			ENVIRONMENTAL PROGRAMS
WISCONSIN FARMERS UNION FOUNDATION INC - 117 W SPRING ST - CHIPPEWA FALLS, WI 54729	39-1854577	501(C)(3)	85,000.	0.			ENVIRONMENTAL PROGRAMS
WISCONSIN VOICES 633 S HAWLEY ROAD SUITE 112 MILWAUKEE, WI 53214	27-3183754	501(C)(3)	185,000.	0.			ENVIRONMENTAL PROGRAMS

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WISDOM INC 2821 N 4TH STREET #217 MILWAUKEE, WI 53212	39-1985101	501(C)(3)	75,000.	0.			ENVIRONMENTAL PROGRAMS
WOMEN FOOD AND AGRICULTURE NETWORK 510 PENNSYLVANIA AVE STORY CITY, IA 50248	27-0897403	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
WOMENS EARTH AND CLIMATE ACTION NETWORK - 775 E BLITHEDALE AVE #384 - MILL VALLEY, CA 94941	37-1702450	501(C)(3)	300,000.	0.			ENVIRONMENTAL PROGRAMS
WORC EDUCATION PROJECT 220 SOUTH 27TH ST SUITE B BILLINGS, MT 59101	84-1123481	501(C)(3)	245,000.	0.			ENVIRONMENTAL PROGRAMS
WORKERS CENTER FOR RACIAL JUSTICE 2929 S. WABASH AVE #3 CHICAGO, IL 60616	45-4461270	501(C)(3)	48,000.	0.			ENVIRONMENTAL PROGRAMS
WORKING AMERICA EDUCATION FUND 815 16TH STREET NW WASHINGTON, DC 20006	20-2035052	501(C)(3)	75,000.	0.			ENVIRONMENTAL PROGRAMS
WORKING PARTNERSHIPS USA 2102 ALMADEN RD #112 SAN JOSE, CA 95125	77-0387535	501(C)(3)	50,000.	0.			ENVIRONMENTAL PROGRAMS
WORLD RESOURCES INSTITUTE 10 G STREET NE SUITE 800 WASHINGTON, DC 20002	52-1257057	501(C)(3)	132,660.	0.			ENVIRONMENTAL PROGRAMS
YWCA OF SYRACUSE & ONONDAGA CO INC 401 DOUGLAS ST SYRACUSE, NY 13203	15-0532277	501(C)(3)	25,000.	0.			ENVIRONMENTAL PROGRAMS

Part III

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

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

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

PART I, LINE 2:

THE ORGANIZATION GENERALLY REQUIRES A WRITTEN PROPOSAL DESCRIBING HOW THE

GRANT FUNDS WILL BE USED, AND A PRE-GRANT INQUIRY IS THEN CONDUCTED TO

EVALUATE THE GRANTEE. ALL GRANTS ARE SUBJECT TO A WRITTEN GRANT AGREEMENT

THAT IMPOSES REPORTING OBLIGATIONS, REQUIRES FUNDS BE USED SOLELY AS

SPECIFIED IN THE PROPOSAL, AND REQUIRES THAT FUNDS BE RETURNED IF NOT SPENT

APPROPRIATELY OR IF REPORTS AREN'T FILED AS REQUIRED.

SCHEDULE J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

► Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

► Attach to Form 990.

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

OMB No. 1545-0047

2020

Open to Public
Inspection

Name of the organization

WINDWARD FUND

Employer identification number

47-3522162

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use
<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence
<input type="checkbox"/> Tax indemnification and gross-up payments	<input checked="" type="checkbox"/> Health or social club dues or initiation fees
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (such as maid, chauffeur, chef)

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

<input type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract
<input type="checkbox"/> Independent compensation consultant	<input type="checkbox"/> Compensation survey or study
<input type="checkbox"/> Form 990 of other organizations	<input type="checkbox"/> Approval by the board or compensation committee

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

a Receive a severance payment or change-of-control payment?

b Participate in or receive payment from a supplemental nonqualified retirement plan?

c Participate in or receive payment from an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

a The organization?

b Any related organization?

If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

a The organization?

b Any related organization?

If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes **No**

1b

2

4a

4b

4c

5a

5b

6a

6b

7

8

9

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2020

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

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

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

Part III Supplemental Information

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

PART I, LINE 1A:

THE ORGANIZATION PROVIDES \$75 PER MONTH FOR FITNESS RELATED COSTS, WHICH

MAY INCLUDE CLUB FEES. THE AMOUNTS WERE CONSIDERED TAXABLE COMPENSATION TO

THE EMPLOYEES.

PART I, LINE 3:

WINDWARD FUND DOES NOT HAVE A CEO/EXECUTIVE DIRECTOR.

PART I, LINE 7:

THE ORGANIZATION PROVIDED BONUSES TO CERTAIN EMPLOYEES, WHICH WOULD BE

CONSIDERED A "NON-FIXED PAYMENT". BONUSES PAID BY THE ORGANIZATION ARE (IN

GENERAL) NOT SPECIFIED BY A FIXED FORMULA IN EMPLOYMENT CONTRACTS AND

DETERMINED (IN PART) WITH DISCRETION IN DETERMINING THE AMOUNT OF BONUS OR

WHETHER TO MAKE A BONUS PAYMENT.

