

EXTENDED TO MAY 17, 2021

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public. Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0047

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury Internal Revenue Service

For calendar year 2019 or tax year beginning JUL 1, 2019, and ending JUN 30, 2020

Name of foundation: THE ACHIEVEMENT NETWORK, LTD. A Employer identification number: 20-3289870. B Telephone number: 617-725-0000. City or town, state or province, country, and ZIP or foreign postal code: BOSTON, MA 02108. G Check all that apply: [] Initial return, [] Final return, [] Address change, [] Initial return of a former public charity, [] Amended return, [] Name change. H Check type of organization: [X] Section 501(c)(3) exempt private foundation. J Accounting method: [] Cash, [X] Accrual. Fair market value of all assets at end of year: \$18,670,092.

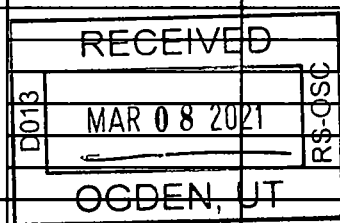
03/03

6

03

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, gifts, grants, etc., received (8,092,713); Interest on savings and temporary cash investments (39,700); Dividends and interest from securities; Gross rents; Net gain or (loss) from sale of assets not on line 10; Capital gain net income; Net short-term capital gain; Income modifications; Other income (21,938,307); Total Add lines 1 through 11 (30,070,720); Compensation of officers, directors, trustees, etc. (807,584); Other employee salaries and wages (20,934,980); Pension plans, employee benefits (4,389,546); Legal fees (17,468); Accounting fees (27,400); Other professional fees (1,914,750); Interest; Taxes; Depreciation and depletion (42,373); Occupancy (1,150,127); Travel, conferences, and meetings (1,556,866); Printing and publications (101,374); Other expenses (1,623,607); Total operating and administrative expenses (32,566,075); Contributions, gifts, grants paid (0); Total expenses and disbursements (32,566,075); Subtract line 26 from line 12 (-2,495,355); Excess of revenue over expenses and disbursements (-2,495,355); Net investment income (39,700); Adjusted net income (0).

SCANNED AUG 18 2021 Revenue



41 Received In APR 07 2021

14 g24

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	8,697,002.	14,875,534.	14,875,534.
	2 Savings and temporary cash investments	1,181,095.	266,564.	266,564.
	3 Accounts receivable ▶ 3,094,362.			
	Less: allowance for doubtful accounts ▶	5,969,614.	3,094,362.	3,094,362.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable	312,795.		
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	202,679.	233,250.	233,250.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment; basis ▶ 761,533.				
Less: accumulated depreciation STMT 7 ▶ 729,754.	74,152.	31,779.	31,779.	
15 Other assets (describe ▶ DEPOSIT)	196,597.	168,603.	168,603.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	16,633,934.	18,670,092.	18,670,092.	
Liabilities	17 Accounts payable and accrued expenses	1,852,767.	2,008,117.	
	18 Grants payable			
	19 Deferred revenue	263,880.	140,043.	
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 8)	0.	4,500,000.	
23 Total liabilities (add lines 17 through 22)	2,116,647.	6,648,160.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	12,144,490.	10,952,459.	
	25 Net assets with donor restrictions	2,372,797.	1,069,473.	
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances	14,517,287.	12,021,932.		
30 Total liabilities and net assets/fund balances	16,633,934.	18,670,092.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	14,517,287.
2 Enter amount from Part I, line 27a	2	-2,495,355.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,021,932.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	12,021,932.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	NONE			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	9,782,297.	17,084,482.	.572584
2017	8,018,163.	16,887,761.	.474791
2016	12,344,723.	18,940,147.	.651775
2015	15,536,446.	17,137,842.	.906558
2014	7,406,867.	10,521,650.	.703964
2	Total of line 1, column (d)		3.309672
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years		.661934
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5		15,797,521.
5	Multiply line 4 by line 3		10,456,916.
6	Enter 1% of net investment income (1% of Part I, line 27b)		397.
7	Add lines 5 and 6		10,457,313.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		9,740,342.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	794.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3	Add lines 1 and 2	3	794.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	794.
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	0.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,160.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	1,160.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	24.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	342.
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax <input type="checkbox"/> 0. Refunded <input checked="" type="checkbox"/>	11	342.

