

990

Return of Organization Exempt From Income Tax

OMB No. 1545-

0047 2023

Open to Public Inspection

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.

Department of the Treasury Internal Revenue Service

A For the 2023 calendar year, or tax year beginning 01-01-2023, and ending 12-31-2023

- B Check if applicable: Address change, Name change, Initial return, Final return/terminated, Amended return, Application pending

C Name of organization: CLIMATEWORKS FOUNDATION. Doing business as. Number and street (or P.O. box if mail is not delivered to street address) Room/suite: 235 MONTGOMERY STREET 1300. City or town, state or province, country, and ZIP or foreign postal code: SAN FRANCISCO, CA 94104

D Employer identification number: 26-2303250. E Telephone number: (415) 433-0500. G Gross receipts \$ 336,360,914

F Name and address of principal officer: HELEN MOUNTFORD, 235 MONTGOMERY STREET 1300, SAN FRANCISCO, CA 94104

H(a) Is this a group return for subordinates? Yes No. H(b) Are all subordinates included? Yes No. H(c) Group exemption number

I Tax-exempt status: 501(c)(3) 501(c) () (insert no.) 4947(a)(1) or 527

J Website: WWW.CLIMATEWORKS.ORG

K Form of organization: Corporation Trust Association Other

L Year of formation: 2008 M State of legal domicile: DE

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: TO END THE CLIMATE CRISIS BY AMPLIFYING THE POWER OF PHILANTHROPY. 2 Check this box 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) 12. 4 Number of independent voting members of the governing body (Part VI, line 1b) 11. 5 Total number of individuals employed in calendar year 2023 (Part V, line 2a) 180. 6 Total number of volunteers (estimate if necessary) 13. 7a Total unrelated business revenue from Part VIII, column (C), line 12 0. 7b Net unrelated business taxable income from Form 990-T, Part I, line 11 0.

Revenue

Table with 3 columns: Description, Prior Year, Current Year. Rows 8-12: Contributions and grants, Program service revenue, Investment income, Other revenue, Total revenue.

Expenses

Table with 3 columns: Description, Prior Year, Current Year. Rows 13-19: Grants and similar amounts paid, Benefits paid to or for members, Salaries, other compensation, Professional fundraising fees, Total fundraising expenses, Other expenses, Total expenses, Revenue less expenses.

Net Assets or Fund Balances

Table with 3 columns: Description, Beginning of Current Year, End of Year. Rows 20-22: Total assets, Total liabilities, Net assets or fund balances.

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 HELEN MOUNTFORD PRESIDENT AND CEO, Date 2024-10-28

Paid Preparer Use Only: Print/Type preparer's name, Preparer's signature, Date 2024-10-28, Check if self-employed, PTIN P01262236, Firm's name MOSS ADAMS LLP, Firm's EIN 91-0189318, 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. Yes No

Part III Statement of Program Service Accomplishments

Check 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 \$ 182,924,340 including grants of \$ 134,867,123) (Revenue \$ 0)
SEE SCHEDULE O

4b (Code:) (Expenses \$ 63,361,888 including grants of \$ 43,930,744) (Revenue \$ 73,000)
SEE SCHEDULE O

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

4d Other program services (Describe in Schedule O.)
(Expenses \$ including grants of \$) (Revenue \$)

4e **Total program service expenses** 246,286,228

Part IV Checklist of Required Schedules

Table with 3 columns: Question ID, Question Text, and Yes/No columns. Rows include questions 1 through 21, with sub-questions 11a-e and 12a-b. Each row has a corresponding 'Yes' and 'No' column for the answer.

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? <i>If "Yes," complete Schedule I, Parts I and III</i>		No
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? <i>If "Yes," complete Schedule J</i>	Yes	
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? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
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? <i>If "Yes," complete Schedule L, Part I</i>		No
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? <i>If "Yes," complete Schedule L, Part I</i>		No
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?		No
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? <i>If "Yes," complete Schedule L, Part III</i>		No
28	Was the organization a party to a business transaction with one of the following parties (see the Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a	A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? <i>If "Yes," complete Schedule L, Part IV</i>		No
b	A family member of any individual described in line 28a? <i>If "Yes," complete Schedule L, Part IV</i>		No
c	A 35% controlled entity of one or more individuals and/or organizations described in line 28a or 28b? <i>If "Yes," complete Schedule L, Part IV</i>		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions?		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		No
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?	Yes	
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		No
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?		No
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)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		No
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? <i>If "Yes," complete Schedule R, Part VI</i>		No
38	Did the organization complete Schedule O and provide explanations on Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	Yes	

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

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

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

Main form content with questions 2a through 17 and corresponding answer boxes (2a-17).

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

Table with 3 columns: Question, Yes, No. Rows include: 1a Enter the number of voting members... 1b Enter the number of voting members included... 2 Did any officer, director, trustee... 3 Did the organization delegate control... 4 Did the organization make any significant changes... 5 Did the organization become aware... 6 Did the organization have members... 7a Did the organization have members... 7b Are any governance decisions... 8 Did the organization contemporaneously document... 8a The governing body? 8b Each committee... 9 Is there any officer, director, trustee...

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

Table with 3 columns: Question, Yes, No. Rows include: 10a Did the organization have local chapters... 10b If "Yes," did the organization have written policies... 11a Has the organization provided a complete copy... 11b Describe on Schedule O the process... 12a Did the organization have a written conflict... 12b Were officers, directors, or trustees... 12c Did the organization regularly and consistently... 13 Did the organization have a written whistleblower... 14 Did the organization have a written document... 15 Did the process for determining compensation... 15a The organization's CEO... 15b Other officers or key employees... 16a Did the organization invest in, contribute... 16b If "Yes," did the organization follow a written...

Section C. Disclosure

Table with 2 columns: Question, Answer. Row 17: List the states with which a copy of this Form 990 is required to be filed. Row 18: Section 6104 requires an organization to make its Form 1023... Row 19: Describe in Schedule O whether... Row 20: State the name, address, and telephone number...

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 the 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, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, or 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 the 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 dotted 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/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee;	Officer	Key employee	Highest compensated employee	Former			
(1) FRANKLIN M ORR JR BOARD CHAIR	2.00	X					0	0	0	
(2) NANCY LINDBORG BOARD VICE CHAIR	2.00	X					0	0	0	
(3) JAMSHYD GODREJ BOARD DIRECTOR	2.00	X					0	0	0	
(4) ARUNABHA GHOSH BOARD DIRECTOR	2.00	X					0	0	0	
(5) NAOKO ISHII BOARD DIRECTOR	2.00	X					0	0	0	
(6) CAIO KOCH-WESER BOARD DIRECTOR	2.00	X					0	0	0	
(7) LARRY KRAMER BOARD DIRECTOR	2.00	X					0	0	0	
(8) CARLOS LOPES BOARD DIRECTOR	2.00	X					0	0	0	
(9) KYUNG-AH PARK BOARD DIRECTOR	2.00	X					0	0	0	
(10) KRISTIAN PARKER BOARD DIRECTOR	2.00	X					0	0	0	
(11) ANTHA WILLIAMS BOARD DIRECTOR	2.00	X					0	0	0	
(12) HELEN MOUNTFORD PRESIDENT AND CEO	40.00	X		X			531,913	0	80,146	
(13) BRIAN MCCrackEN CFO, TREASURER	40.00			X			413,612	0	86,165	
(14) GRETCHEN RAU SECRETARY	40.00			X			186,064	0	40,685	
(15) SHAWN P REIFSTECK MANAGING DIRECTOR	40.00			X			455,323	0	90,171	
(16) CHARLES MCELWEE VP, PROGRAMS	40.00				X		431,867	0	74,983	
(17) SUSAN ELIZABETH COOK COO (THROUGH 4/2023)	40.00				X		192,466	0	32,843	

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted 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/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee;	Officer	Key employee	Highest compensated employee	Former			
(18) SURABI MENON VP, GLOBAL INTELLIGENCE	40.00				X			298,231	0	54,921
(19) IRENE KIM VP, PHILANTHROPIC PARTNERSHIPS	40.00				X			433,612	0	88,552
(20) LINDSEY ALLEN EXECUTIVE DIRECTOR, CLUA	40.00				X			373,544	0	63,550
(21) ILLYASHA PEETE CHIEF OF EQUITY (THROUGH 8/2023)	40.00				X			359,505	0	24,295
(22) NEGAR NARAGHI SENIOR DIRECTOR, HUMAN RESOURCES	40.00				X			273,612	0	77,165
(23) MAKEEBA BROWNE CHIEF OF EQUITY, JUSTICE AND CULTURE	40.00				X			262,909	0	62,155
(24) MICHAEL BOSSE DEPUTY VP, PROGRAMS	40.00						X	364,257	0	56,302
(25) JAN DERRICKSON SR. DIRECTOR, CARBON DIOXIDE REMOVAL	40.00						X	338,362	0	69,702
(26) ANTHONY EGGERT SENIOR DIRECTOR, TRANSPORTATION	40.00						X	336,682	0	71,710
(27) MARY RAFFERTY SR. DIRECTOR, FUNDER COLLABORATIONS	40.00						X	324,972	0	61,384
(28) JASON ANDERSON SENIOR PROGRAM DIRECTOR	40.00						X	324,112	0	51,641
1b Sub-Total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)							5,901,043	0	1,086,370	

