

Return of Private Foundation

Form Department of the Treasury Internal Revenue Service

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

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

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

Name of foundation: WAVERLEY STREET FOUNDATION. Employer identification number: 81-3242506. Telephone number: (650) 313-2002. City: PALO ALTO, CA 94304. Check type of organization: Section 501(c)(3) exempt private foundation. Fair market value: \$3,124,247,495. Accounting method: Cash.

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), ending with Excess of revenue over expenses and disbursements (-60,608,434) and Adjusted net income (241,180,650).

**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	20,515,027	17,959,337	17,959,337
	<b>2</b> Savings and temporary cash investments . . . . .	149,874,754	156,157,198	156,157,198
	<b>3</b> Accounts receivable ▶ <u>73,064</u>			
	Less: allowance for doubtful accounts ▶ _____	53,947	73,064	73,064
	<b>4</b> Pledges receivable ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U.S. and state government obligations (attach schedule)	378,115,907	0	0
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	348,320,572	281,057,572	473,720,952
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	0	400,000,000	403,640,219
	<b>11</b> Investments—land, buildings, and equipment: basis ▶ _____			
Less: accumulated depreciation (attach schedule) ▶ _____				
<b>12</b> Investments—mortgage loans . . . . .				
<b>13</b> Investments—other (attach schedule) . . . . .	1,936,146,603	1,927,760,912	2,071,735,015	
<b>14</b> Land, buildings, and equipment: basis ▶ _____				
Less: accumulated depreciation (attach schedule) ▶ _____				
<b>15</b> Other assets (describe ▶ _____)	11,551,417	961,710	961,710	
<b>16 Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,844,578,227	2,783,969,793	3,124,247,495	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue. . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22). . . . .	0	0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24, 25, 29 and 30.</b>			
	<b>24</b> Net assets without donor restrictions . . . . .			
	<b>25</b> Net assets with donor restrictions . . . . .			
	<b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 26 through 30.</b>			
	<b>26</b> Capital stock, trust principal, or current funds . . . . .			
	<b>27</b> Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .			
	<b>28</b> Retained earnings, accumulated income, endowment, or other funds . . . . .	2,844,578,227	2,783,969,793	
<b>29 Total net assets or fund balances</b> (see instructions) . . . . .	2,844,578,227	2,783,969,793		
<b>30 Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	2,844,578,227	2,783,969,793		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return) . . . . .	<b>1</b>	2,844,578,227
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-60,608,434
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	2,783,969,793
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	<b>6</b>	2,783,969,793

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1 a PUBLICLY-TRADED SECURITIES</b>				
<b>b BRAHMAN PARTNERS V LP LIQUIDATION OF INTEREST</b>		P		2023-06-30
<b>c</b>				
<b>d</b>				
<b>e</b>				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 916,779,091		814,247,042	102,532,049
<b>b</b> 200,069,909		197,435,783	2,634,126
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any	
<b>a</b>			102,532,049
<b>b</b>			2,634,126
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	114,355,275
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	}	<b>3</b>	

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

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		<b>1</b>	3,352,411
<b>b</b> All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) of Part I, line 12, col. (b)		<b>2</b>	
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		<b>3</b>	3,352,411
<b>3</b> Add lines 1 and 2.		<b>4</b>	
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		<b>5</b>	3,352,411
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.		<b>6a</b>	5,811,790
<b>6</b> Credits/Payments:		<b>6b</b>	0
<b>a</b> 2023 estimated tax payments and 2022 overpayment credited to 2023		<b>6c</b>	5,000,000
<b>b</b> Exempt foreign organizations—tax withheld at source		<b>6d</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)		<b>7</b>	10,811,790
<b>d</b> Backup withholding erroneously withheld		<b>8</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d		<b>9</b>	
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		<b>10</b>	7,459,379
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		<b>11</b>	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.			
<b>11</b> Enter the amount of line 10 to be: Credited to 2024 estimated tax Refunded			

Part VI-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.
c Did the foundation file Form 1120-POL for this year?
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation. (2) On foundation managers.
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers.
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments?
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
By language in the governing instrument, or
By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?
7 Did the foundation have at least \$5,000 in assets at any time during the year?
8a Enter the states to which the foundation reports or with which it is registered (see instructions)
CA
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G?
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the taxable year beginning in 2023?
10 Did any persons become substantial contributors during the tax year?
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)?
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address

Table with 3 columns: Question ID, Yes, No. Rows 1a-13.

14 The books are in care of ROSEWOOD FAMILY ADVISORS LLP Telephone no. (650) 313-2002
Located at 2475 HANOVER STREET SUITE 100 PALO ALTO CA ZIP+4 94304

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here
and enter the amount of tax-exempt interest received or accrued during the year 15

16 At any time during calendar year 2023, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country LU

Table with 3 columns: Question ID, Yes, No. Rows 16.

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

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

- 1a** During the year did the foundation (either directly or indirectly):
  - (1)** Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .
  - (2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .
  - (3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person?
  - (4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
  - (5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .
  - (6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)
- b** If any answer is "Yes" to 1a(1)–(6); did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions
- c** Organizations relying on a current notice regarding disaster assistance check here. . . . .
- d** Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2023? . . . . .
- 2** Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
  - a** At the end of tax year 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023? . . . . .  
If "Yes," list the years ► 20\_\_\_, 20\_\_\_, 20\_\_\_, 20\_\_\_
  - b** Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.) . . . . .
  - c** If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20\_\_\_, 20\_\_\_, 20\_\_\_, 20\_\_\_
- 3a** Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .
- b** If "Yes," did it have excess business holdings in 2023 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2023.) . . . . .
- 4a** Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
- b** Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2023?

