

For calendar year 2024, or tax year beginning 01-01-2024 , and ending 12-31-2024

Name of foundation Alumbra Innovations Foundation		A Employer identification number 83-2841232	
Number and street (or P.O. box number if mail is not delivered to street address) PO Box 1860		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Bentonville, AR 72712		B Telephone number (see instructions)	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 129,524,858		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	8,697,255			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3,872,857	3,872,857		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	6,060,998			
	b Gross sales price for all assets on line 6a _____				
		75,998,971			
	7 Capital gain net income (from Part IV, line 2)		10,285,626		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances _____	0			
	b Less: Cost of goods sold	0			
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	7,081	7,081	0	
	12 Total. Add lines 1 through 11	18,638,191	14,165,564	0	
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	24,213	0	0	24,213
	b Accounting fees (attach schedule)	82,234	0	0	82,234
	c Other professional fees (attach schedule)	3,167,598	268,119	0	2,899,479
	17 Interest	65	65		
	18 Taxes (attach schedule) (see instructions)	186,042	186,042	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings	128,465			128,465
	22 Printing and publications				
	23 Other expenses (attach schedule)	77,383	0	0	77,383
	24 Total operating and administrative expenses. Add lines 13 through 23	3,666,000	454,226	0	3,211,774
	25 Contributions, gifts, grants paid	28,462,827			28,462,827
	26 Total expenses and disbursements. Add lines 24 and 25	32,128,827	454,226	0	31,674,601
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-13,490,636			
	b Net investment income (if negative, enter -0-)		13,711,338		
	c Adjusted net income (if negative, enter -0-)			0	

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
Assets	1	Cash—non-interest-bearing		246,672	418,968	418,968
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶ _____				
		Less: allowance for doubtful accounts ▶ _____	0	0	0	
	4	Pledges receivable ▶ _____				
		Less: allowance for doubtful accounts ▶ _____	0	0	0	
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0	
	7	Other notes and loans receivable (attach schedule) ▶ _____ 3,000,000				
		Less: allowance for doubtful accounts ▶ _____ 0	3,000,000	3,000,000	3,000,000	
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)	0	0	0	
	b	Investments—corporate stock (attach schedule)	0	0	0	
	c	Investments—corporate bonds (attach schedule)	0		0	
	Liabilities	11	Investments—land, buildings, and equipment: basis ▶ _____ 0			
		Less: accumulated depreciation (attach schedule) ▶ _____ 0	0		0	
12		Investments—mortgage loans				
13		Investments—other (attach schedule)	123,701,526	110,038,594	126,105,890	
14		Land, buildings, and equipment: basis ▶ _____ 0				
		Less: accumulated depreciation (attach schedule) ▶ _____ 0	0		0	
15		Other assets (describe ▶ _____)	0	0	0	
16		Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	126,948,198	113,457,562	129,524,858	
17		Accounts payable and accrued expenses				
18		Grants payable				
19	Deferred revenue.					
20	Loans from officers, directors, trustees, and other disqualified persons	0	0			
21	Mortgages and other notes payable (attach schedule)	0	0			
22	Other liabilities (describe ▶ _____)					
23	Total liabilities (add lines 17 through 22).	0	0			
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds				
	27	Paid-in or capital surplus, or land, bldg., and equipment fund				
	28	Retained earnings, accumulated income, endowment, or other funds	126,948,198	113,457,562		
	29	Total net assets or fund balances (see instructions)	126,948,198	113,457,562		
	30	Total liabilities and net assets/fund balances (see instructions)	126,948,198	113,457,562		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	126,948,198
2	Enter amount from Part I, line 27a	2	-13,490,636
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	113,457,562
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6	113,457,562

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.)
1 a 38,000 SHARES OF PUBLICLY TRADED SECURITIES			
b NT TPI - VARIOUS STOCKS	P		
c NT TPI - CAPITAL GAIN DISTRIBUTION	P		
d NT TPI - VARIOUS STOCKS	P		
e NT BRECKINRIDGE - VARIOUS STOCKS	P		
NT BRECKINRIDGE - VARIOUS STOCKS	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,472,690		4,505	2,468,185
b 10,787,385		9,657,787	1,129,598
c 7,412		0	7,412
d 32,503,039		25,924,585	6,578,454
e 13,976,949		13,909,208	67,741
16,251,496		16,217,260	34,236

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	
a		0	2,468,185
b		0	1,129,598
c		0	7,412
d		0	6,578,454
e		0	67,741
		0	34,236

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	10,285,626
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

Part V

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

1a

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.
Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)

1

190,588

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)