Part VII-A Statements Regarding Activities

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

N/A

STMT 9

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ACHIEVEMENTNETWORK.ORG	X	
14 The books are in care of NATASHA WILLIAMS Telephone no. (617) 725-0000 Located at 1 BEACON STREET, BOSTON, MA ZIP+4 02108		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	X

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

5a During the year, did the foundation pay or incur any amount to:			Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	N/A <input type="checkbox"/>	5b		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
8 Is the foundation 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		755,367.	52,218.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KIMBERLY COCKRELL 1 BEACON STREET, BOSTON, MA 02108	CHIEF PARTNERSHIP OFFICER 40.00	212,000.	6,872.	0.
EMMA DOGGETT 1 BEACON STREET, BOSTON, MA 02108	CHIEF PROGRAM OFFICER 40.00	212,000.	4,844.	0.
KARN ENGELSGJERD (LEFT 6.30.20) 1 BEACON STREET, BOSTON, MA 02108	VP, CENTRAL WEST REGION 40.00	179,273.	829.	0.
MARK BLACKMAN 1 BEACON STREET, BOSTON, MA 02108	VP, PRODUCT 40.00	175,100.	889.	0.
LYNNE MARTIN 1 BEACON STREET, BOSTON, MA 02108	EXECUTIVE DIRECTOR, PARTNERSHIP DEV 40.00	168,920.	3,941.	0.
Total number of other employees paid over \$50,000				201

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
REDSTONE STRATEGY GROUP 3223 ARAPAHOE AVENUE, BOULDER, CO 80303	STRATEGY AND PROJECT MANAGEMENT CONSULTI	454,545.
AVENIROS LLC 12 GILL STREET, SUITE 1600, WOBURN, MA 01776	EDUCATIONAL SERVICES	310,625.
LEARNOSITY LIMITED - THE DISTILLERS BUILDING, NEW CHURCH STREET SMITHFIELD, DUBLI CLEVER, INC.	WEB SERVICES	273,731.
1263 MISSION STREET, SAN FRANCISCO, CA 94103	EDUCATIONAL SERVICES	105,000.
BELAY, INC. 885 WOODSTOCK ROAD, ROSWELL, GA 30075	VIRTUAL ASSISTANT SERVICES	76,882.
Total number of others receiving over \$50,000 for professional services		9

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 11	32,566,075.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	12,510,098.
c	Fair market value of all other assets	1c	3,527,994.
d	Total (add lines 1a, b, and c)	1d	16,038,092.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	16,038,092.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	240,571.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,797,521.
6	Minimum investment return. Enter 5% of line 5	6	789,876.

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

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2019 from Part VI, line 5	2a	
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	9,740,342.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	9,740,342.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,740,342.

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

Part XIII Undistributed Income (see instructions)

N/A

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only				
b Total for prior years:				
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e				
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$				
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2019 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶ 06/20/06

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

	Tax year		Prior 3 years		(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	1 X 0.	100,576.	21,829.	947,007.	1,069,412.
b 85% of line 2a	0.	85,490.	18,555.	804,956.	909,000.
c Qualifying distributions from Part XII, line 4, for each year listed	9,740,342.	9,782,297.	8,018,163.	12,344,785.	39,885,587.
d Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	9,740,342.	9,782,297.	8,018,163.	12,344,785.	39,885,587.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					/ X 0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed	526,584.	569,483.	562,925.	631,338.	2,290,330.
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

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

1 **Information Regarding Foundation Managers:**
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

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

2019

Name of the organization

THE ACHIEVEMENT NETWORK, LTD.

Employer identification number

20-3289870

Organization type (check one):

Filers of:**Section:**

Form 990 or 990-EZ

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

Form 990-PF

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

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, 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, II, and III.

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

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

Name of organization

Employer identification number

THE ACHIEVEMENT NETWORK, LTD.