1b Sub-Total			
c Total from continuation sheets to Part VII, Section A			
d Total (add lines 1b and 1c)	5,901,043	0	1,086,370

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 **137**

3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3		No
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? <i>If "Yes," complete Schedule J for such individual</i>	4	Yes	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5		No

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
MCKINSEY & COMPANY INC 3 WORLD TRADE CTR 175 GREENWICH ST NEW YORK, NY 10007	PROGRAM SERVICES	2,440,000
PT JESTIO BARIO NEURONE THE CITY TOWER 12 UNIT 1N JL MH JAKARTA ID	PROGRAM SERVICES	1,556,446
BRIDGESPAN GROUP 2 COPLEY PLACE BOSTON, MA 02116	PROGRAM AND PROFESSIONAL SERVICES	946,311
EUROPEAN PUBLIC HEALTH ALLIANCE RUE DE TREVES 49-51 BRUSSELS 1040 BE	PROGRAM SERVICES	882,898
SUSTAINABLE & CLIMATE STRATEGIES 31 EAST 12TH STREET 12C NEW YORK, NY 10003	PROGRAM SERVICES	870,000

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 **95**

Part VIII Statement of Revenue

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

Table with 5 columns: (A) Total revenue, (B) Related or exempt function revenue, (C) Unrelated business revenue, (D) Revenue excluded from tax under sections 512 - 514. Rows include Contributions, Gifts, Grants, and Other Amt Similar Amounts, and Federated campaigns, Membership dues, Fundraising events, etc.

Table for Program Service Revenue with columns for Business Code, (A) Total revenue, (B) Related or exempt function revenue, (C) Unrelated business revenue, (D) Revenue excluded from tax. Row 2a: PROGRAM CONSULTING REV, Business Code 541900, Total revenue 73,000.

Table for Other Revenue with columns for (A) Total revenue, (B) Related or exempt function revenue, (C) Unrelated business revenue, (D) Revenue excluded from tax. Rows include Investment income, Income from investment of tax-exempt bond proceeds, Royalties, Gross rents, Net rental income, Gross amount from sales of assets, Net gain or (loss), Gross income from fundraising events, Net income or (loss) from fundraising events, Gross income from gaming activities, Net income or (loss) from gaming activities, Gross sales of inventory, Net income or (loss) from sales of inventory.

Table for Other Revenue Misc Amt with columns for (A) Total revenue, (B) Related or exempt function revenue, (C) Unrelated business revenue, (D) Revenue excluded from tax. Row 11a: Other Revenue Misc Amt, Business Code, Total revenue 266,466,761.

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

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	89,287,600	89,287,600		
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.	89,510,267	89,510,267		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	4,950,005	2,630,208	1,636,654	683,143
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	23,136,365	16,359,217	5,667,154	1,109,994
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	2,730,754	1,923,870	683,189	123,695
9 Other employee benefits	4,916,017	3,705,519	994,786	215,712
10 Payroll taxes	2,309,266	1,636,476	384,034	288,756
11 Fees for services (non-employees):				
a Management	2,588,471	2,155,070	328,413	104,988
b Legal	363,620	82,566	281,054	
c Accounting	111,471		111,471	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	72,126			72,126
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	30,679,691	29,758,162	915,022	6,507
12 Advertising and promotion				
13 Office expenses	582,878	333,428	172,739	76,711
14 Information technology	2,564,116	1,242,966	1,171,822	149,328
15 Royalties				
16 Occupancy	1,960,923	1,261,685	575,161	124,077
17 Travel	4,317,666	3,619,439	576,628	121,599
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	3,180,461	2,412,466	761,087	6,908
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	349,143	210,224	113,950	24,969
23 Insurance	64,940	1,816	63,124	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a BANK FEES	116,727	43,630	73,097	
b BUSINESS LICENSES	12,884		12,884	
c TAX FILING FEES	9,153	1,100	8,053	
d REAL ESTATE TAX	6,197	3,758	2,010	429
e All other expenses	179,891	106,761	73,130	
25 Total functional expenses. Add lines 1 through 24e	264,000,632	246,286,228	14,605,462	3,108,942
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 <input type="checkbox"/> 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 IX

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash-non-interest-bearing	32,793,553	1	1,661,090
	2 Savings and temporary cash investments	303,326,193	2	258,721,881
	3 Pledges and grants receivable, net	123,187,684	3	188,254,994
	4 Accounts receivable, net	217,024	4	299,090
	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		5	
	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	708,412	9	1,281,704
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 7,922,739		
	b Less: accumulated depreciation	10b 6,707,903	1,062,037	10c 1,214,836
	11 Investments—publicly traded securities	35,405,873	11	14,708,985
	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	6,437,521	15	4,747,201
16 Total assets: Add lines 1 through 15 (must equal line 33)	503,138,297	16	470,889,781	
Liabilities	17 Accounts payable and accrued expenses	6,680,415	17	6,937,390
	18 Grants payable	88,009,807	18	51,441,436
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	50,000	21	0
	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		22	
	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	6,103,117	25	4,293,656
	26 Total liabilities. Add lines 17 through 25	100,843,339	26	62,672,482
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	28,795,357	27	26,830,422
	28 Net assets with donor restrictions	373,499,601	28	381,386,877
	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	402,294,958	32	408,217,299
33 Total liabilities and net assets/fund balances	503,138,297	33	470,889,781	

Part XI Reconciliation of Net Assets

Check 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	266,466,761
2	Total expenses (must equal Part IX, column (A), line 25)	2	264,000,632
3	Revenue less expenses. Subtract line 2 from line 1	3	2,466,129
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	402,294,958
5	Net unrealized gains (losses) on investments	5	621,211
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 in Schedule O)	9	2,835,001
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (A))	10	408,217,299

Part XII Financial Statements and Reporting

Check 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 on Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? 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		No
2b	Were the organization's financial statements audited by an independent accountant? 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	Yes	
2c	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? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	Yes	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F?		No
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.		

Additional Data

Return to Form

Software ID:

Software Version:

Form 990, Special Condition Description:

Special Condition Description

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.**

Name of the organization
CLIMATEWORKS FOUNDATION

Employer identification number
26-2303250

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).)
- 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 **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 on 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 failed to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grant.")	93,251,324	178,443,760	362,619,482	327,644,147	256,108,098	1,218,066,811
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	93,251,324	178,443,760	362,619,482	327,644,147	256,108,098	1,218,066,811
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)						536,707,289
6 Public support. Subtract line 5 from line 4.						681,359,522

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
7 Amounts from line 4.	93,251,324	178,443,760	362,619,482	327,644,147	256,108,098	1,218,066,811
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	113,771	53,021	28,170	2,936,649	7,904,816	11,036,427
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.)	166,172	79,102				245,274
11 Total support. Add lines 7 through 10						1,229,348,512
12 Gross receipts from related activities, etc. (see instructions)					12	933,510

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**

Section C. Computation of Public Support Percentage

14 Public support percentage for 2023 (line 6, column (f) divided by line 11, column (f))	14	55.420 %
15 Public support percentage for 2022 Schedule A, Part II, line 14	15	56.510 %
16a 33 1/3% support test—2023. 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—2022. 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—2023. 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—2022. 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"/>		

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

Table with 7 columns: (a) 2019, (b) 2020, (c) 2021, (d) 2022, (e) 2023, (f) Total. Rows include: Calendar year (or fiscal year beginning in), 1 Gifts, grants, contributions, and membership fees received, 2 Gross receipts from admissions, merchandise sold or services performed, 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

Table with 7 columns: (a) 2019, (b) 2020, (c) 2021, (d) 2022, (e) 2023, (f) Total. Rows include: Calendar year (or fiscal year beginning in), 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 on 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

Table with 2 columns: Description, Percentage. Row 15: Public support percentage for 2023 (line 8, column (f) divided by line 13, column (f)). Row 16: Public support percentage from 2022 Schedule A, Part III, line 15.

Section D. Computation of Investment Income Percentage

Table with 2 columns: Description, Percentage. Row 17: Investment income percentage for 2023 (line 10c, column (f) divided by line 13, column (f)). Row 18: Investment income percentage from 2022 Schedule A, Part III, line 17.