	Yes	No
<b>1a(1)</b>		No
<b>1a(2)</b>		No
<b>1a(3)</b>	Yes	
<b>1a(4)</b>	Yes	
<b>1a(5)</b>		No
<b>1a(6)</b>		No
<b>1b</b>		No
<b>1d</b>		No
<b>2a</b>		No
<b>2b</b>		
<b>3a</b>	Yes	
<b>3b</b>		No
<b>4a</b>		No
<b>4b</b>		No

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

- 5a** During the year did the foundation pay or incur any amount to:
  - (1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
  - (2)** Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
  - (3)** Provide a grant to an individual for travel, study, or other similar purposes?
  - (4)** Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions
  - (5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
- b** If any answer is "Yes" to 5a(1)–(5); did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions
- c** Organizations relying on a current notice regarding disaster assistance check
- d** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  
If "Yes," attach the statement required by Regulations section 53.4945–5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  
If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
- b** If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?
- 8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?

	Yes	No
<b>5a(1)</b>		No
<b>5a(2)</b>		No
<b>5a(3)</b>		No
<b>5a(4)</b>	Yes	
<b>5a(5)</b>		No
<b>5b</b>		No
<b>5d</b>	Yes	
<b>6a</b>		No
<b>6b</b>		No
<b>7a</b>		No
<b>7b</b>		
<b>8</b>		No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAURENE POWELL JOBS 2475 HANOVER STREET PALO ALTO, CA 94304	VICE CHAIR 4.0	0	0	0
ANNE MARIE BURGoyNE 2475 HANOVER STREET PALO ALTO, CA 94304	TREASURER/SECRETARY/DIRECTOR 4.0	0	0	0
J BRADLEY POWELL 2475 HANOVER STREET PALO ALTO, CA 94304	DIRECTOR 4.0	0	0	0
REED JOBS 2475 HANOVER STREET PALO ALTO, CA 94304	DIRECTOR 4.0	0	0	0
MONA SIMPSON 2475 HANOVER STREET PALO ALTO, CA 94304	DIRECTOR 4.0	0	0	0
MICHAEL KLEIN 2475 HANOVER STREET PALO ALTO, CA 94304	DIRECTOR 4.0	0	0	0
LISA JACKSON 2475 HANOVER STREET PALO ALTO, CA 94304	CHAIR OF THE BOARD 6.0	0	0	0
JARED BLUMENFELD 2475 HANOVER STREET PALO ALTO, CA 94304	PRESIDENT 40.0	909,115	19,800	0
JAGADHA SIVAN 2475 HANOVER STREET PALO ALTO, CA 94304	CHIEF OPERATING OFFICER 40.0	571,420	5,250	0
DARREN WALKER 2475 HANOVER STREET PALO ALTO, CA 94304	DIRECTOR 4.0	0	0	0
RAFAEL REIF 2475 HANOVER STREET PALO ALTO, CA 94304	DIRECTOR 4.0	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LANDE AJOSE 2475 HANOVER STREET PALO ALTO, CA 94304	CHIEF OF STAFF 40.0	602,042	18,000	0
EMILIANO MARTINEZ 2475 HANOVER STREET PALO ALTO, CA 94304	GENERAL COUNSEL 40.0	490,409	0	0
ALLISON CORWIN 2475 HANOVER STREET PALO ALTO, CA 94304	STRATEGY DIRECTOR 40.0	408,400	1,969	0
JORGE MADRID 2475 HANOVER STREET PALO ALTO, CA 94304	STRATEGY DIRECTOR 40.0	359,394	3,438	0
CAROLE EXELL 2475 HANOVER STREET PALO ALTO, CA 94304	STRATEGY DIRECTOR 40.0	357,193	19,800	0

**Total** number of other employees paid over \$50,000. 6

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

<b>(a)</b> Name and address of each person paid more than \$50,000	<b>(b)</b> Type of service	<b>(c)</b> Compensation
SUNSTONE STRATEGIES LLC 360 GRAND AVENUE 187 OAKLAND,CA 94610	STRATEGIC CONSULTING	2,233,333
SUNSHINE SACHS MORGAN & LYLIS 6 EAST 32ND ST 3RD FLOOR NEW YORK,NY 10016	STRATEGIC CONSULTING	375,685
FRONTLINE SOLUTIONS INTERNATIONAL LLC 1032 15TH STREET NW UNIT 303 WASHINGTON,DC 20005	STRATEGIC CONSULTING	371,781
CONDE NAST PO BOX 5350 NEW YORK,NY 10087	STRATEGIC CONSULTING	350,000
ROSEWOOD FAMILY ADVISORS LLP 2475 HANOVER STREET SUITE 100 PALO ALTO,CA 94304	ACCOUNTING & TAX	310,081

**Total** number of others receiving over \$50,000 for professional services. . . . . ▶

**Part VIII- Summary of Direct Charitable Activities**


List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
<b>1</b> _____ _____	
_____	
<b>2</b> _____ _____	
_____	
<b>3</b> _____ _____	
_____	
<b>4</b> _____ _____	
_____	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
<b>1</b> _____ _____	
_____	
<b>2</b> _____ _____	
_____	
All other program-related investments. See instructions.	
<b>3</b> _____ _____	
_____	

**Total.** Add lines 1 through 3 . . . . . 

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	781,926,218
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	264,154,387
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	2,183,083,354
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	3,229,163,959
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	3,229,163,959
<b>4</b>	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	48,437,459
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. . . . .	<b>5</b>	3,180,726,500
<b>6</b>	<b>Minimum investment return.</b> Enter 5% (0.05) of line 5. . . . .	<b>6</b>	159,036,325

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

<b>1</b>	Minimum investment return from Part IX, line 6. . . . .	<b>1</b>	159,036,325
<b>2a</b>	Tax on investment income for 2022 from Part V, line 5. . . . .	<b>2a</b>	3,352,411
<b>b</b>	Income tax for 2022. (This does not include the tax from Part V.). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	3,352,411
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	155,683,914
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	10,082,000
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	165,765,914
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1. . . . .	<b>7</b>	165,765,914

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. . . . .	<b>1a</b>	237,463,886
<b>b</b>	Program-related investments—total from Part VIII-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part XII, line 4. . . . .	<b>4</b>	237,463,886