Part IV Business Transactions Involving Interested Persons.

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

Part V Supplemental Information.

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

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

(A) NAME OF PERSON: ARABELLA ADVISORS, LLC

(B) RELATIONSHIP WITH ORGANIZATION: 35% CONTROLLED ENTITY OF BRUCE BOYD

(DIR) & ERIC KESSLER (FORMER PRES)

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

PROVIDED

(A) NAME OF PERSON: ARABELLA ADVISORS, LLC

(B) RELATIONSHIP WITH ORGANIZATION: 35% CONTROLLED ENTITY OF BRUCE BOYD

(DIR) & ERIC KESSLER (FORMER PRES)

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

PROVIDED

SCH L PART IV BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: ARABELLA ADVISORS LLC

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

35% CONTROLLED ENTITY OF BRUCE BOYD (DIR) & ERIC KESSLER (FORMER PRES)

(D) DESCRIPTION OF TRANSACTION: ARABELLA ADVISORS PROVIDED 1) STAFFING

SUPPORT FOR SOME WINDWARD PROJECTS: 2) ADMINISTRATIVE SUPPORT FOR

MANAGING THE ORGANIZATION; AND 3) SUPPLEMENTAL CONSULTING SUPPORT FOR

Part V Supplemental Information

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

SOME WINDWARD PROJECTS.

SCHEDULE L, PART II:

THE AMOUNTS LISTED IN SCHEDULE L, PART II ARE NOT FORMAL LOANS BUT

RATHER RECEIVABLES AND PAYABLES THAT ARISE IN THE ORDINARY COURSE OF

BUSINESS FOR SERVICES PROVIDED BY AND CREDITS DUE FROM ARABELLA TO

WINDWARD FUND UNDER THE ADMINISTRATIVE SERVICES AGREEMENT THAT WAS

NEGOTIATED AT ARM'S LENGTH AND APPROVED BY THE INDEPENDENT DIRECTORS OF

WINDWARD'S BOARD.

SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

OMB No. 1545-0047

2020

**Open to Public
Inspection**

Name of the organization

WINDWARD FUND

Employer identification number

47-3522162

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	6	15,744,887.	FAIR MARKET VALUE
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (_____)				
26 Other ► (_____)				
27 Other ► (_____)				
28 Other ► (_____)				
29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part V, Donee Acknowledgement	29			0

30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?

b If "Yes," describe the arrangement in Part II.

31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

b If "Yes," describe in Part II.

33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.

	Yes	No
30a	X	
31	X	
32a	X	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) 2020

Part II

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

SCHEDULE M, PART I, COLUMN (B):

THE ORGANIZATION IS REPORTING THE NUMBER OF ITEMS CONTRIBUTED (DEFINED

AS EACH SEPARATE GIFT, RATHER THAN EACH SHARE RECEIVED) IN SCHEDULE M.

PART I, COLUMN (B).

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

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

OMB No. 1545-0047

2020

Open to Public
Inspection

Name of the organization

WINDWARD FUND

Employer identification number

47-3522162

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

THE WINDWARD FUND ADVANCES PUBLIC AWARENESS ABOUT CONSERVATION, CLIMATE

AND ENVIRONMENTAL ISSUES, SUSTAINABLE FOOD SYSTEMS, AND THE PROTECTION

OF LAND, WILDLIFE, AND OTHER NATURAL RESOURCES. AS A 501(C)(3) PUBLIC

CHARITY, WINDWARD HOSTS PUBLIC AWARENESS CAMPAIGNS AND GRANT-MAKING

PROJECTS THAT ADDRESS CONSERVATION FROM A RANGE OF ANGLES. WINDWARD

ALSO PROVIDES A PLATFORM FOR DONORS TO CONVENE AND COLLABORATE ON THESE

ISSUES, LEVERAGING THE WORK OF OTHER CONSERVATION PROJECTS HOUSED AT

THE FUND TO STRENGTHEN THEIR EFFORTS AND ADVANCE THE FIELD. WINDWARD

IS GOVERNED BY TRUSTEES WITH DEEP EXPERIENCE IN RUNNING ENVIRONMENTAL

ORGANIZATIONS, MANAGING GRANTMAKING PORTFOLIOS, AND EDUCATING THE

PUBLIC ABOUT ENVIRONMENTAL ISSUES.

FORM 990, PART III, LINE 1:

THE WINDWARD FUND SEEKS TO BUILD A MORE IMPACTFUL ENVIRONMENTAL

MOVEMENT BY CONNECTING PEOPLE ACROSS DIVERSE GEOGRAPHIES, SECTORS, AND

COMMUNITIES, ENABLING THEM TO SHARE EXPERTISE AND RESOURCES, AND

PROVIDING FISCAL SPONSORSHIP AS A VEHICLE FOR EFFECTIVE,

COMMUNITY-BASED, GRASSROOTS GRANT MAKING THAT ELEVATES THE VOICES OF

THOSE IMPACTED BY ENVIRONMENTAL DEGRADATION.