- 19a 33 1/3% support tests—2023. 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—2022. 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 on line 12 of Part I. If you checked box 12a, of Part I, complete Sections A and B. If you checked box 12b, of Part I, complete Sections A and C. If you checked box 12c, of Part I, complete Sections A, D, and E. If you checked box 12d, of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

		Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer lines 3b and 3c below.		
b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.		
c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes" and if you checked box 12a or 12b in Part I, answer lines 4b and 4c below.		
b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.		
c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer lines 5b and 5c below (if applicable). Also, provide detail in Part VI , including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).		
b	Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c	Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990).		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described on line 7? If "Yes," complete Part I of Schedule L (Form 990).		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons, as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI .		
b	Did one or more disqualified persons (as defined on line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .		
c	Did a disqualified person (as defined on line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .		
10a	Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer line 10b below.		
b	Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings).		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described on lines 11b and 11c below, the governing body of a supported organization?		
b A family member of a person described on 11a above?		
c A 35% controlled entity of a person described on line 11a or 11b above? <i>If "Yes" to 11a, 11b, or 11c, provide detail in Part VI</i>		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the officers, directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? <i>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 directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.</i>		
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? <i>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.</i>		

Section C. Type II Supporting Organizations

	Yes	No
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)? <i>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).</i>		

Section D. All Type III Supporting Organizations

	Yes	No
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? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>		
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? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>		

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):

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

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

	Yes	No
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? <i>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.</i>		
b Did the activities described on 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? <i>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.</i>		

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

	Yes	No
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? <i>If "Yes" or "No", provide details in Part VI.</i>		
b Did the organization exercise a substantial degree of direction over the policies, programs and activities of each of its supported organizations? <i>If "Yes," describe in Part VI. the role played by the organization in this regard.</i>		

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): | 1 | | |
| 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 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** Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions)

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 - provide details in Part VI)	5	
6 Other distributions (describe in Part VI). 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 (provide details in Part VI). See instructions	8	
9 Distributable amount for 2023 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-2023	(iii) Distributable Amount for 2023
1 Distributable amount for 2023 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2023 (reasonable cause required-- explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2023:			
a From 2018.			
b From 2019.			
c From 2020.			
d From 2021.			
e From 2022.			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2023 distributable amount			
i Carryover from 2018 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from line 3f.			
4 Distributions for 2023 from Section D, line 7:			
\$			
a Applied to underdistributions of prior years			
b Applied to 2023 distributable amount			
c Remainder. Subtract lines 4a and 4b from line 4.			
5 Remaining underdistributions for years prior to 2023, if any. Subtract lines 3g and 4a from line 2. If the amount is greater than zero, explain in Part VI . See instructions.			
6 Remaining underdistributions for 2023. Subtract lines 3h and 4b from line 1. If the amount is greater than zero, explain in Part VI . See instructions.			
7 Excess distributions carryover to 2024. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2019.			
b Excess from 2020.			
c Excess from 2021.			
d Excess from 2022.			
e Excess from 2023.			

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).

Facts And Circumstances Test

Return Reference	Explanation
SCHEDULE A, PART II, LINE 10, EXPLANATION OF OTHER INCOME:	MISCELLANEOUS REVENUE - 2019 AMOUNT: \$ 166,172. 2020 AMOUNT: \$ 79,102.

Additional Data

Return to Form

Software ID:

Software Version:

Schedule B

Schedule of Contributors

OMB No. 1545-0047

(Form 990)
Department of the Treasury
Internal Revenue Service

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

2023

Name of the organization CLIMATEWORKS FOUNDATION	Employer identification number 26-2303250
---	--

Organization type (check one):

Filers of:

Section:

- Form 990 or 990-EZ
 - 501(c)() (enter number) organization
 - 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 - 527 political organization
- Form 990-PF
 - 501(c)(3) exempt private foundation
 - 4947(a)(1) nonexempt charitable trust treated as a private foundation
 - 501(c)(3) taxable private foundation

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

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other 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 33¹/₃% 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 990PF, 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
CLIMATEWORKS FOUNDATION

Employer identification number
26-2303250

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
RESTRICTED		\$ RESTRICTED	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
-		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization
CLIMATEWORKS FOUNDATION

Employer identification number
26-2303250

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 CLIMATEWORKS FOUNDATION	Employer identification number 26-2303250
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____
 Use duplicate copies of Part III if additional space is needed.

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

Additional Data

Return to Form

Software ID:

Software Version:

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

If the organization answered "Yes" on Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes" on Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes" on Form 990, Part IV, Line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of the organization CLIMATEWORKS FOUNDATION	Employer identification number 26-2303250
---	---

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV. See instructions for definition of "political campaign activities."

2 Political campaign activity expenditures. See instructions ▶ \$ _____

3 Volunteer hours for political campaign activities. See instructions _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 \$ _____

2 Enter the amount of any excise tax incurred by organization managers under section 4955 \$ _____

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No

4a Was a correction made? Yes No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities \$ _____

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b..... \$ _____

4 Did the filing organization file **Form 1120-POL** for this year? Yes No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.
1				
2				
3				
4				
5				
6				

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)	224,900													
b Total lobbying expenditures to influence a legislative body (direct lobbying)	751,100													
c Total lobbying expenditures (add lines 1a and 1b)	976,000													
d Other exempt purpose expenditures	262,952,506													
e Total exempt purpose expenditures (add lines 1c and 1d)	263,928,506													
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000													
<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:35%; text-align: left;">If the amount on line 1e, column (a) or (b) is:</th> <th style="width:65%; text-align: left;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>	If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:													
Not over \$500,000	20% of the amount on line 1e.													
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.													
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.													
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.													
Over \$17,000,000	\$1,000,000.													
g Grassroots nontaxable amount (enter 25% of line 1f)	250,000													
h Subtract line 1g from line 1a. If zero or less, enter -0-	0													
i Subtract line 1f from line 1c. If zero or less, enter -0-	0													
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) Total
2a Lobbying nontaxable amount	1,000,000	1,000,000	1,000,000	1,000,000	4,000,000
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000
c Total lobbying expenditures	330,000	425,000	640,000	976,000	2,371,000
d Grassroots nontaxable amount	250,000	250,000	250,000	250,000	1,000,000
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000
f Grassroots lobbying expenditures	75,000	117,000	230,000	224,900	646,900

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues .	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures. See Instructions	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions), and Part II-B, line 1. Also, complete this part for any additional information.

Return Reference	Explanation

Additional Data

Return to Form

Software ID:

Software Version:

Supplemental Financial Statements

2022

Open to Public Inspection

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.

Department of the Treasury Internal Revenue Service

Name of the organization CLIMATEWORKS FOUNDATION

Employer identification number

26-2303250

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.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows 1-4: Total number at end of year, Aggregate value of contributions to (during year), Aggregate value of grants from (during year), 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?
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?

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).
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.

Table with 2 columns: Held at the End of the Year. Rows 2a, 2b, 2c, 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?
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)?
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.
1b 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:
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:

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 are a 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 programs
 - 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 |
|--|-----------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 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 in 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					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g 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:
- | | Yes | No |
|--|---------------|----|
| (i) Unrelated organizations | 3a(i) | |
| (ii) Related organizations | 3a(ii) | |
| b If "Yes" on 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |
- 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.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		6,586,889	5,760,145	826,744
d Equipment		406,209	401,127	5,082
e Other		929,641	546,631	383,010
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) . . . ▶				1,214,836

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. (Column (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. (Column (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	
OPERATING LEASE LIABILITY	4,293,656
Total. (Column (b) must equal Form 990, Part X, col.(B) line 25.)	4,293,656

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 FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

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	267,140,702
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a	621,211	
b	Donated services and use of facilities	2b	52,730	
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d	2e	673,941	
3	Subtract line 2e from line 1	3	266,466,761	
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		
c	Add lines 4a and 4b	4c	0	
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)	5	266,466,761	

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	261,218,361
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a	52,730	
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d	-2,835,001	
e	Add lines 2a through 2d	2e	-2,782,271	
3	Subtract line 2e from line 1	3	264,000,632	
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	264,000,632	

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.

Return Reference	Explanation
PART IV, LINE 2B:	DURING 2023, CLIMATEWORKS ACTED AS A CONDUIT FOR PASS-THROUGH GRANTS FOR THE ULTIMATE BENEFIT OF OUTSIDE ORGANIZATIONS. CLIMATEWORKS RECORDED AN ASSET UPON RECEIPT OF THE GRANT FUNDS, AND A SUBSEQUENT CORRESPONDING LIABILITY WHICH HAS BEEN REPORTED ON FORM 990, PART X, LINE 21. ALL PASS-THROUGH GRANT FUNDS WERE DISTRIBUTED OUT PRIOR TO THE CLOSE OF THE TAX YEAR.
PART X, LINE 2:	THE FOUNDATION FOLLOWS THE GUIDANCE ON UNCERTAIN TAX POSITIONS AND HAS IDENTIFIED AND EVALUATED ITS SIGNIFICANT TAX POSITIONS FOR WHICH THE STATUTE OF LIMITATIONS REMAINS OPEN. THERE HAVE BEEN NO MATERIAL CHANGES IN UNRECOGNIZED BENEFITS AS OF DECEMBER 31, 2023 AND 2022, NOR ARE ANY MATERIAL CHANGES ANTICIPATED IN THE TWELVE MONTHS FOLLOWING DECEMBER 31, 2023. THERE HAVE BEEN NO RELATED TAX PENALTIES OR INTEREST, WHICH WOULD BE CLASSIFIED AS A TAX EXPENSE IN THE CONSOLIDATED STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS.
PART XII, LINE 2D - OTHER ADJUSTMENTS:	RECOVERY OF PRIOR YEAR GRANT EXPENSE -2,835,001.

Additional Data

Return to Form

Software ID:
Software Version:

2023

Open to Public Inspection

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" to 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.