2

0

3

190,588

4

5

190,588

6

Credits/Payments:

a

2024 estimated tax payments and 2023 overpayment credited to 2024

6a

357,665

b

Exempt foreign organizations—tax withheld at source

6b

0

c

Tax paid with application for extension of time to file (Form 8868)

6c

d

Backup withholding erroneously withheld

6d

7

357,665

8

Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10

167,077

11

Enter the amount of line 10 to be: Credited to 2025 estimated tax Refunded

11

0

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.			No
	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?	1c		No
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.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV.	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) DE, AR			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	Yes	
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 2024 or the taxable year beginning in 2024? See the instructions for Part XIII. If "Yes," complete Part XIII	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of Kari Harris Telephone no. (479) 464-1500 Located at PO Box 2030 Bentonville AR ZIP+4 72712			
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 2024, 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 IS, JA, NL, BE, UK, CA, DA, FR, GM	16	Yes	No

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.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)	No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)	No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	Yes
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	Yes
(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)?	1a(5)	No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)	No
b If any answer is "Yes" to 1a(1)–(6); did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	No
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 2024?	1d	No
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 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024? If "Yes," list the years  20____, 20____, 20____, 20____	2a	No
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.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.  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?	3a	No
b If "Yes," did it have excess business holdings in 2024 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?(<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2024.</i>)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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 2024?	4b	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

5a(1)

No

5a(2)

No

5a(3)

No

5a(4)

Yes

5a(5)

No

5b

No

5d

Yes

6a

No

6b

No

7a

No

7b

8

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
CHRISTY R WALTON PO BOX 1860 BENTONVILLE, AR 72712	DIRECTOR 2.00	0	0	
ANN LADON PO BOX 1860 BENTONVILLE, AR 72712	DIRECTOR, PRESIDENT 2.00	0	0	
DIANA WELCH PO Box 1860 Bentonville, AR 72712	DIRECTOR, SECRETARY 2.00	0	0	
LETICIA LIERA PO BOX 1860 BENTONVILLE, AR 72712	FOUNDATION MANAGER 34.00	0	0	
CHRISSY SOLLENBERGER PO BOX 1860 BENTONVILLE, AR 72712	FOUNDATION MANAGER 34.00	0	0	
LUKE MITCHELL PO Box 1860 Bentonville, AR 72712	TREASURER (AS OF 12/19/24) 0.50	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

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

0

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".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
JCL Services LLC	Management Services	911,932
PO BOX 1860 BENTONVILLE,AR 72712		
WALTON ENTERPRISES LLC	Management Services	660,348
PO BOX 1860 BENTONVILLE,AR 72712		
PRESA BCS S DE RL DE CV	Management Services	600,699
REVOLUCION DE 1910 NO 590 BAJA CALIFORNIA SUR LA PAZ 23000 MX		
NORTHERN TRUST	INVESTMENT MANAGEMENT FEES	199,518
50 SOUTH LA SALLE STREET CHICAGO,IL 60603		
HC Human Cities SAPI de CV	CONSULTING	107,307
BELISARIO DOMINGUEZ 2830 COLONIA PUEBLO NUEVO LA PAZ,BS 23060 MX		

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
1	
2	
3	
4	

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
1	
2	
All other program-related investments. See instructions.	
3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	126,646,011
b	Average of monthly cash balances.	1b	5,711,248
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	132,357,259
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d.	3	132,357,259
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	1,985,359
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.. . . .	5	130,371,900
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	6,518,595

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.)

1	Minimum investment return from Part IX, line 6.	1	6,518,595
2a	Tax on investment income for 2024 from Part V, line 5.	2a	190,588
b	Income tax for 2024. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	190,588
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	6,328,007
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	6,328,007
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1.	7	6,328,007

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	31,674,601
b	Program-related investments—total from Part VIII-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4.. . . .	4	31,674,601