20-3289870

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	BILL AND MELINDA GATES FOUNDATION P.O. BOX 23350 SEATTLE, WA 98102	\$ 1,149,998.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	CHARLES AND LYNN SCHUSTERMAN FAMILY FOUNDATION 1250 EYE STREET, 700 WASHINGTON, DC 20005	\$ 3,733,896.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	CARNEGIE CORPORATION OF NEW YORK 437 MADISON AVENUE NEW YORK, NY 10022	\$ 250,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	BALLMER GROUP 777 108TH AVE NE, SUITE 2020 BELLEVUE, WA 98004	\$ 2,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	OAKLAND PUBLIC EDUCATION PO BOX 71005 OAKLAND, CA 94612	\$ 56,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	LLOYD A FRY FOUNDATION 120 S LASALLE ST SUITE 1950 CHICAGO, IL 60603	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization THE ACHIEVEMENT NETWORK, LTD.	Employer identification number 20-3289870
--	---

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	<u>POSES FAMILY FOUNDATION</u> <u>145 HUDSON ST STE 5B</u> <u>NEW YORK, NY 10013</u>	\$ <u>306,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	<u>FLEETWOOD FOUNDATION</u> <u>1 COMMERCE SQ 40 S MAIN ST SUITE 1900</u> <u>MEMPHIS, TN 38103</u>	\$ <u>28,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	<u>GHR FOUNDATION</u> <u>560 SOUTH 6TH STREET, SUITE 2950</u> <u>MINNEAPOLIS, MN 55402</u>	\$ <u>168,250.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10	<u>GREAT MN SCHOOLS</u> <u>1300 LAGOON, 4TH FLOOR</u> <u>MINNEAPOLIS, MN 55408</u>	\$ <u>222,800.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
11	<u>SCOTT WELLS</u> <u>37 ROYALSTON RD</u> <u>WELLESLEY, MA 02481</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
12	<u>THE ANSCHUTZ FOUNDATION</u> <u>555 17TH ST UNIT 960</u> <u>DENVER, CO 80202</u>	\$ <u>20,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE ACHIEVEMENT NETWORK, LTD.

20-3289870

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization THE ACHIEVEMENT NETWORK, LTD.	Employer identification number 20-3289870
--	---

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

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	39,700.	39,700.	39,700.
TOTAL TO PART I, LINE 3	39,700.	39,700.	39,700.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PROGRAM SERVICES	21,938,307.	0.	21,938,307.
TOTAL TO FORM 990-PF, PART I, LINE 11	21,938,307.	0.	21,938,307.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	17,468.	0.	12,237.	5,231.
TO FM 990-PF, PG 1, LN 16A	17,468.	0.	12,237.	5,231.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	27,400.	0.	19,194.	8,206.
TO FORM 990-PF, PG 1, LN 16B	27,400.	0.	19,194.	8,206.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL SERVICE	342,474.	0.	239,908.	102,566.	
TECHNICAL ASSISTANCE	353,614.	0.	247,712.	105,902.	
HUMAN CAPITAL	60,656.	0.	42,490.	18,166.	
ASSESSMENT DEVELOPMENT	107,279.	0.	75,151.	32,128.	
OTHER	1,050,727.	0.	736,051.	314,676.	
TO FORM 990-PF, PG 1, LN 16C	1,914,750.	0.	1,341,312.	573,438.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LICENSE FEE	38,149.	0.	26,724.	11,425.	
TELEPHONE AND COMMUNICATIONS	160,811.	0.	112,651.	48,160.	
POSTAGE	12,582.	0.	8,814.	3,768.	
MISCELLANEOUS	15,109.	0.	10,584.	4,525.	
ADVERTISING	79,863.	0.	55,945.	23,918.	
INSURANCE	58,830.	0.	41,211.	17,619.	
BAD DEBT EXPENSE	306,825.	0.	214,936.	91,889.	
STAFF DEVELOPMENT	116,639.	0.	81,707.	34,932.	
OFFICE EXPENSE	704,809.	0.	493,730.	211,079.	
RECRUITING	129,990.	0.	91,060.	38,930.	
TO FORM 990-PF, PG 1, LN 23	1,623,607.	0.	1,137,362.	486,245.	

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT			STATEMENT	7
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE	
FURNITURE & FIXTURES	91,105.	91,105.	0.	0.	
LEASEHOLD IMPROVEMENTS	168,957.	137,178.	31,779.	31,779.	
SOFTWARE	400,475.	400,475.	0.	0.	
PHONE	100,996.	100,996.	0.	0.	
TO 990-PF, PART II, LN 14	761,533.	729,754.	31,779.	31,779.	

FORM 990-PF	OTHER LIABILITIES	STATEMENT	8
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
CONDITIONAL ADVANCE	0.	4,500,000.	
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	4,500,000.	