SCHEDULE F (Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization

CLIMATEWORKS FOUNDATION

Employer identification number

26-2303250

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 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 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
(1) CENTRAL AMERICA AND THE CARIBBEAN	0	0	GRANTMAKING		1,337,887
(2) CENTRAL AMERICA AND THE CARIBBEAN	0	0	PROGRAM SERVICES	TRAVEL & MEETINGS; OTHER COSTS	607,437
(3) EAST ASIA AND THE PACIFIC	0	0	GRANTMAKING		29,462,291
(4) EAST ASIA AND THE PACIFIC	1	11	PROGRAM SERVICES	TRAVEL & MEETINGS; OTHER COSTS	7,137,042
(5) EUROPE (INCLUDING ICELAND & GREENLAND)	0	0	GRANTMAKING		30,624,102
(6) EUROPE (INCLUDING ICELAND & GREENLAND)	0	6	PROGRAM SERVICES	TRAVEL & MEETINGS; OTHER COSTS	9,153,019
(7) EUROPE (INCLUDING ICELAND & GREENLAND)	0	0	CONDUCTING BOARD MEETINGS		8,744
(8) MIDDLE EAST AND NORTH AFRICA	0	0	PROGRAM SERVICES	TRAVEL & MEETINGS; OTHER COSTS	439,189
(9) NORTH AMERICA	0	0	GRANTMAKING		2,674,049
(10) NORTH AMERICA	0	1	PROGRAM SERVICES	TRAVEL & MEETINGS; OTHER COSTS	605,442
(11) SOUTH AMERICA	0	0	GRANTMAKING		15,280,937
(12) SOUTH AMERICA	0	4	PROGRAM SERVICES	TRAVEL & MEETINGS; OTHER COSTS	3,985,535
(13) SOUTH ASIA	0	0	GRANTMAKING		225,000
(14) SOUTH ASIA	0	0	PROGRAM SERVICES	TRAVEL & MEETINGS; OTHER COSTS	399,081
(15) SUB-SAHARAN AFRICA	0	0	GRANTMAKING		9,906,001
(16) SUB-SAHARAN AFRICA	0	0	PROGRAM SERVICES	TRAVEL & MEETINGS; OTHER COSTS	654,023
(17)					
3a Sub-total	1	17			78,769,711
b Total from continuation sheets to Part I	0	5			33,730,068
c Totals (add lines 3a and 3b)	1	22			112,499,779

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.

(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 in-kind assistance	(h) Description of in-kind assistance	(i) Method of valuation (book, FMV, appraisal, other)
1		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	50,000	WIRE			0
2		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	20,000	WIRE			0
3		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	7,900	WIRE			0
4		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	199,981	WIRE			0
5		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	100,000	WIRE			0
6		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	100,000	WIRE			0
7		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	380,000	WIRE			0
8		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	30,000	WIRE			0
9		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	200,000	WIRE			0
10		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	50,000	WIRE			0
11		CENTRAL AMERICA AND THE CARIBBEAN	PROJECT SUPPORT	200,000	WIRE			0
12		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	131,391	WIRE			0
13		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	525,000	WIRE			0
14		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	100,000	WIRE			0
15		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	300,000	WIRE			0
16		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	150,000	WIRE			0
17		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	100,000	WIRE			0
18		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	100,000	WIRE			0
19		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	760,000	WIRE			0
20		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	247,250	WIRE			0
21		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	32,100	WIRE			0
22		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	200,000	WIRE			0
23		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	300,000	WIRE			0
24		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	150,000	WIRE			0
25		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	34,030	WIRE			0
26		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	42,400	WIRE			0
27		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	90,000	WIRE			0
28		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	16,900	WIRE			0
29		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	20,000	WIRE			0
30		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	600,000	WIRE			0
31		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	125,000	WIRE			0
32		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	319,000	WIRE			0
33		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	300,000	WIRE			0
34		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	49,660	WIRE			0
35		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	50,000	WIRE			0
36		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	400,000	WIRE			0
37		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	100,000	WIRE			0
38		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	150,000	WIRE			0
39		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	679,331	WIRE			0
40		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	100,000	WIRE			0
41		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	553,290	WIRE			0
42		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	600,000	WIRE			0
43		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	450,000	WIRE			0
44		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	350,000	WIRE			0
45		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	200,000	WIRE			0
46		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	100,000	WIRE			0
47		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	132,380	WIRE			0
48		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	250,000	WIRE			0
49		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	200,000	WIRE			0
50		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	167,580	WIRE			0
51		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	185,000	WIRE			0
52		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	150,000	WIRE			0
53		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	300,000	WIRE			0
54		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	200,000	WIRE			0
55		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	155,000	WIRE			0
56		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	120,000	WIRE			0
57		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	300,000	WIRE			0
58		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	23,500	WIRE			0
59		EAST ASIA AND THE PACIFIC	PROGRAM SUPPORT	1,006,870	WIRE			0
60		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	6,000	WIRE			0
61		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	300,000	WIRE			0
62		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	100,000	WIRE			0
63		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	136,000	WIRE			0
64		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	586,240	WIRE			0
65		EAST ASIA AND THE PACIFIC	PROGRAM SUPPORT	50,000	WIRE			0
66		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	2,000,000	WIRE			0
67		EAST ASIA AND THE PACIFIC	PROGRAM SUPPORT	137,500	WIRE			0
68		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	350,000	WIRE			0
69		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	200,000	WIRE			0
70		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	350,000	WIRE			0
71		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	375,000	WIRE			0
72		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	800,000	WIRE			0
73		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	25,500	WIRE			0
74		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	15,000	WIRE			0
75		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	200,000	WIRE			0
76		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	50,000	WIRE			0
77		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	325,000	WIRE			0
78		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	230,000	WIRE			0
79		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	12,000	WIRE			0
80		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	15,000	WIRE			0
81		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	5,870	WIRE			0
82		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	150,000	WIRE			0
83		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	60,000	WIRE			0
84		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	240,000	WIRE			0
85		EAST ASIA AND THE PACIFIC	PROGRAM SUPPORT	10,000,000	WIRE			0
86		EAST ASIA AND THE PACIFIC	PROJECT SUPPORT	1,123,400	WIRE			0
87		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	250,000	WIRE			0
88		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	200,000	WIRE			0
89		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	168,600	WIRE			0
90		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	186,300	WIRE			0
91		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	237,500	WIRE			0
92		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	300,000	WIRE			0
93		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	40,000	WIRE			0
94		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	70,000	WIRE			0
95		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	250,000	WIRE			0
96		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	1,448,108	WIRE			0
97		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	364,590	WIRE			0
98		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	787,670	WIRE			0
99		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	100,000	WIRE			0
100		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	250,000	WIRE			0
101		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	99,960	WIRE			0
102		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	60,000	WIRE			0
103		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	60,000	WIRE			0
104		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	50,000	WIRE			0
105		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	108,520	WIRE			0
106		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	390,470	WIRE			0
107		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	780,450	WIRE			0
108		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	725,600	WIRE			0
109		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	850,000	WIRE			0
110		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	790,000	WIRE			0
111		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	200,000	WIRE			0
112		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	250,000	WIRE			0
113		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	105,000	WIRE			0
114		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	5,360	WIRE			0
115		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	345,030	WIRE			0
116		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROGRAM SUPPORT	275,000	WIRE			0
117		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	416,090	WIRE			0
118		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	9,000	WIRE			0
119		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	725,000	WIRE			0
120		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	30,000	WIRE			0
121		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	200,000	WIRE			0
122		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	150,000	WIRE			0
123		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	75,000	WIRE			0
124		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	150,000	WIRE			0
125		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	100,000	WIRE			0
126		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	500,000	WIRE			0
127		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	21,600	WIRE			0
128		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	100,000	WIRE			0
129		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROGRAM SUPPORT	1,885,930	WIRE			0
130		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	40,000	WIRE			0
131		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	200,000	WIRE			0
132		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	610,000	WIRE			0
133		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	100,000	WIRE			0
134		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	100,000	WIRE			0
135		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	50,000	WIRE			0
136		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	200,000	WIRE			0
137		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	420,000	WIRE			0
138		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	82,000	WIRE			0
139		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	200,000	WIRE			0
140		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	14,000	WIRE			0
141		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	8,670	WIRE			0
142		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	218,000	WIRE			0
143		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT, PROGRAM SUPPORT	9,783,968	WIRE			0
144		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	78,837	WIRE			0
145		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	300,000	WIRE			0
146		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	105,000	WIRE			0
147		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	457,041	WIRE			0
148		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	242,117	WIRE			0
149		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	1,359,710	WIRE			0
150		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	700,000	WIRE			0
151		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	786,700	WIRE			0
152		EUROPE (INCLUDING ICELAND AND GREENLAND)	PROJECT SUPPORT	450,000	WIRE			0
153		NORTH AMERICA	PROJECT SUPPORT	25,000	WIRE			0
154		NORTH AMERICA	PROJECT SUPPORT	200,000	WIRE			0
155		NORTH AMERICA	PROJECT SUPPORT	50,000	WIRE			0
156		NORTH AMERICA	PROJECT SUPPORT	250,000	WIRE			0
157		NORTH AMERICA	PROJECT SUPPORT	240,000	WIRE			0
158		NORTH AMERICA	PROJECT SUPPORT	445,118	WIRE			0
159		NORTH AMERICA	PROJECT SUPPORT	300,000	WIRE			0
160		NORTH AMERICA	PROJECT SUPPORT	120,000	WIRE			0
161		NORTH AMERICA	PROJECT SUPPORT, PROGRAM SUPPORT	524,292	WIRE			0
162		NORTH AMERICA	PROJECT SUPPORT	150,000	WIRE			0
163		NORTH AMERICA	PROJECT SUPPORT	150,000	WIRE			0
164		NORTH AMERICA	PROJECT SUPPORT	118,800	WIRE			0
165		NORTH AMERICA	PROJECT SUPPORT	100,000	WIRE			0
166		SOUTH AMERICA	PROJECT SUPPORT	100,000	WIRE			0
167		SOUTH AMERICA	PROJECT SUPPORT	100,000	WIRE			0
168		SOUTH AMERICA	PROJECT SUPPORT	150,000	WIRE			0
169		SOUTH AMERICA	PROJECT SUPPORT	14,960	WIRE			0
170		SOUTH AMERICA	PROJECT SUPPORT	50,000	WIRE			0
171		SOUTH AMERICA	PROJECT SUPPORT	100,000	WIRE			0
172		SOUTH AMERICA	PROJECT SUPPORT	89,760	WIRE			0
173		SOUTH AMERICA	PROJECT SUPPORT	100,000	WIRE			0
174		SOUTH AMERICA	PROJECT SUPPORT	285,000	WIRE			0
175		SOUTH AMERICA	PROJECT SUPPORT	15,0				

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)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

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

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.