Part XII

Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
1 Distributable amount for 2024 from Part X, line 7					6,328,007
2 Undistributed income, if any, as of the end of 2024:					
a Enter amount for 2023 only.				0	
b Total for prior years: 2022, 2021, 2020			0		
3 Excess distributions carryover, if any, to 2024:					
a From 2019.	1,161,302				
b From 2020.	11,643,302				
c From 2021.	6,242,047				
d From 2022.	13,122,043				
e From 2023.	26,712,043				
f Total of lines 3a through e.		58,880,737			
4 Qualifying distributions for 2024 from Part XI, line 4: ▶ \$ 31,674,601					
a Applied to 2023, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2024 distributable amount					6,328,007
e Remaining amount distributed out of corpus		25,346,594			
5 Excess distributions carryover applied to 2024. (If an amount appears in column (d), the same amount must be shown in column (a).)					0
6 Enter the net total of each column as indicated below:					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		84,227,331			
b Prior years' undistributed income. Subtract line 4b from line 2b.			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount—see instructions.			0		
e Undistributed income for 2023. Subtract line 4a from line 2a. Taxable amount—see instructions.				0	
f Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).		0			
8 Excess distributions carryover from 2019 not applied on line 5 or line 7 (see instructions)		1,161,302			
9 Excess distributions carryover to 2025. Subtract lines 7 and 8 from line 6a		83,066,029			
10 Analysis of line 9:					
a Excess from 2020	11,643,302				
b Excess from 2021	6,242,047				
c Excess from 2022.	13,122,043				
d Excess from 2023	26,712,043				
e Excess from 2024	25,346,594				

a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2024, 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)