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

WINDWARD FUND CONTRACTED WITH ARABELLA ADVISORS, A PROFESSIONAL SERVICES

FIRM THAT SUPPORTS PHILANTHROPISTS, IMPACT INVESTORS, AND NONPROFIT

ORGANIZATIONS, TO PROVIDE BUSINESS AND ADMINISTRATIVE SERVICES UNDER AN

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

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ADMINISTRATIVE AGREEMENT. IN THAT CAPACITY, ARABELLA SUPPLIES THE SYSTEMSAND SERVICES TO ENSURE COMPLIANCE WITH FEDERAL, STATE, AND LOCALREGULATIONS RELATED TO CHARITABLE SOLICITATION AND PROVIDES HR, LEGAL,PAYROLL, AND OTHER ADMINISTRATIVE FUNCTIONS FOR WINDWARD FUND, THEREBYENABLING WINDWARD FUND TO BETTER FURTHER ITS MISSION AND ACHIEVE IMPACT.FORM 990, PART VI, SECTION B, LINE 11B:THE FORM 990 IS PREPARED BY AN INDEPENDENT TAX ACCOUNTANT. A COMPLETE COPYOF THE FORM 990 IS THEN REVIEWED BY THE ORGANIZATION'S LEGAL COUNSEL ANDBOARD OF DIRECTORS PRIOR TO FILING WITH THE INTERNAL REVENUE SERVICE.FORM 990, PART VI, SECTION B, LINE 12C:ALL BOARD MEMBERS ARE REQUIRED TO DISCLOSE CONFLICTS OF INTEREST. THEPOLICY IS MONITORED AT THE BOARD LEVEL. COVERED INDIVIDUALS CANNOT VOTE ONMATTERS BEFORE THE BOARD WHEN THEY HAVE A CONFLICT IN THE MATTER.DISINTERESTED MEMBERS MUST DETERMINE WHETHER OR NOT THERE ARE ANY SUITABLEALTERNATIVES TO POTENTIAL TRANSACTIONS THAT CAUSE CONFLICT. IF A COVEREDPERSON IS FOUND IN VIOLATION OF THIS POLICY, IT MAY BE CAUSE FOR REMOVALFROM THE BOARD OF DIRECTORS.FORM 990, PART VI, SECTION B, LINE 15:THE ORGANIZATION DID NOT DIRECTLY COMPENSATE ANY OFFICERS OR KEY EMPLOYEES.ACCORDINGLY, FORM 990, PART VI, SECTION B, LINES 15A AND 15B HAVE BEENMARKED "NO", AS PROVIDED IN THE FORM 990 INSTRUCTIONS.FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:AL, AR, CA, CO, DC, FL, HI, KS, KY, MA, MD, MI, MN, MS, NC, ND, NH, NJ, NM, NV, NY, OK, OR, PA, RISC, TN, UT, VA, WI, WV

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FORM 990, PART VI, SECTION C, LINE 19:THE FUND MAKES ITS FORM 1023: APPLICATION FOR RECOGNITION OF EXEMPTIONAVAILABLE FOR PUBLIC INSPECTIONS UPON REQUEST. THOSE MATERIALS INCLUDE THEFUND'S INITIAL GOVERNOR'S DOCUMENTS, CONFLICTS OF INTEREST POLICY, ANDOTHER POLICIES. THE FUND DOES NOT MAKE FINANCIAL STATEMENTS AVAILABLE TOTHE PUBLIC.FORM 990, PART IX, LINE 11G, OTHER FEES:OTHER FEES FOR SERVICES:

PROGRAM SERVICE EXPENSES 59,105.

MANAGEMENT AND GENERAL EXPENSES 834.

FUNDRAISING EXPENSES 768.

TOTAL EXPENSES 60,707.

CONSULTANTS: PROJECT MANAGEMENT FEES:

PROGRAM SERVICE EXPENSES 10,520,493.

MANAGEMENT AND GENERAL EXPENSES 591.

FUNDRAISING EXPENSES 0.

TOTAL EXPENSES 10,521,084.

CONSULTANTS: COMMUNICATIONS:

PROGRAM SERVICE EXPENSES 277,071.

MANAGEMENT AND GENERAL EXPENSES 770.

FUNDRAISING EXPENSES 0.

TOTAL EXPENSES 277,841.

CONSULTANTS: RESEARCH & EVALUATION:

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PROGRAM SERVICE EXPENSES

959, 821.

MANAGEMENT AND GENERAL EXPENSES

0.

FUNDRAISING EXPENSES

0.

TOTAL EXPENSES

959, 821.

TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A

11,819,453.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

REVERSAL OF PRIOR YEAR CONTRIBUTION / PLEDGE REVENUE

-2 741 647.

RETURN OF SUBGRANTEE FUNDS

19 500.

TOTAL TO FORM 990, PART XI, LINE 9

-2,722,147.