ReturnReference	Explanation
PART I, LINE 2:	CLIMATEWORKS PROGRAM STAFF PERFORM DUE DILIGENCE ON PROSPECTIVE GRANTS AND EVALUATE THE PAST SUCCESS AND FINANCIAL HEALTH OF THE PROSPECTIVE GRANTEE. ALL ORGANIZATIONS ARE REQUIRED TO SUBMIT A GRANT NARRATIVE PROPOSAL AND BUDGET. PROPOSALS ARE EVALUATED ON THEIR PROJECTED OUTCOMES AND ALIGNMENT WITH CLIMATEWORKS' MISSION AND STRATEGIES. OTHER REQUIRED DOCUMENTATION INCLUDES: THE CURRENT YEAR BUDGET; YEAR-TO-DATE FINANCIAL STATEMENTS; PRIOR YEAR AUDITED FINANCIAL STATEMENTS, IF AVAILABLE; GOVERNMENT-ISSUED TAX STATUS DETERMINATION DOCUMENTATION; A LIST OF BOARD OF DIRECTORS, OFFICERS, AND AFFILIATIONS; AND BIOGRAPHIES OF KEY STAFF INVOLVED IN THE PROJECT. ALL GRANTEES ARE REQUIRED TO SIGN AND RETURN A GRANT AGREEMENT, WHICH STATES THAT FUNDS MAY BE SPENT ONLY FOR THE SPECIFIC CHARITABLE PURPOSES STATED IN THE PROPOSAL. ALL GRANTEES MUST BE IN COMPLIANCE WITH ALL APPLICABLE ANTI-TERRORIST FINANCING AND ASSET CONTROL LAWS, REGULATIONS, RULES, AND EXECUTIVE ORDERS. ALTHOUGH NOT LEGALLY REQUIRED, CLIMATEWORKS USES EXPENDITURE RESPONSIBILITY BEST PRACTICES TO MONITOR ITS FOREIGN GRANTS. CLIMATEWORKS CONFIRMS THAT GRANTEES' BOARD MEMBERS AND KEY STAFF DO NOT APPEAR ON THE SPECIALLY DESIGNATED NATIONALS (SDN) LIST. DEPENDING ON THE DOLLAR AMOUNT, EITHER THE BOARD OF DIRECTORS, THE PRESIDENT & CEO, OR A VICE PRESIDENT APPROVES THE GRANT. CLIMATEWORKS REVIEWS NARRATIVE AND FINANCIAL REPORTS TO ENSURE THAT THE FUNDS WERE SPENT EXCLUSIVELY FOR THE CHARITABLE PURPOSES STATED IN THE PROPOSAL AND WITHIN THE CONFINES OF THE OTHER RESTRICTIONS OF THE GRANT.
PART I, LINE 3:	ACCRUAL METHOD
PART II, LINE 1 ACCOUNTING METHOD:	ACCRUAL METHOD

Additional Data

Software ID:

Software Version:

**Supplemental Information Regarding
Fundraising or Gaming Activities**

2023

**Open to Public
Inspection**

Complete if the organization answered "Yes" on Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Attach to Form 990 or Form 990-EZ.

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

Department of the Treasury
Internal Revenue Service

Name of the organization
CLIMATEWORKS FOUNDATION

Employer identification number
26-2303250

Part I Fundraising Activities. Complete if the organization answered "Yes" on Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a** Mail solicitations
- b** Internet and email solicitations
- c** Phone solicitations
- d** In-person solicitations
- e** Solicitation of non-government grants
- f** Solicitation of government grants
- g** Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? **Yes** **No**

b If "Yes," list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1 MONJO LLC DBA DAYFLOWER GRANTS 22 DAYFLOWER DRIVE ASHEVILLE, NC 28803	FUNDRAISING CONSULTING		No	0	72,126	-72,126
2						
3						
4						
5						
6						
7						
8						
9						
10						
Total					72,126	-72,126

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

AL, AR, AZ, CA, DE, FL, GA, GU, HI, IA, ID, IL, IN, KS, KY, LA, MA, MD, MI, MN, MO, MS, MT, NC, ND, NE, NH, NJ, NM, NY, OR, PA, PR, RI, SC, SD, TN, TX, UT, VA, VT, WI, WV, WY

Part II Fundraising Events. Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a)Event #1	(b) Event #2	(c)Other events	(d) Total events
		(event type)	(event type)	(total number)	(add col. (a) through col. (c))
Revenue	1 Gross receipts				
	2 Less: Contributions				
	3 Gross income (line 1 minus line 2)				
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses				
	10 Direct expense summary. Add lines 4 through 9 in column (d) ▶				
11 Net income summary. Subtract line 10 from line 3, column (d) ▶					

Part III Gaming. Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col.(a) through col.(c))
		1 Gross revenue			
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
6 Volunteer labor	<input type="checkbox"/> Yes _____% .. <input type="checkbox"/> No	<input type="checkbox"/> Yes _____% .. <input type="checkbox"/> No	<input type="checkbox"/> Yes _____% .. <input type="checkbox"/> No		
7 Direct expense summary. Add lines 2 through 5 in column (d) ▶					
8 Net gaming income summary. Subtract line 7 from line 1, column (d) ▶					

9 Enter the state(s) in which the organization conducts gaming activities:

a Is the organization licensed to conduct gaming activities in each of these states? Yes No

b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If "Yes," explain: _____

11 Does the organization conduct gaming activities with nonmembers? Yes No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No

13 Indicate the percentage of gaming activity conducted in:

a	The organization's facility	13a	%
b	An outside facility	13b	%

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ -----

Address ▶ -----

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.

c If "Yes," enter name and address of the third party:

Name ▶ -----

Address ▶ -----

16 Gaming manager information:

Name ▶ -----

Gaming manager compensation ▶ \$ -----

Description of services provided ▶ -----

Director/officer Employee Independent contractor

17 Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No

b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v); and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information. See Instructions.

Return Reference	Explanation
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OMB No. 1545-0047
2023
Open to Public Inspection

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

Department of the Treasury Internal Revenue Service
Name of the organization: FOUNDATION
Employer identification number: 26-2303250

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 criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of the 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.

Table with 10 columns: (a) Recipient's organization or government, (b) EIN, (c) IRC section, (d) Amount of cash grant, (e) Amount of non-cash assistance, (f) Method of valuation, (g) Description of non-cash assistance, (h) Purpose of grant or assistance. Rows include various organizations like 2030 INC, SANTA FE, NM 87505, AMERICAN UNIVERSITY, etc.

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 noncash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					

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

Return Reference	Explanation
PART I, LINE 2:	CLIMATEWORKS PROGRAM STAFF PERFORM DUE DILIGENCE ON PROSPECTIVE GRANTS AND EVALUATE THE PAST SUCCESS AND FINANCIAL HEALTH OF THE PROSPECTIVE GRANTEE. ALL ORGANIZATIONS ARE REQUIRED TO SUBMIT A GRANT NARRATIVE PROPOSAL AND BUDGET. PROPOSALS ARE EVALUATED ON THEIR PROJECTED OUTCOMES AND ALIGNMENT WITH CLIMATEWORKS' MISSION AND STRATEGIES. OTHER REQUIRED DOCUMENTATION INCLUDES: THE CURRENT YEAR BUDGET; YEAR-TO-DATE FINANCIAL STATEMENTS; PRIOR YEAR AUDITED FINANCIAL STATEMENTS, IF AVAILABLE; GOVERNMENT-ISSUED TAX STATUS DETERMINATION DOCUMENTATION; A LIST OF BOARD OF DIRECTORS, OFFICERS, AND AFFILIATIONS; AND BIOGRAPHIES OF KEY STAFF INVOLVED IN THE PROJECT. ALL GRANTEES ARE REQUIRED TO SIGN AND RETURN A GRANT AGREEMENT, WHICH STATES THAT FUNDS MAY BE SPENT ONLY FOR THE SPECIFIC CHARITABLE PURPOSES STATED IN THE PROPOSAL. ALL GRANTEES MUST BE IN COMPLIANCE WITH ALL APPLICABLE ANTI-TERRORIST FINANCING AND ASSET CONTROL LAWS, REGULATIONS, RULES, EXECUTIVE ORDERS, AND MAY NOT VIOLATE ANY IRS EXPENDITURE PROHIBITIONS. CLIMATEWORKS VERIFIES THE ORGANIZATION'S EXISTENCE AND TAX STATUS USING GUIDESTAR CHARITY CHECK. DEPENDING ON THE DOLLAR AMOUNT, EITHER THE BOARD OF DIRECTORS, THE PRESIDENT & CEO, OR A VICE PRESIDENT APPROVES THE GRANT. CLIMATEWORKS REVIEWS NARRATIVE AND FINANCIAL REPORTS TO ENSURE THAT THE FUNDS WERE SPENT EXCLUSIVELY FOR THE CHARITABLE PURPOSES STATED IN THE PROPOSAL AND WITHIN THE CONFINES OF THE OTHER RESTRICTIONS OF THE GRANT.