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	9
-------------	---	-----------	---

NAME OF CONTRIBUTOR	ADDRESS
BALLMER GROUP	777 108TH AVE NE, SUITE 2020 BELLEVUE, WA 98004
BILL AND MELINDA GATES FOUNDATION	P.O. BOX 23350 SEATTLE, WA 98102
CARNEGIE CORPORATION	437 MADISON AVENUE NEW YORK, NY 10022
STRATEGIC GRANT PARTNERS	240 NEWBURY STREET, 2ND FLOOR BOSTON, MA 02116
THE MICHAEL AND SUSAN DELL FOUNDATION	P.O. BOX 163867 AUSTIN, TX 78716
U.S. DEPARTMENT OF EDUCATION	400 MARYLAND AVENUE, SW WASHINGTON, DC 20202
CHARLES AND LYNN SCHUSTERMAN FAMILY FOUNDATION	1250 EYE STREET #700 WASHINGTON, DC 20005
THE SKILLMAN FOUNDATION	100 TALON CENTER DRIVE SUITE 100 DETROIT, MI 48207
NEW PROFIT, INC.	200 CLARENDON STREET, 9TH FLOOR BOSTON, MA 02116

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARK ATKINSON 1 BEACON STREET BOSTON, MA 02108	DIRECTOR 1.00	0.	0.	0.
JUDY ELLIOTT 1 BEACON STREET BOSTON, MA 02108	DIRECTOR 1.00	0.	0.	0.
MORA SEGAL 1 BEACON STREET BOSTON, MA 02108	CEO & PRESIDENT 40.00	285,367.	16,368.	0.
SCOTT WELLS 1 BEACON STREET BOSTON, MA 02108	CHAIR 1.00	0.	0.	0.
JOHN FARWELL MAYCOCK 1 BEACON STREET BOSTON, MA 02108	SECRETARY 1.00	0.	0.	0.
NATASHA WILLIAMS 1 BEACON STREET BOSTON, MA 02108	COO 40.00	205,000.	19,177.	0.
GARTH HARRIES (LEFT 4.11.20) 1 BEACON STREET BOSTON, MA 02108	DIRECTOR 1.00	0.	0.	0.
BHARAT ANAND 1 BEACON STREET BOSTON, MA 02108	DIRECTOR 1.00	0.	0.	0.
DEBORAH GRAY 1 BEACON STREET BOSTON, MA 02108	GENERAL COUNSEL, ASSISTANT SECRETARY 20.00	80,000.	0.	0.
CARTER ROMANSKY 1 BEACON STREET BOSTON, MA 02108	CSO, ASSISTANT SECRETARY 40.00	185,000.	16,673.	0.
REBECCA KOCKLER 1 BEACON STREET BOSTON, MA 02108	DIRECTOR 1.00	0.	0.	0.

BRIAN PICK 1 BEACON STREET BOSTON, MA 02108	DIRECTOR 1.00	0.	0.	0.
ROBERTO RODRIGUEZ 1 BEACON STREET BOSTON, MA 02108	TREASURER 1.00	0.	0.	0.
STEPHANIE WU 1 BEACON STREET BOSTON, MA 02108	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>755,367.</u>	<u>52,218.</u>	<u>0.</u>

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 11

ACTIVITY ONE

THE ACHIEVEMENT NETWORK, LTD. (ANET) IS A NONPROFIT CORPORATION WHICH WAS INCORPORATED IN MASSACHUSETTS ON JUNE 15, 2005. ANET'S PURPOSE IS TO WORK WITH LOW-INCOME PUBLIC SCHOOLS TO CLOSE THE ACHIEVEMENT GAP. ANET PROVIDES EFFECTIVE DATA DRIVEN STRATEGIES TO IDENTIFY AND CLOSE GAPS IN STUDENT LEARNING THROUGH INTERIM ASSESSMENTS, REAL TIME AND BEST PRACTICE COACHING. ANET WORKS WITH SCHOOLS IN MASSACHUSETTS AND ACROSS THE UNITED STATES. IN 2019-2020, ANET SERVED 343 SCHOOL DISTRICTS AND OVER 280,000 STUDENTS.

TO FORM 990-PF, PART IX-A, LINE 1

EXPENSES

32,566,075.