**Part XII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
<b>1</b> Distributable amount for 2023 from Part X, line 7				165,765,934
<b>2</b> Undistributed income, if any, as of the end of 2022:				
<b>a</b> Enter amount for 2022 only. . . . .			148,944,855	
<b>b</b> Total for prior years: 2021, 2020, 2019				
<b>3</b> Excess distributions carryover, if any, to 2022:				
<b>a</b> From 2018. . . . .				
<b>b</b> From 2019. . . . .				
<b>c</b> From 2020. . . . .				
<b>d</b> From 2021. . . . .				
<b>e</b> From 2022. . . . .	0			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2023 from Part XI, line 4: ▶ \$ <u>237,463,886</u>				
<b>a</b> Applied to 2022, but not more than line 2a			148,944,855	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2023 distributable amount				88,519,031
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2023. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions. . . . .				
<b>e</b> Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount—see instructions. . . . .				
<b>f</b> Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				77,246,883
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .				
<b>8</b> Excess distributions carryover from 2018 not applied on line 5 or line 7 (see instructions)				
<b>9</b> <b>Excess distributions carryover to 2024.</b> Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2019				
<b>b</b> Excess from 2020				
<b>c</b> Excess from 2021. . . . .				
<b>d</b> Excess from 2022				
<b>e</b> Excess from 2023	0			

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2023, enter the date of the ruling . . . . .

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

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

b 85% (0.85) of line 2a

c Qualifying distributions from Part XI, line 4 for each year listed . . . . .

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

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

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

a "Assets" alternative test—enter:

(1) Value of all assets . . . . .

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

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

c "Support" alternative test—enter:

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Table with 5 columns: (a) 2023, (b) 2022, (c) 2021, (d) 2020, (e) Total. Rows correspond to lines 2a-e and 3a-d.

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

1 Information Regarding Foundation Managers:

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

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest. NA

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

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

c Any submission deadlines:

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

Form 990-PF (2023)		Supplementary Information (continued)		Page 11	
3 Grants and Contributions Paid		During the Year or Approved for Future Payment			
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount	
CLEAN FUTURE FORUM INC 1101 PENNSYLVANIA AVE NW SUITE 300 WASHINGTON, DC 20004	NONE	P C	GENERAL CHARITABLE PURPOSE	8,000,000	
NATIONAL YOUNG FARMERS COALITION 418 BROADWAY SUITE 4 ALBANY, NY 12207	NONE	P C	GENERAL CHARITABLE PURPOSE	600,000	
SOUL FIRE FARM INSTITUTE INC 1972 NY HWY 2 PETERSBURG, NY 12138	NONE	P C	GENERAL CHARITABLE PURPOSE	600,000	
THE NEWS SCHOOLD 55 WEST 13TH STREET NEW YORK, NY 10011	NONE	P C	TISHMAN ENVIRONMENT AND DESIGN CENTER	2,000,000	
PARTNERSHIP FOR SOUTHERN QUALITY INC 55 IVAN ALLEN JR BLVD NW SUITE 530 ATLANTA, GA 30308	none	P C	PROJECT JUSTICE 40 ACCELERATOR	2,000,000	
FUSE CORP ONE EMBARCADERO CENTER UNIT 26070 SAN FRANCISCO, CA 94126	NONE	P C	GENERAL OPERATING SUPPORT	1,000,000	
ECORUST 1140 SE 7TH AVE SUITE 450 PORTLAND, OR 97214	NONE	P C	Climate Hubs Learning Partnership	900,000	
CONSERVATION INTERNATIONAL FOUNDATION 2011 CRYSTAL DRIVE SUITE 600 ARLINGTON, VA 22202	NONE	P C	Broadleaf Initiative	7,500,000	
RESIST INC 42 SEAVERNS AVE BOSTON, MA 02130	NONE	P C	Liberating Investment in the Food & Farm Ecosystem Fund	1,000,000	
AMERICAN PUBLIC HEALTH ASSOCIATION INC 800 I STREET NW WASHINGTON, DC 20001	none	P C	Project Smart Surfaces Coalition	1,000,000	
MOVEMENT STRATEGY CENTER 436 14TH STREET OAKLAND, CA 94612	NONE	P C	HEAL Food Alliance	600,000	
COMIT CIVICO DEL VALLE INC 235 MAIN STREET BRAWLEY, CA 92227	NONE	P C	GENERAL CHARITABLE PURPOSE	2,000,000	
LA COSECHA COMMUNITY SUPPORTED AGRICULTURE 318 ISLETA BLVD SW SUITE 202 ALBUQUERQUE, NM 87105	NONE	P C	Project Food Hub	1,250,000	
OUTDOOR AFRO 2323 BROADWAY OAKLAND, CA 94612	NONE	P C	GENERAL CHARITABLE PURPOSE	1,250,000	
CULTURAL SURVIVAL INC 2067 MASSACHUSETTS AVE CAMBRIDGE, MA 02140	NONE	P C	Securing Indigenous Peoples Right in the Green Economy Coalition	3,250,000	
COMMUNITY INITIATIVES 1000 BROADWAY SUITE 480 OAKLAND, CA 94607	NONE	P C	Latino Outdoors	1,250,000	
TEXAS SOUTHERN UNIVERSITY FOUNDATION 3100 CLEBURNE STREET HANNAH HALL 201 DALLAS, TX 77004	NONE	P C	Bullard Center Climate Hubs Learning Partnership	2,200,000	
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET SUITE 240 LOS ANGELES, CA 90012	NONE	P C	Center for Good Food Purchasing	500,000	
RESULTS FOR AMERICA 1701 RHODE ISLAND AVENUE NW WASHINGTON, DC 20036	NONE	P C	Local Infrastructure Hubs	1,000,000	
AMALGAMATED CHARITABLE FOUNDATION INC 1825 K STREET NW WASHINGTON, DC 20006	NONE	P C	The Fund for Equitable Good Food Procurement	2,000,000	
COMMUNITY MOVEMENT BUILDERS INC 3401 LANTERN VIEW LN SCOTSDALE, GA 30079	NONE	P C	To Support EARTHseed Permaculture Center	500,000	
SELICO FOUNDATION 690 15TH CROSS ROAD 2ND PHASE BANGALORE, KARNATAKA 560078 IN	none	P C	GENERAL CHARITABLE PURPOSE	4,000,000	
ASOCIACION INTERAMERICANA PARA LA DEFENSA DEL AMBIENTE 50 CALIFORNIA STREET SUITE 500 SAN FRANCISCO, CA 94111	NONE	P C	Critical minerals to support a just and equitable energy transition	1,400,000	
Florida Agricultural and Mechanical University Fou 625 E TENNESSEE STREET SUITE 100 TALLAHASSEE, FL 323084933	NONE	P C	To support the Lolo-Hampton Frank Potter Center for Agroecology	1,000,000	
DEEP SOUTH CENTER FOR ENVIRONMENTAL JUSTICE 9801 LAKE FOREST BLVD NEW ORLEANS, LA 70127	NONE	P C	Climate Hubs Learning Partnership	1,150,000	
TRANSPARENCY INTERNATIONAL EV ALH-HOABIT 96 BERLIN 10559 GM	NONE	P C	Climate Governance Integrity Programme	4,000,000	
NATIONAL BLACK FOOD AND JUSTICE ALLIANCE 1450 ralph david abernathy suite 107 BOSTON, MA 02108	NONE	P C	Climate Hubs Learning Partnership	1,000,000	
THE NEW VENTURE FUND 1828 L STREET NW SUITE 300-A WASHINGTON, DC 20036	NONE	P C	Sustainable Cities: Local Infrastructure Hub	3,500,000	
IDEAGARDEN INSTITUTE INC 4015 WEST ROAD HEALDSBURG, CA 95448	NONE	P C	Plant Futures Initiative	300,000	
NATIONAL LEAGUE OF CITIES INSTITUTE INC 60 NORTH CAPITOL STREET NW SUITE 450 WASHINGTON, DC 20001	NONE	P C	Smart Surfaces Coalition	2,000,000	
DREXEL UNIVERSITY 3201 ARCH STREET SUITE 400 PHILADELPHIA, PA 19104	NONE	P C	Climate Hubs Learning Partner	1,000,000	
EARTHWORKS 1012 K STREET NW SUITE 904 WASHINGTON, DC 20006	NONE	P C	Coordinating and aligning advocacy, research, and communications in the transition minerals and clean energy space	425,000	
CROATAN INSTITUTE 201 WEST MAIN STREET SUITE B013 DURHAM, NC 27701	NONE	P C	Regenerative Agriculture finance	250,000	
TAPROOT EARTH PO BOX 521217 TULSA, OK 74152	NONE	P C	GENERAL CHARITABLE PURPOSE	4,000,000	
CORPORACION FISCALIA DEL MEDIO AMBIENTE MOSQUETO 491 OF 312 SANTIAGO, REGION METROPOLITANA 8320112	NONE	P C	General Operating Support	725,000	
CLIMATE MUSEUM 630 NINTH AVENUE SUITE 1010 NEW YORK, NY 10036	NONE	P C	Climate Governance Integrity Programme	4,000,000	
NEW YORK CITY ENVIRONMENTAL JUSTICE ALLIANCE 462 36TH STREET SUITE 3F BROOKLYN, NY 11232	NONE	P C	NYC Climate Justice Hub	1,000,000	
THE YEARS PROJECT INC 612 LORIMER STREET BROOKLYN, NY 11211	NONE	P C	GENERAL CHARITABLE PURPOSE	3,000,000	
BUSINESS & HUMAN RIGHTS RESOURCES CENTRE 2-8 SCRUTTON STREET 2ND FLOOR LONDON EC2A 4RT UK	NONE	P C	Centering the power of community and HRD voices for a legitimate and sustainable shift	450,000	
PEOPLE POWERED GLOBAL HUB FOR PARTICIPATORY DEMOCRACY 157 13TH ST BROOKLYN, NY 11215	NONE	P C	Climate Democracy Accelerator	585,244	
ROCKEFELLER PHILANTHROPY ADVISORS INC 6 W 48TH STREET 10th Floor NEW YORK, NY 10036	NONE	P C	Climate Nexus Gas Leaks Campaign	2,500,000	
INSTITUTE FOR MARKET TRANSFORMATION 1707 L STREET NW SUITE 1050 WASHINGTON, DC 20036	NONE	P C	Community Climate Shift	2,000,000	