Additional Data

[Return to Form](#)

Software ID:
Software Version:

Schedule J
(Form 990)

Compensation Information

OMB No. 1545-0047

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.**

2023

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization
CLIMATEWORKS FOUNDATION

Employer identification number

26-2303250

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 checked="" type="checkbox"/> Tax idemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., 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, officers, including the CEO/Executive Director, regarding the items checked on Line 1a?

3 Indicate which, if any, of the following the filing 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 checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" 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 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 in 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	Yes	
2	Yes	
4a	Yes	
4b		No
4c		No
5a		No
5b		No
6a		No
6b		No
7	Yes	
8		No
9		

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 are not 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.

(A) Name and Title		(B) Breakdown of W-2, 1099-MISC compensation, and/or 1099-NEC			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 HELEN MOUNTFORD PRESIDENT AND CEO	(i)	504,981	25,000	1,932	49,500	30,646	612,059	0
	(ii)	0	0	0	0	0	0	0
2 SHAWN P REIFSTECK MANAGING DIRECTOR	(i)	453,391	0	1,932	49,500	40,671	545,494	0
	(ii)	0	0	0	0	0	0	0
3 IRENE KIM VP, PHILANTHROPIC PARTNERSHIPS	(i)	430,000	0	3,612	49,500	39,052	522,164	0
	(ii)	0	0	0	0	0	0	0
4 CHARLES MCELWEE VP, PROGRAMS	(i)	425,200	0	6,667	49,500	25,483	506,850	0
	(ii)	0	0	0	0	0	0	0
5 BRIAN MCCRACKEN CFO, TREASURER	(i)	410,000	0	3,612	49,500	36,665	499,777	0
	(ii)	0	0	0	0	0	0	0
6 LINDSEY ALLEN EXECUTIVE DIRECTOR, CLUA	(i)	372,704	0	840	46,487	17,063	437,094	0
	(ii)	0	0	0	0	0	0	0
7 MICHAEL BOSSE DEPUTY VP, PROGRAMS	(i)	362,325	0	1,932	33,514	22,788	420,559	0
	(ii)	0	0	0	0	0	0	0
8 ANTHONY EGGERT SENIOR DIRECTOR, TRANSPORTATION	(i)	334,750	0	1,932	49,500	22,210	408,392	0
	(ii)	0	0	0	0	0	0	0
9 JAN DERRICKSON SR. DIRECTOR, CARBON DIOXIDE REMOVAL	(i)	334,750	0	3,612	49,500	20,202	408,064	0
	(ii)	0	0	0	0	0	0	0
10 MARY RAFTERY SR. DIRECTOR, FUNDER COLLABORATIONS	(i)	321,360	0	3,612	48,204	13,180	386,356	0
	(ii)	0	0	0	0	0	0	0
11 ILYASHA PEETE CHIEF OF EQUITY (THROUGH 8/2023)	(i)	216,282	0	143,223	11,906	12,389	383,800	0
	(ii)	0	0	0	0	0	0	0
12 JASON ANDERSON SENIOR PROGRAM DIRECTOR	(i)	320,500	0	3,612	48,006	3,635	375,753	0
	(ii)	0	0	0	0	0	0	0
13 SURABI MENON VP, GLOBAL INTELLIGENCE	(i)	274,071	22,929	1,231	40,361	14,560	353,152	0
	(ii)	0	0	0	0	0	0	0
14 NEGAR NARAGHI SENIOR DIRECTOR, HUMAN RESOURCES	(i)	270,000	0	3,612	40,500	36,665	350,777	0
	(ii)	0	0	0	0	0	0	0
15 MAKEEBA BROWNE CHIEF OF EQUITY, JUSTICE AND CULTURE	(i)	256,000	6,107	802	23,040	39,115	325,064	0
	(ii)	0	0	0	0	0	0	0
16 GRETCHEN RAU SECRETARY	(i)	179,167	3,016	3,881	27,000	13,685	226,749	0
	(ii)	0	0	0	0	0	0	0
17 SUSAN ELIZABETH COOK COO (THROUGH 4/2023)	(i)	111,898	0	80,568	28,035	4,808	225,309	0
	(ii)	0	0	0	0	0	0	0

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.

Return Reference	Explanation
PART I, LINE 1A	MAKEEBA BROWNE (CHIEF OF EQUITY, JUSTICE AND CULTURE), SURABI MENON (VP, GLOBAL INTELLIGENCE), AND GRETCHEN RAU (DIRECTOR FOR THE EXECUTIVE OFFICE AND BOARD SECRETARY) RECEIVED A TAX GROSS-UP AS PART OF A BONUS PAID TO THEM IN 2023. THESE TAX GROSS-UP PAYMENTS WERE REPORTED ON FORM W-2S AS TAXABLE INCOME, AS REQUIRED, AND REPORTED AS COMPENSATION ON SCHEDULE J, PART II, COLUMN (B)(III).
PART I, LINE 4A	ILLYASHA PEETE RECEIVED A TAXABLE SEVERANCE PAYMENT OF \$116,667 WHICH HAS BEEN REPORTED WITHIN "OTHER REPORTABLE COMPENSATION" IN SCHEDULE J, PART II, COLUMN (B)(III).
PART I, LINE 7	THE ORGANIZATION AWARDED BONUSES TO CERTAIN INDIVIDUALS WHICH WERE DETERMINED BY A SUPERVISOR OR THE BOARD OF DIRECTORS (DEPENDING ON THE EMPLOYEE) WHO UTILIZED DISCRETION IN DETERMINING THE AMOUNT OF PAYMENT, AND THUS WOULD BE CONSIDERED A NON-FIXED PAYMENT.

Additional Data

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Software ID:

Software Version:

Noncash Contributions

2023

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- ▶ **Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.**
- ▶ **Attach to Form 990.**
- ▶ **Go to www.irs.gov/Form990 for the latest information.**

Department of the Treasury
Internal Revenue Service

Name of the organization
CLIMATEWORKS FOUNDATION

Employer identification number

26-2303250

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	1	192,568	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 IV, Donee Acknowledgement **29** 0

	Yes	No
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? If "Yes," describe the arrangement in Part II.		No
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?	Yes	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? If "Yes," describe in Part II.		No
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.		

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.

Return Reference	Explanation
PART I, COLUMN (B):	THE ORGANIZATION IS REPORTING THE NUMBER OF CONTRIBUTIONS RECEIVED (DEFINED AS EACH SEPARATE GIFT) IN SCHEDULE M, PART I, COLUMN (B).

Additional Data

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Software ID:

Software Version:

SCHEDULE O
(Form 990)**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.

2023**Open to Public
Inspection**Department of the Treasury
Internal Revenue ServiceName of the organization
CLIMATEWORKS FOUNDATION

Employer identification number

26-2303250

Return Reference	Explanation
FORM 990, PART III, LINE 1:	CLIMATEWORKS FOUNDATION'S MISSION IS TO END THE CLIMATE CRISIS BY AMPLIFYING THE POWER OF PHILANTHROPY. WE ARE A GLOBAL PLATFORM FOR PHILANTHROPY TO INNOVATE, COLLABORATE, AND ACCELERATE CLIMATE SOLUTIONS THAT SCALE BY BRINGING TOGETHER A UNIQUE NETWORK OF GRANTMAKERS, GRANTEEES, RESEARCHERS, AND OTHER IMPLEMENTING PARTNERS. WE PROVIDE A SUITE OF PROGRAMS AND SERVICES UNIQUELY DESIGNED TO AMPLIFY THE POWER OF A CLIMATE PHILANTHROPY COMMUNITY THAT IS LARGER, MORE COORDINATED, MORE INTERNATIONAL, AND PHILANTHROPY ACT WITH THE AMBITION, URGENCY, CAPABILITIES, AND INTERCONNECTIONS NEEDED TO END THE CLIMATE CRISIS.
FORM 990, PART III, LINE 4A:	CLIMATEWORKS COLLABORATED WITH AN EXPANSIVE NETWORK OF PARTNERS AND GRANTEEES TO CONTRIBUTE TO ACHIEVEMENTS AROUND THE GLOBE, DRIVING MEANINGFUL PROGRESS ON CLIMATE ACTION. GLOBAL PROGRAMS: CLIMATEWORKS DRIVES INNOVATION AND CLIMATE SOLUTIONS THAT SCALE, HELPING FUNDERS MAXIMIZE THEIR PHILANTHROPIC IMPACT. IN 2023, WE CONTINUED TO MAXIMIZE EFFICIENCY TO EXPEDITE AND STREAMLINE THE DISBURSEMENT OF FUNDS, ENSURING THAT RESOURCES SWIFTLY REACH GRANTEEES AT THE FOREFRONT OF POSITIVE CHANGE. IN 2023, CLIMATEWORKS GRANTED OVER \$195 MILLION VIA 728 GRANTS AND PROGRAMMATIC CONTRACTS TO 413 GRANTEEES BASED IN 35 COUNTRIES. PROGRESS HIGHLIGHTS INCLUDE: - CLIMATEWORKS MADE 19 GRANTS FOCUSED ON A WIDE RANGE OF JUSTICE, EQUITY, DIVERSITY, AND INCLUSION (JEDI) ISSUES ACROSS MOST OF OUR PROGRAMS AND CROSS-CUTTING INITIATIVES TO INCREASE SUPPORT FOR WORK FOCUSED ON THE GLOBAL SOUTH. THIS PORTFOLIO INCLUDES YOUTH-LED, WOMEN-LED, FRONTLINE, AND GRASSROOTS ORGANIZATIONS SPANNING MULTIPLE GEOGRAPHIES, INCLUDING SUB-SAHARAN AFRICA, NORTH AMERICA, EAST ASIA, SOUTHEAST ASIA, THE CARIBBEAN, AND LATIN AMERICA. - DESIGNED BY THE DRIVE ELECTRIC CAMPAIGN, THE LEAPFROGGING TO E-MOBILITY ACCELERATION PARTNERSHIP (LEAP) FUND WAS LAUNCHED IN 2022 WITH \$1 MILLION IN EXPLORATORY SEED FUNDING TO SUPPORT THE TRANSITION AWAY FROM FOSSIL FUELS AND TOWARD ELECTRIC TRANSPORTATION TECHNOLOGY. BY THE END OF 2023, THE LEAP FUND HAD TRIPLED IN SIZE, DISTRIBUTING A CUMULATIVE TOTAL OF \$3.4 MILLION AND SUPPORTING 23 PARTNER ORGANIZATIONS ACROSS AFRICA, LATIN AMERICA, AND SOUTHEAST ASIA. - IN JULY 2023, THE INTERNATIONAL MARITIME ORGANIZATION (IMO), INTRODUCED A REVISED STRATEGY TARGETING A 30% REDUCTION IN EMISSIONS BY 2030 AND AN 80% REDUCTION BY 2040, ON THE WAY TO NET ZERO AROUND 2050. CLIMATEWORKS' NETWORK OF GRANTEEES AND PARTNERS HAVE BEEN AT THE FOREFRONT OF ADVOCATING FOR STRICTER EMISSIONS REGULATIONS AND SUSTAINABLE PRACTICES WITHIN THE SHIPPING SECTOR, CREATING THE MOMENTUM NEEDED TO SECURE THESE HISTORIC COMMITMENTS. FROM GLOBAL POLICY AND ADVOCACY WORK TO REGIONAL CAMPAIGNS AND INITIATIVES LIKE PORTS FOR PEOPLE – WHICH LED TO SIGNIFICANT REGULATORY CHANGES IN CALIFORNIA'S ZERO EMISSIONS FERRY MANDATE AND SIMILAR ACTIONS IN SOUTH KOREA, JAPAN, AND SINGAPORE – OUR GRANTEE NETWORK HAS APPLIED PRESSURE ACROSS THE INDUSTRY TO ACCELERATE ZERO-EMISSION SHIPPING AROUND THE GLOBE. - CLIMATEWORKS' COOLING PROGRAM CONTINUES TO SUPPORT GIGATON-LEVEL GREENHOUSE GAS EMISSIONS SAVINGS THROUGH ITS CLEAN COOLING COLLABORATIVE (CCC) INITIATIVE. CCC AND ITS IMPLEMENTING PARTNERS HAVE SIGNIFICANTLY IMPACTED THE COOLING SECTOR, INCLUDING 71 NATIONAL GOVERNMENTS SIGNING THE GLOBAL COOLING PLEDGE, TWO MILLION SUPER-EFFICIENT CEILING FANS DEPLOYED IN INDIA, AND 142,000 SQUARE METERS OF COOL ROOFS INSTALLED IN INDONESIA. - CLIMATEWORKS' CARBON DIOXIDE REMOVAL (CDR) PROGRAM CONTINUED IN 2023 TO PROVIDE CRUCIAL FUNDING, ADVANCE RESEARCH, AND ADDRESS KNOWLEDGE GAPS IN SCIENCE, INCLUDING THROUGH REPORTS THAT EXPLORE THE OCEAN-BASED CDR LANDSCAPE IN CHINA AND THE LABOR AND COMMUNITY DEVELOPMENT OPPORTUNITIES ASSOCIATED WITH SEAWEED-BASED CDR SOLUTIONS IN NORTH AMERICA. THE CDR PROGRAM ALSO SUPPORTED TWO DIRECT AIR CAPTURE PROPOSALS IN KERN COUNTY, CALIFORNIA, THAT ARE COMMUNITY-MINDED AND FOCUSED ON SOURCING LOW-TO ZERO-CARBON EMITTING ENERGY. GLOBAL INTELLIGENCE: CLIMATEWORKS GLOBAL INTELLIGENCE PROVIDES FUNDERS WITH THE KNOWLEDGE TO BUILD THEIR CLIMATE INVESTMENT STRATEGIES. IT HELPS THEM EXPLORE AREAS FOR CLIMATE ACTION AND IDENTIFY OPPORTUNITIES FOR GREATER IMPACT AND PARTNERSHIP. 2023 HIGHLIGHTS INCLUDE: - IN NOVEMBER 2023, THE CLIMATEWORKS GLOBAL INTELLIGENCE TEAM PUBLISHED "FUNDING TRENDS 2023: CLIMATE CHANGE MITIGATION PHILANTHROPY," THE FOURTH INSTALLMENT OF THIS LANDMARK PUBLICATION COVERING FUNDING DATA FROM 2015 TO 2022. THE REPORT FOUND THAT PHILANTHROPIC FUNDING FOR CLIMATE CHANGE MITIGATION REMAINED FLAT IN 2022 – A SHARP REVERSAL FROM THE RAPID FUNDING GROWTH IN PREVIOUS YEARS. WITHIN THIS OVERALL TREND, FOUNDATION FUNDING FOR CLIMATE CHANGE MITIGATION DID GROW BY 12%, ALTHOUGH THIS STILL REFLECTS A SLOWDOWN FROM 2021. - IN ADDITION TO THE FUNDING TRENDS REPORT, CLIMATEWORKS GLOBAL INTELLIGENCE RELEASED SEVERAL PUBLICATIONS AND PRODUCED TAILORED ANALYSES AND BRIEFINGS IN 2023. THIS WORK INCLUDED DATA AND ANALYSES ON FUNDING FLOWS, GRANTEE LANDSCAPES, AND CLIMATE INSIGHTS THAT BUILD KNOWLEDGE, IDENTIFY INVESTMENT PRIORITIES, AND SUPPORT EFFECTIVE DEPLOYMENT OF FUNDING. GLOBAL COLLABORATIONS: CLIMATEWORKS GLOBAL COLLABORATIONS ARE INTERNATIONAL PARTNERSHIPS THAT BUILD HIGH-TRUST RELATIONSHIPS, CREATE STRATEGIC ALIGNMENT, AND FACILITATE COORDINATED ACTIONS ACROSS THE CLIMATE PHILANTHROPY ECOSYSTEM. IN 2023, CLIMATEWORKS HAD 30 CONVENINGS WITH OVER 1,700 PARTICIPANTS. ONE SUCH COLLABORATION WAS IN DECEMBER 2023, WHEN CLIMATEWORKS HOSTED A FIRST-OF-ITS-KIND STRATEGIC CONVENING ON MINERALS IN LISBON, PORTUGAL. THE EVENT BROUGHT TOGETHER PHILANTHROPIC FOUNDATIONS, REGIONAL CLIMATE FOUNDATIONS, AND REGIONAL PARTNERS REPRESENTING ADVOCACY ACROSS CLIMATE, ELECTRIFICATION, RESOURCE GOVERNANCE, HUMAN RIGHTS, INDIGENOUS RIGHTS, AND CONSERVATION. THIS CONVENING LAID AN IMPORTANT FOUNDATION FOR CONTINUED FIELD BUILDING AND STRATEGIZING IN THE MINERALS SPACE, CREATING SPACE TO TEST, INFORM, AND CALIBRATE EXISTING MINERALS STRATEGIES, WORKSTREAMS, AND ASSUMPTIONS FOR COLLECTIVE ALIGNMENT.
FORM 990, PART III, LINE 4B:	CLIMATEWORKS' FORESTS AND LAND USE PROGRAM, LED BY THE CLIMATE AND LAND USE ALLIANCE (CLUA), SUPPORTS POLICIES, PRACTICES, AND PARTNERSHIPS TO HALT AND REVERSE FOREST LOSS, PROMOTE SUSTAINABLE LAND USE, AND PROTECT THE RIGHTS AND LIVELIHOODS OF INDIGENOUS AND FOREST COMMUNITIES. IN 2023, INDIGENOUS, AFRO-DESCENDANT, AND LOCAL COMMUNITY ORGANIZATIONS CREATED OR SCALED UP SEVERAL DECENTRALIZED FUNDS TO