FUND FOR CONSTITUTIONAL GOVERNANCE 1100 13TH ST NW SUITE 800 WASHINGTON, DC 20005	NONE	P C	Covering Climate Now Project	1,000,000	
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND 740 15TH STREET NW SUITE 700 WASHINGTON, DC 20005	NONE	P C	Chispa BIPOC Organizing	1,500,000	
THE SUNRISE PROJECT AUSTRALIA LTD 17 RANDLE STREET GROUND FLOOR SUBURBS, NEW SOUTH WALES 2010 AU	NONE	P C	GENERAL CHARITABLE PURPOSE	2,500,000	
TIDES FOUNDATION 1012 TORNEY AVE SAN FRANCISCO, CA 94129	NONE	P C	Poder Latinx Collective Fund	1,500,000	
CAPE FAREWELL OCEAN THE WATERSHED SYDLING ST NICHOLAS DORCHESTER, DORSET DT2 9NS UK	NONE	NC	The Marshall Islands Project	407,339	
REGENTS OF THE UNIVERSITY OF CALIFORNIA LA 10889 WILSHIRE BLVD STE 700-53 LOS ANGELES, CA 900951406	NONE	P C	To support the Center for Diverse Leadership	1,000,000	
THE GRADUATE CENTER FOUNDATION INC 365 FIFTH AVENUE ROOM 8204 NEW YORK, NY 10016	NONE	P C	New York City Climate Justice Hub	1,000,000	
THE CHISHOLM LEGACY PROJECT INC 15210 DINO DRIVE PO BOX 1031 BURTONVILLE, MD 20866	NONE	P C	The Chisholm Legacy Project: A Resource Hub for Black Frontline Climate Justice Leadership	2,000,000	
ENVIRONMENTAL HEALTH COALITION 2727 HOOKER AVENUE SUITE 202 NATICK, MA 01908	NONE	P C	GENERAL CHARITABLE PURPOSE	50,000	
ENVIRONMENT CONSERVATION SOCIETY 1/A D KHAH ROAD KOLKATA WEST BENGAL 700027 IN	NONE	P C	CLIMATE CLOCK ASSEMBLY	116,287	
INSTITUTE FOR GOVERNANCE & SUSTAINABLE DEVELOPMENT 5800 MACARTHUR BLVD NW WASHINGTON, DC 200162512	NONE	P C	Promote a just energy transition with a specific focus on communities and lithium in Argentina	1,000,000	
ASM PLANNING & RESEARCH 2034 CORTE DEL NOGAL CARLSBAD, CA 92011	NONE	P C	To support educational advocacy in the Obisidian Butte Area	50,000	
AMERICAN INDIA FOUNDATION 211 EAST 43RD STREET SUITE 1900 NEW YORK, NY 10017	NONE	P C	GENERAL CHARITABLE PURPOSE	50,000	
CENTRO DE ENERGIA RENOVABLE Y CALIDAD AMBIENTAL C CHIAPAS 3865 LAS PALMAS LA PAZ, B.C.S 23070 MX	NONE	P C	Roadmap for Organizing the Community Environmental Coalition	150,000	
OPEN BRIEFING LTD THE WORKBOX WHARF ROAD PENZANCE, CORNWALL TR18 4FG UK	NONE	P C	GENERAL CHARITABLE PURPOSE	600,000	
LIBERTY HILL FOUNDATION 1001 WILSHIRE BLVD PMB 2170 LOS ANGELES, CA 90017	NONE	P C	GENERAL CHARITABLE PURPOSE	1,000,000	
CHICAGO PARK MUSEUM AND CULTURAL CENTER 1560 NATIONAL AVE SAN DIEGO, CA 92113	NONE	P C	GENERAL CHARITABLE PURPOSE	50,000	
VERENIGING MILIEUDEFENSIE NIEUWE LOOIERSTRAT 31 AMSTERDAM, NOORD-HOLLAND 1017 NL	NONE	P C	GENERAL CHARITABLE PURPOSE	5,000,000	
COLLEGE OF MENOMINEE NATION N172 STATE HWY 47/55 PO BOX 1179 KESHENA, WI 54335	NONE	P C	Tribal Climate Adaption - Climate Change & Communities	1,000,000	
AFRICAN AMERICAN ALLIANCE OF CDFI CEOs INC 301 E PINE STREET SUITE 175 ORLANDO, FL 32801	NONE	P C	Community Builders of Color Coalition	5,000,000	
EARTH ISLAND INSTITUTE 2150 ALLSTON WAY STE 460 BERKELEY, CA 94704	NONE	P C	Fossil FUEL Nonproliferation Treaty Initiative	6,000,000	
ROCKEFELLER PHILANTHROPY ADVISORS INC 6 W 48TH STREET 10th Floor NEW YORK, NY 10036	NONE	P C	To Support the Equation Campaign	5,000,000	
BUILDING DECARBONIZATION COALITION 198 ELY ROAD NORTH PETALUMA, CA 94954	NONE	P C	Healthy Building, Healthy Communities Project	4,500,000	
FUND FOR CONSTITUTIONAL GOVERNMENT 1100 13TH ST NW SUITE 800 WASHINGTON, DC 20005	NONE	P C	To support media & climate change conference	118,500	
GLOBAL FAIRNESS INITIATIVE 1666 CONNECTICUT AVENUE NW SUITE 2 WASHINGTON, DC 20009	NONE	P C	Self Employed Women's Association	1,000,000	
LITERACY FOR ENVIRONMENTAL JUSTICE PO BOX 882403 SAN FRANCISCO, CA 94188	NONE	P C	GENERAL CHARITABLE PURPOSE	50,000	
ESPERANZA COMMUNITY HOUSING CORPORATION 3655 S GRAND AVE SUITE 280 LOS ANGELES, CA 90007	NONE	P C	GIS for Community Health at the Community of Laguna San Ignacio Programme Open Science Conference	30,204	
THOUSAND CURRENTS 548 MARKET ST SUITE 62831 SAN FRANCISCO, CA 94104	NONE	P C	GENERAL CHARITABLE PURPOSE	10,000,000	
ELEMENTAL ACCELERATOR INC 1099 ALAKEA STREET SUITE 1250 HONOLULU, HI 96813	NONE	P C	GENERAL CHARITABLE PURPOSE	5,000,000	
CYPRUS MANDELA TRAINING CENTER 977 66TH AVE OAKLAND, CA 94621	NONE	P C	CAFE Ohlone	250,000	
CLIMATE IMPERATIVE FOUNDATION 98 BATTERY STREET SUITE 202 SAN FRANCISCO, CA 94111	NONE	P C	GENERAL CHARITABLE PURPOSE	18,000,000	
ENTERPRISE FOR YOUTH 2021 FILLMORE STREET SUITE 192 SAN FRANCISCO, CA 94115	NONE	P C	Climate Career Corps	400,000	
Physicians Scientists and Engineers for Sustainab 1440 BROADWAY SUITE 750 OAKLAND, CA 94612	NONE	P C	Gas Rapid Response Impact Program	1,000,000	
ARIZONA BOARD OF REGENTS UNIVERSITY OF ARIZONA 845 N PARK AVE RM 538 TUCSON, AZ 857210158	NONE	P C	Indigenous Resilience Center	1,000,000	
WORLD MEDIA FOUNDATION INC DBA LIVING ON EARTH 100 MORRISSEY BLVD BOSTON, MA 02125	NONE	P C	To support the Center for Climate and Environmental Justice Media	680,000	
NIA HERO FOUNDATION 900 E PINE STREET SUITE 200A SEATTLE, WA 98112	NONE	P C	GENERAL CHARITABLE PURPOSE	1,000,000	
CLIMATE JOBS NATIONAL RESOURCE CENTER 350 WEST 31ST STREET 8TH FLOOR NEW YORK, NY 10001	NONE	P C	GENERAL CHARITABLE PURPOSE	4,750,000	
GRID ALTERNATIVES 1171 OCEAN AVE SUITE 200 OAKLAND, CA 94608	NONE	P C	Tribal Solar Accelerator Fund	8,000,000	
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE FEDERATION RESTON, VA 20193562	NONE	P C	Bad River Band Appellate Litigation Project	1,000,000	
SOCIAL GOOD FUND INC 12651-5473 San Pablo Ave RICHMOND, CA 94805	NONE	P C	Fearless Collective Project	515,300	
STICHTING EUROPEAN CLIMATE FOUNDATION RIVERVISMARKT 5 THE HAGUE 2513 AM NL	NONE	P C	Renew2030 Project	10,000,000	
CLIMATE AND CLEAN ENERGY EQUITY FUND 1100 13TH STREET NW SUITE 800 WASHINGTON, DC 20005	NONE	P C	GENERAL CHARITABLE PURPOSE	4,250,000	
ROCKEFELLER PHILANTHROPY ADVISORS INC 6 W 48TH STREET 10th Floor NEW YORK, NY 10036	NONE	P C	Youth Climate Justice Fund Project	1,000,000	
UNIVERSITY OF MASSACHUSETTS FOUNDATION INC 100 CARLSON AVENUE BUILDING 12 NEWTON, MA 02459	NONE	P C	To Support the Center for Climate and Environmental Justice Media	491,400	
SUSTAINABLE MARKETS FOUNDATION 40 WEST 37TH ST SUITE 1000 NEW YORK, NY 100187311	NONE	P C	To Support the Working Power Project	1,000,000	
WILD COAST 2120 JIMMY DURANTE BLVD SUITE 106 DEL MAR, CA 92014	NONE	P C	Conservation and Climate Solutions at Laguna San Ignacio Project	230,000	
ENVIRONMENTAL DEFENDERS OFFICE LTD SUITE 802 LEVEL 8 6 O'CONNELL ST SYDNEY, NEW SOUTH WALES 2000 AU	NONE	P C	GENERAL CHARITABLE PURPOSE	500,000	
ENVIRONMENTAL LAW ALLIANCE WORLDWIDE INC 1412 PEARL STREET EUGENE, OR 97401	NONE	P C	GENERAL CHARITABLE PURPOSE	500,000	
NEIGHBORHOOD FUNDERS GROUP 548 MARKET STREET 96531 SAN FRANCISCO, CA 94104	NONE	P C	Amplify Fund Project	500,000	
REGENERATIVE AGRICULTURE FOUNDATION PO BOX 9276 MINNEAPOLIS, MN 55407	NONE	P C	Farm Bill Grassroots Capacity Fund	1,000,000	
EARTHRIGHTS INTERNATIONAL INC 1612 K STREET NW SUITE 800 WASHINGTON, DC 20006	NONE	P C	GENERAL CHARITABLE PURPOSE	250,000	
SEVENTH GENERATION FUND FOR INDIGENOUS PEOPLES PO BOX 4569 ARCATA, CA 95518	NONE	P C	Indigenous Climate Action Project	750,000	
AMALGAMATED CHARITABLE FOUNDATION INC 1825 K ST NW WASHINGTON, DC 20006	NONE	P C	Organizing Resilience Project	1,000,000	
SECOND NATURE INC 18 TREMONT STREET SUITE 608 BOSTON, MA 02108	NONE	P C	GENERAL CHARITABLE PURPOSE	250,000	
ROCKEFELLER PHILANTHROPY ADVISORS INC 6 W 48TH STREET 10th Floor NEW YORK, NY 10036	NONE	P C	GENERAL CHARITABLE PURPOSE	18,000,000	
CLIMATE IMPERATIVE FOUNDATION 98 BATTERY STREET SUITE 202 SAN FRANCISCO, CA 94111	NONE	P C	To support the COP28 Climate Clock	50,000	
ELECTRIC WORKS 3 CONCOURSE WAY SHEFFIELD, SOUTH YORKSHIRE S1 2BJ UK	NONE	P C	Agroecology Fund	6,000,000	
GLOBAL GREENGRANTS FUND 2840 WILDERNESS PLACE STE A BOULDER, CO 80301	NONE	P C	What Works Plus; California Philanthropic Partnerships Project	485,000	
FREEDMAN CONSULTING LLC 1300 CONNECTICUT AVE NW SUITE 275 WASHINGTON, DC 20036	NONE	NC	Responsible Raw Materials for Energy Transition	1,666,660	
INITIATIVE FOR RESPONSIBLE MINING ASSURANCE 113 CHERRY ST 74985 SEATTLE, WA 98104	NONE	P C	Implementation of the Escazu Agreement	881,400	
UNITED NATIONS ECONOMIC COMMISSION FOR LATIN AMERICA DAG HAMMARSKJOLD 3477 VITACURA, REGION METROPOLITANA 7630670 CL	NONE	P C	GENERAL CHARITABLE PURPOSE	750,000	
CLIMATE POWER EDUCATION FUND 611 PENNSYLVANIA AVE SE 143 WASHINGTON, DC 20003	NONE	P C	GENERAL CHARITABLE PURPOSE	2,000,000	
ELEMENTAL ACCELERATOR INC 1099 ALAKEA STREET SUITE 1250 HONOLULU, HI 968134517	NONE	P C	Elevating Climate Storytelling through Strategic Communications	500,000	
GLOBAL GREENGRANTS FUND 2840 WILDERNESS PLACE STE A BOULDER, CO 80301	NONE	P C	Environmental Defenders Governance Project	500,000	
<b>Total</b>				<b>225,507,334</b>	
<b>b Approved for future payment</b>					
CONSERVATION INTERNATIONAL FOUNDATION 2011 CRYSTAL DRIVE SUITE 600 ARLINGTON, VA 22202	NONE	P C	Broadleaf Initiative	0	
RESIST INC 42 SEAVERNS AVE BOSTON, MA 02130	NONE	P C	Liberating Investment for the Food & Farm Ecosystem Fund	0	
AMERICAN PUBLIC HEALTH ASSOCIATION INC 800 I STREET NW WASHINGTON, DC 20001	NONE	P C	Smart Surfaces Coalition	0	
MOVEMENT STRATEGY CENTER 436 14TH STREET OAKLAND, CA 94612	NONE	P C	HEAL Food Alliance	0	
LA COSECHA COMMUNITY SUPPORTED AGRICULTURE 318 ISLETA BLVD SW SUITE 202 ALBUQUERQUE, NM 87105	NONE	P C	FOOD HUB	0	
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET SUITE 240 LOS ANGELES, CA 90012	NONE	P C	Center for Good Food Purchasing	0	
AMALGAMATED CHARITABLE FOUNDATION INC 1825 K STREET NW WASHINGTON, DC 20006	NONE	P C	Fund For Equitable Good Food Procurement	0	
COMMUNITY MOVEMENT BUILDERS INC 3401 LANTERN VIEW LN SCOTSDALE, GA 30079	NONE	P C	EARTHseed Farm and Permaculture Center	0	
SELICO FOUNDATION 690 15TH CROSS ROAD 2ND PHASE BANGALORE, KARNATAKA 560078 IN	NONE	P C	GENERAL CHARITABLE PURPOSE	0	
ASOCIACION INTERAMERICANA PARA LA DEFENSA DEL AMBIENTE 50 CALIFORNIA STREET SUITE 500 SAN FRANCISCO, CA 94111	NONE	P C	Subgrants to Coalition Partners in Bolivia, Argentina & Chile	0	
TRANSPARENCY INTERNATIONAL EV ALH-HOABIT 96 BERLIN 10559 GM	NONE	P C	Climate Governance Integrity Programme	0	
NATIONAL LEAGUE OF CITIES INSTITUTE INC 660 NORTH CAPITOL STREET NW SUITE 450 WASHINGTON, DC 20001	NONE	P C	SMART SURFACES COALITION	0	
NATIONAL YOUNG FARMERS COALITION 418 BROADWAY SUITE 4 ALBANY, NY 12207	NONE	P C	GENERAL CHARITABLE PURPOSE	0	
SOUL FIRE FARM INSTITUTE INC 1972 NY HWY 2 PETERSBURG, NY 12138	NONE	P C	GENERAL CHARITABLE PURPOSE	0	
CROATAN INSTITUTE 201 WEST MAIN STREET SUITE B013 DURHAM, NC 27701	NONE	P C	Regenerative Agriculture finance	0	
TAPROOT EARTH PO BOX 521217 TULSA, OK 74152	NONE	P C	GENERAL CHARITABLE PURPOSE	0	
NEW YORK CITY ENVIRONMENTAL JUSTICE ALLIANCE 462 36TH STREET SUITE 3F BROOKLYN, NY 11232	NONE	P C	NYC Climate Justice Hub	0	
THE YEARS PROJECT INC 612 LORIMER STREET BROOKLYN, NY 11211	NONE	P C	GENERAL CHARITABLE PURPOSE	0	
BUSINESS & HUMAN RIGHTS RESOURCES CENTRE 2-8 SCRUTTON STREET 2ND FLOOR LONDON EC2A 4RT UK	NONE	P C	To Support a just transition to renewable energy by centering the power of community	0	
PEOPLE POWERED GLOBAL HUB FOR PARTICIPATORY DEMOCRACY 157 13TH ST BROOKLYN, NY 11215	NONE	P C	CLIMATE DEMOCRACY ACCELERATOR	0	
ROCKEFELLER PHILANTHROPY ADVISORS INC 6 W 48TH STREET 10th Floor NEW YORK, NY 10036	NONE	P C	Climate Nexus Gas Leaks Campaign	0	
INSTITUTE FOR MARKET TRANSFORMATION 1707 L STREET NW SUITE 1050 WASHINGTON, DC 20036	NONE	P C	To Support CHISPA	0	
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND 740 15TH STREET NW SUITE 700 WASHINGTON, DC 20005	NONE	P C	GENERAL CHARITABLE PURPOSE	0	
THE SUNRISE PROJECT AUSTRALIA LTD 17 RANDLE STREET GROUND FLOOR 					