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	SUPPORT TENURE RIGHTS, FOREST GUARDIANSHIP, AND LOCALLY DETERMINED SUSTAINABLE DEVELOPMENT. NEW PLATFORMS ARE ALSO EMERGING TO WORK ACROSS THESE FUNDS TO PROMOTE PEER EXCHANGE, COLLABORATIVE FUNDRAISING, AND AWARENESS-BUILDING SPACES. AT THE SAME TIME, NEW RESEARCH HAS HELPED IDENTIFY BARRIERS DONORS FACE IN CHANNELING FUNDING DIRECTLY TO COMMUNITY ORGANIZATIONS. THE ECOSYSTEM OF DECENTRALIZED FUNDS IS AT A CRITICAL INFLECTION POINT; ADDITIONAL SUPPORT TO BOLSTER THESE FUNDS CAN HELP UNLOCK LARGER VOLUMES OF FUNDING OVER THE MEDIUM TERM TO SUPPORT COMMUNITY-LEVEL ACTIONS IN THOUSANDS OF FOREST COMMUNITIES WORLDWIDE TO PROTECT AND RESTORE ECOSYSTEMS, SECURE RIGHTS, AND ADVANCE EQUITY, WELL-BEING, AND CLIMATE-RESILIENCE. STARTING IN 2023, CLUA IS PROVIDING GRANTS TO SEVERAL OF THESE DECENTRALIZED FUNDS AND HELPING THEM DEVELOP STRONGER CONNECTIONS WITH OTHER DONORS AND EACH OTHER.
FORM 990, PART VI, SECTION B, LINE 11B	THE FORM 990 IS PREPARED JOINTLY BY CLIMATEWORKS FOUNDATION STAFF AND AN OUTSIDE ACCOUNTING FIRM. THE DRAFT IS REVIEWED BY THE CFO/TREASURER, PRESIDENT & CHIEF EXECUTIVE OFFICER, AND GENERAL COUNSEL. CLIMATEWORKS' FINANCIAL MANAGEMENT AND THE ACCOUNTING FIRM'S TAX LEAD REVIEWS THE DRAFT WITH CLIMATEWORKS' AUDIT COMMITTEE. THE AUDIT COMMITTEE RECOMMENDS APPROVAL OF THE RETURN TO THE BOARD, WHO RECEIVES THE FORM 990 PRIOR TO FILING WITH THE INTERNAL REVENUE SERVICE.
FORM 990, PART VI, SECTION B, LINE 12C	CLIMATEWORKS FOUNDATION'S POLICY REQUIRES THAT ANY APPARENT OR POTENTIAL CONFLICTS OF INTEREST BE FULLY DISCLOSED BEFORE A DECISION IS MADE ON THE MATTER INVOLVED, AND THAT NO DIRECTOR, OFFICER, OR STAFF MEMBER PARTICIPATE (OTHER THAN BY PROVIDING INFORMATION) IN ANY DECISION IN WHICH HE OR SHE HAS A CONFLICT OF INTEREST. CLIMATEWORKS' CONFLICT OF INTEREST POLICY IS INCLUDED AS PART OF THE FORMAL ORIENTATION FOR ALL NEW BOARD OF DIRECTORS, OFFICERS, AND STAFF. ADDITIONALLY, ALL OFFICERS, DIRECTORS, AND STAFF ARE REQUIRED TO COMPLETE AN ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT. POTENTIAL OFFICER AND BOARD MEMBER CONFLICTS ARE REVIEWED BY THE CHAIR OF THE BOARD, WHO WILL INVESTIGATE THE FACTS, SEEK ADVICE FROM OUTSIDE COUNSEL AS NECESSARY, AND REPORT BACK TO THE BOARD AT THE TIME IT CONSIDERS THE TRANSACTION. AN INTERESTED DIRECTOR OR OFFICER WILL NOT PARTICIPATE IN DELIBERATIONS OR THE VOTE. POTENTIAL STAFF MEMBER CONFLICTS ARE REVIEWED BY THE PRESIDENT & CHIEF EXECUTIVE OFFICER, WHO WILL INVESTIGATE THE FACTS, SEEK ADVICE FROM OUTSIDE COUNSEL AS NECESSARY, AND TAKE APPROPRIATE ACTION IN ACCORDANCE WITH THE POLICY.
FORM 990, PART VI, SECTION B, LINE 15	THE BOARD ANNUALLY REVIEWS THE COMPENSATION OF THE PRESIDENT AND CHIEF EXECUTIVE OFFICER AND APPROVES CHANGES. CONSISTENT WITH ITS CONFLICT OF INTEREST POLICY, THE PRESIDENT AND CHIEF EXECUTIVE OFFICER, WHO IS ALSO A DIRECTOR, DID NOT PARTICIPATE IN ANY BOARD DELIBERATIONS OR VOTES REGARDING HER COMPENSATION. THE BOARD APPROVES CHANGES TO THE CFO/TREASURER'S COMPENSATION, UNLESS THE CHANGE APPLIES TO SUBSTANTIALLY ALL EMPLOYEES. THE BOARD USES THIRD-PARTY COMPENSATION SURVEYS AND COMPENSATION INFORMATION OF COMPARABLE ORGANIZATIONS, INCLUDING OTHER FOUNDATIONS, PUBLIC CHARITIES, AND NGOS TO BENCHMARK COMPENSATION FOR THESE POSITIONS. CLIMATEWORKS FOUNDATION DOCUMENTS THE DELIBERATIONS REGARDING COMPENSATION IN MINUTES OF THE MEETINGS OF ITS BOARD. COMPENSATION FOR KEY EMPLOYEES IS REVIEWED ANNUALLY BY DIRECT SUPERVISORS, WITH FINAL REVIEW BY THE PRESIDENT AND CHIEF EXECUTIVE OFFICER. THIRD-PARTY SURVEYS, COMPILING DATA FROM OTHER FOUNDATIONS, PUBLIC CHARITIES, AND NGOS ARE USED TO BENCHMARK COMPENSATION FOR EACH POSITION.
FORM 990, PART VI, SECTION C, LINE 18	CLIMATEWORKS FOUNDATION PROVIDES A COPY OF THE FORM 990 DIRECTLY TO GUIDESTAR TO PUBLISH ON ITS WEBSITE, IN ADDITION TO POSTING THE FORM 990 ON ITS WEBSITE AND PROVIDING A COPY OF THE FORM 990 UPON REQUEST BY THE GENERAL PUBLIC.
FORM 990, PART VI, SECTION C, LINE 19	CLIMATEWORKS FOUNDATION MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND AUDITED FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON REQUEST.
FORM 990, PART IX, LINE 11G	PROGRAM CONSULTING: PROGRAM SERVICE EXPENSES 28,152,536. MANAGEMENT AND GENERAL EXPENSES 0. FUNDRAISING EXPENSES 0. TOTAL EXPENSES 28,152,536. PROGRAM MEASUREMENT & EVALUATION: PROGRAM SERVICE EXPENSES 418,268. MANAGEMENT AND GENERAL EXPENSES 117,932. FUNDRAISING EXPENSES 0. TOTAL EXPENSES 536,200. COMMUNICATIONS: PROGRAM SERVICE EXPENSES 652,205. MANAGEMENT AND GENERAL EXPENSES 284,169. FUNDRAISING EXPENSES 26. TOTAL EXPENSES 936,400. TEMPORARY STAFFING: PROGRAM SERVICE EXPENSES 113,319. MANAGEMENT AND GENERAL EXPENSES 407,041. FUNDRAISING EXPENSES 4,371. TOTAL EXPENSES 524,731. RECRUITING: PROGRAM SERVICE EXPENSES 257,209. MANAGEMENT AND GENERAL EXPENSES 96,924. FUNDRAISING EXPENSES 0. TOTAL EXPENSES 354,133. CONSULTING AND PROFESSIONAL SERVICES: PROGRAM SERVICE EXPENSES 164,625. MANAGEMENT AND GENERAL EXPENSES 8,956. FUNDRAISING EXPENSES 2,110. TOTAL EXPENSES 175,691.
FORM 990, PART XI, LINE 9:	RECOVERY OF PRIOR YEAR GRANT EXPENSES 2,835,001.

Additional Data

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**SCHEDULE R
(Form 990)**

Related Organizations and Unrelated Partnerships

OMB No. 1545-0047

2023

**Open to Public
Inspection**

Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

Attach to Form 990.

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

Department of the Treasury
Internal Revenue Service

Name of the organization
CLIMATEWORKS FOUNDATION

Employer identification number

26-2303250

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1) CLIMATE AND LAND USE ALLIANCE LLC 235 MONTGOMERY STREET SUITE 1300 SAN FRANCISCO, CA 94104 45-3944486	ENVIRONMENTAL	DE	33,797,956	52,057,800	CLIMATEWORKS FOUNDATION

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a** Receipt of **(i)** interest, **(ii)** annuities, **(iii)** royalties, or **(iv)** rent from a controlled entity
- b** Gift, grant, or capital contribution to related organization(s)
- c** Gift, grant, or capital contribution from related organization(s)
- d** Loans or loan guarantees to or for related organization(s)
- e** Loans or loan guarantees by related organization(s)
- f** Dividends from related organization(s)
- g** Sale of assets to related organization(s)
- h** Purchase of assets from related organization(s)
- i** Exchange of assets with related organization(s)
- j** Lease of facilities, equipment, or other assets to related organization(s)
- k** Lease of facilities, equipment, or other assets from related organization(s)
- l** Performance of services or membership or fundraising solicitations for related organization(s)
- m** Performance of services or membership or fundraising solicitations by related organization(s)
- n** Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- o** Sharing of paid employees with related organization(s)
- p** Reimbursement paid to related organization(s) for expenses
- q** Reimbursement paid by related organization(s) for expenses
- r** Other transfer of cash or property to related organization(s)
- s** Other transfer of cash or property from related organization(s)

	Yes	No
1a		
1b		
1c		
1d		
1e		
1f		
1g		
1h		
1i		
1j		
1k		
1l		
1m		
1n		
1o		
1p		
1q		
1r		
1s		

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R. See instructions.

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Schedule R (Form 990) 2023

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