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

- 1 Program service revenue:
a
b
c
d
e
f
g Fees and contracts from government agencies
2 Membership dues and assessments
3 Interest on savings and temporary cash investments
4 Dividends and interest from securities
5 Net rental income or (loss) from real estate:
a Debt-financed property.
b Not debt-financed property.
6 Net rental income or (loss) from personal property
7 Other investment income
8 Gain or (loss) from sales of assets other than inventory
9 Net income or (loss) from special events:
10 Gross profit or (loss) from sales of inventory
11 Other revenue:
a INTEREST ON JORDAN DOWNS PROGRAM RELATED INV
b
c
d
e

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Includes rows for various income categories and a total row at the bottom.

Part XV-B Relationship of Activities to the Accomplishment of Exempt Purposes

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes.



## **Additional Data**

**Return to Form**

**Software ID:**

**Software Version:**

**Form 990PF - Special Condition Description:**

**Special Condition Description**

# TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	310,081	103,360		206,721

**Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.**

**TY 2023 IRS 990 e-File Render**

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
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**Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.**

## TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
JORDAN DOWNS 2B LP	600 CALIFORNIA STREET SUITE 900 SAN FRANCISCO, CA 94108	2020-01-09	10,082,000	TO DEVELOP, CONSTRUCT & OPERATE AFFORDABLE HOUSING.	10,082,000	NO	08/24/2023	2023-08-24	To the knowledge of the Waverley Street Foundation, no part of the investment has been used for other than its intended purpose. The borrower provided the Annual ER Report and confirmed that the loan proceeds of \$10,082,000 were used to cover construction costs for the affordable residential project and also direct soft costs. The loan was fully repaid in 2023.
CAPE FAREWELL	The Watershed Sydling St Nicholas Dorchester, Dorset DT2 9NS UK	2023-02-28	407,339	To support Our Life is Here, a project telling the story of the Rep. of the Marshall Is.	340,396	NO	03/31/2024	2024-09-16	TO THE KNOWLEDGE OF THE WAVERLEY STREET FOUNDATION, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE. THE GRANTEE PROVIDED THE ANNUAL ER REPORT FOR FISCAL YEAR-END 03/31/2024 STATING 340,396 IN GRANT FUNDS WAS EXPENDED TO EXECUTE THE OUR LIFE IS HERE PROJECT.
FREEDMAN CONSULTING LLC	1300 CONNECTICUT AVE NW STE 275 WASHINGTON, DC 20036	2023-12-07	485,000	CA Public Philanthropic Partnerships Project and What Works Plus	65,915	NO	12/31/2023	2024-10-07	To the knowledge of the Waverley Street Foundation, no part of the grant has been used for other than its intended purpose. The grantee provided the Annual ER Report and confirmed that \$65,915 was spent across the two supported projects, with expenses in the amount of \$35,799 in support of the California Public-Philanthropic Partnerships 2023 project, and a total of \$30,116 in support of What Works Plus 2023.

# TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GS BANK USA TERM DEPOSIT 5.63%	400,000,000	403,640,219

# TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC.	269,052,000	462,072,000
TEMPERPACK TECHNOLOGIES INC	12,005,572	11,648,952

## TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

**US Government Securities - End of  
Year Book Value:**

0

**US Government Securities - End of  
Year Fair Market Value:**

0

**State & Local Government  
Securities - End of Year Book  
Value:**

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

**TY 2023 IRS 990 e-File Render****Name:** WAVERLEY STREET FOUNDATION**EIN:** 81-3242506

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OHA DELAWARE CUSTOMIZED CREDIT	AT COST	723,821,263	731,105,164
TURNER MULTIFAMILY IMPACT FUND	AT COST	34,729,279	41,486,469
OREI CREDIT II A LP	AT COST	23,744,841	23,025,859
BRAHMAN PARTNERS V LP	AT COST	0	0
PURPOSE ALTERNATIVE FUND-F LLC	AT COST	559,063,935	605,266,105
TURNER-AGASSI EDU FUND III LP	AT COST	2,800,857	2,062,336
MEADOWLARK LANDS I LP	AT COST	19,272,001	22,380,181
CIM ENTERPRISE LOAN FUND LP	AT COST	87,672,250	89,855,258
HORIZON ENVIRONMENT & CLIMATE	AT COST	22,873,608	29,614,157
EMBER INFRASTRUCTURE FUND I-A	AT COST	33,601,256	39,536,789
CVI CLEAN ENERGY FUND C II LP	AT COST	22,962,927	23,470,043
ECOFIN CLIMATE CHAMPIONS FUND	AT COST	95,557,380	97,368,014
BAIN CAPITAL PE ENDURING FUND	AT COST	301,661,315	366,564,640

# TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	97,650			97,650

# TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
JORDAN DOWNS 2B, LP - PRI	10,082,000	0	
(PRI-PROGRAM RELATED INV)			
CAPITALIZED FEES - INVESTMENTS	1,469,417	961,710	961,710

**TY 2023 IRS 990 e-File Render****Name:** WAVERLEY STREET FOUNDATION**EIN:** 81-3242506

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS FROM K-1S	16,095,652	15,687,620		
RRF-1 FEES	800			800
INSURANCE	57,716	19,239		38,477
OTHER DEDUCTIONS FROM K-1S	3,525,436	3,525,436		
MEMBERSHIP FEES	9,168			9,168
OFFICE EXPENSES	283,073			283,073
DUES & SUBSCRIPTIONS	40,221			40,221
PAYROLL PROCESSING FEES	29,250	2,925		26,325
FEES & LICENSES	22,532			22,532
NONDEDUCTIBLE EXP FROM K-1S	24,415			
BANK FEES	1,051			1,051
MISCELLANEOUS EXPENSES	3,454			3,454
MEALS & ENTERTAINMENT	23,368			23,368
TRANSPORTATION	3,981			3,981
PARKING/MILEAGE	1,011			1,011
EVENTS	45,397			45,397

# TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SECTION 988 GAIN (LOSS) FROM K-1S	855,144	855,144	
SUBPART F INCOME FROM K-1S	18,766,484	18,766,484	
PFIC INCOME FROM K-1S	155,091	155,091	
OTHER INCOME FROM K-1S	3,029,626	3,029,626	
GUARANTEED PAYMENT FROM K-1S	323,877	323,877	
ORDINARY INCOME (LOSS) FROM K-1S	-70,841		
STATE TAX PENALTY REFUND	168		

## TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	5,004,218			5,004,218
AUDIT FEES	20,500			20,500
RECRUITMENT FEES	301,986			301,986

# TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX FROM K-1S	491,645	491,645		
FEDERAL EXCISE TAXES	4,700,000			
STATE TAXES & FEES (LLC TAX)	540	540		
PAYROLL TAXES	216,116	21,612		194,504

# TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Name	US / Foreign Address	EIN	Description	Amount
OREI CREDIT II A LP	401 CONGRESS AVENUE SUITE 2750 AUSTIN, TX 78701	84-2659221	CAPITAL DISTRIBUTION, NO EXCESS BUSINESS HOLDING	12,311,704
BRAHMAN PARTNERS V LP	655 THIRD AVENUE 11TH FLOOR NEW YORK, NY 10017	85-0656019	FINAL DISTRIBUTION	200,069,909
OHA DELAWARE CUSTOMIZED CREDIT FUND-F LP	201 MAIN STREET SUITE 1250 FORT WORTH, TN 76102	83-1421034	CAPITAL DISTRIBUTION, NO EXCESS BUSINESS HOLDING	37,301,317
<b>Total</b>				249,682,930

# TY 2023 IRS 990 e-File Render

**Name:** WAVERLEY STREET FOUNDATION

**EIN:** 81-3242506

Name	US / Foreign Address	EIN	Description	Amount
PURPOSE ALTERNATIVE CREDIT FUND - F LLC	1603 ORRINGTON AVENUE 13TH FLOOR EVANSTON, IL 60201	85-0674038	CAPITAL CONTRIBUTION, NO EXCESS BUSINESS HOLDING	30,000,000
ECOFIN CLIMATE CHAMPIONS FUND LLC	6363 COLLEGE BLVD OVERLAND PARK, KS 66211	88-1080806	CAPITAL CONTRIBUTION, NO EXCESS BUSINESS HOLDING	45,000,000
<b>Total</b>				75,000,000