Part 1Supplementary Information (continued)				
Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	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
a Paid during the year				
Abrapalabra AC calle revolucion de 1910 590 La Paz,BN 23000 MX		P,C	to implement a comprehensive afterschool training program targeted to preschool and elementary students form public schools that considers students' daily contexts and concerns, encourages positive change, and fosters a growth mindset to effectively tackle their challenges	200,020
Abrapalabra AC calle revolucion de 1910 590 La Paz,BN 23000 MX		P,C	To support general operations	104,690
Academy for Global Citizenship Charter School 4942 W 44th St Chicago,IL 60638		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Academy for Global Citizenship Charter School 4942 W 44th St Chicago,IL 60638		P,C	to support the initiative to empower underserved youth in Chicago's west and southside neighborhoods to address critical environmental and economic challenges through STEM education	100,000
All Kids Bike 2221 N Plaza Dr Rapid City,SD 577023602		P,C	to support expansion of Bici-Escuela Program	37,500
American Near East Refugee Aid 1111 14th Street NW 400 Washington,D.C 20005		P,C	To support general operations	300,000
Amigos para la Conservacin de Cabo Pulmo Calle Cabo Fierro SN entre Santa Mara La Ribera y 5 de Mayo La Batera,BS 23570 MX		N,C	To facilitate a high level of community participation and scientific input for the design of the management plan for the Parque Nacional Cabo Pulmo	30,000
ANAI Inc 1120 Meadows Road Franklin,N.C 28734		P,C	to support biomonitoring and community-based training programs targeted to indigenous territories of the La Amistad Caribe region of Bocas del Toro, Panama	40,000
Andale La Paz AC Av Ayuntamiento El Triunfo,BS 23210 MX		P,C	To support general operations	1,118,079
Asociacin Mexicana de Ostricultores AC Calle Allende No 36 Colonia Centro La Paz,BS 23000 MX		N,C	For advancing collaboration for the management plan for the Bahaa California Sur	97,277
Asylum Access C/O Port Workspaces 344 Oakland,CA 94612		P,C	To support Asylum Access' work in Mexico	100,000
Baja Coastal Institute Inc 845 Va De La Paz Los Angeles,CA 90272		P,C	To increase the welfare of rural youth in southeastern Baja California by providing access to outdoor education and recreational activities	20,000
Blue Forest Finance Inc 5960 S Land Park Drive Sacramento,CA 95822		P,C	to support the Blue Forest Upper Colorado egon	500,000
Butte Falls Charter School 720 Laurel Avenue Butte Falls,OR 97522		GOV	to involve K12 and university students and staff to work together on the same landscape and in the same laboratories to improve the world	50,000
Cape Eleuthera Foundation Inc 1900 Market Street 8th Floor Philadelphia,PA 19131		P,C	collaborate with Efecto Arena at the intersection of coral gardening and place-based education	50,000
Cape Eleuthera Foundation Inc 1900 Market Street 8th Floor Philadelphia,PA 19131		P,C	to support efforts for the Place Based Teaching & Learning international education network	3,712
Captain Planet Foundation Inc 133 Luckie Street Northwest Atlanta,GA 30303		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Captain Planet Foundation Inc 133 Luckie Street Northwest Atlanta,GA 30303		P,C	to provide support to youth and educators in La Paz with place-based teaching, sustainability, and place-based teaching and learning	100,000
Center for Reproductive Rights 199 Water Street 22nd Floor New York,NY 10038		P,C	to support general operations	10,000
Centro de Negocios Sustentables AC CORINA 59 COYOACAN,DF 04100 MX		P,C	to enhance and reinforce the innovation and entrepreneurship ecosystem in the turquoise economy sector of Baja California Sur, with a focus on increasing women's participation	150,000
Centro Latinoamericano de Gestin Ambiental AC Ivaro Obregn 44 San Antonio San Cristbal de las Casas,CP 29250 MX		N,C	to test a series of trials of the Balandra MPA tourism management and reservation system	95,055
Centro para la Biodiversidad Marina y la Conservacin 420 Del Pirata La Paz,BS 23090 MX		P,C	to support a process to engage the community of La Ventana in learning about artificial reefs, discussing about them and identifying opportunities to rest them in the bay	32,720
Centro para la Biodiversidad Marina y la Conservacin 420 Del Pirata La Paz,BS 23090 MX		P,C	to support the Baseline Data and Community Engagement for Dune Protection project	35,085
Cetacean Action Treasury PO Box 332 Cape Neddick,ME 03902		P,C	to build community support for sustainable fishing in the Upper Gulf of California	100,000
CHICAGO ADVENTURE THERAPY NFP 4539 S Knox Ave Chicago,IL 606324803		P,C	to support Making outdoor adventure REAL	100,000
Chicago Learning Exchange 200 W Madison St floor 2 Chicago,IL 60606		P,C	to support collective impact for Place Based Teaching & Learning in Chicago	200,000
Chicago Park District 4830 S Western Ave Chicago,IL 60609		GOV	to support Place Based Teaching & Learning Career Exposure	100,000
Comit de Sanidad Acuola de Baja California Sur AC Agricultura 1555 entre Mxico y Durango La Paz,BS 23070 MX		N,C	to build capacity in rural oyster farms to adopt more sustainable practices	40,569
Community Foundation of Jackson Hole 245 E Simpson Ave Jackson,WY 83001		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,500
Community Foundation of Jackson Hole 245 E Simpson Ave Jackson,WY 83001		P,C	to hire a backbone position for Systems of Education to support collective impact for place-based education	133,200
Comunidad y Biodiversidad Isla del Peruano 215 Col Lomas de Miramar Guaymas,SO 85448 MX		P,C	to document community solutions to sustainability in Baja California Sur, through the Pesca Data app	78,524
Consejo Mexicano de Promocin de los Productos Pesqueros y Acucolas AC Avenida Presidente Masaryk Ciudad de Mxico,DF 11570 MX		P,C	to support the "Pesca con Futuro" campaign.	128,400
Conservation International 2011 Crystal Drive Suite 600 Arlington,VA 22202		P,C	to hold the second Latin American cohort of the Women in Ocean Food Innovation	100,000
COQUILLEWATERSHEDASSOCIATION 390 N Central Road Coquille,OR 97423		P,C	to enhance youth education in the low-income and underserved school districts through place-based learning	40,000
Eagle Point High School 203 N Platt Ave Eagle Point,OR 975248618		GOV	To create and establish an applied learning and work-based learning Internship program	50,000
Ecology Project International 315 South 4th Street E Missoula,MT 59801		P,C	to support efforts for the Place Based Teaching & Learning international education network	5,800
Ecology Project International 315 South 4th Street E Missoula,MT 59801		P,C	To support youth and teacher programs in Mexico	729,500
Efecto Arena AC Lic Primo Verdard 2135 local 2 Colonia Centro La Paz,BS 23000 MX		N,C	To educate youth in coral conservation, restore coral populations, and increase Efecto Arena's financial sustainability	265,011
Efecto Arena AC Lic Primo Verdard 2135 local 2 Colonia Centro La Paz,BS 23000 MX		N,C	To support nature-based tourism in La Ventana	31,246
El Paso Community Foundation PO Box 272 El Paso,TX 79943		P,C	to provide emergency support for border communities	75,000
Elementary Institute of Science 608 51st Street San Diego,CA 92114		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Elementary Institute of Science 608 51st Street San Diego,CA 92114		P,C	to support general operations	25,000
Environmental Defense Fund 257 Park Ave S New York,NY 10010		P,C	to pilot technology solutions in small-scale fisheries.	77,050
Environmental Law Alliance Worldwide 1412 Pearl Street Eugene,OR 974014036		P,C	To provide technical support to local nonprofit organizations	50,000
Forest Trends Association 1203 19th Street NW 4th Floor Washington,D.C 20036		P,C	To support Green Financing: first steps toward establishing a priority-setting system for natural infrastructure projects in BCS	175,000
Friends of Netarts Bay Watershed Estuary Beach and Sea PO Box 152 Netarts,OR 97143		P,C	to support Making Outdoors REAL	55,000
Global Environment & Technology Foundation 2900 South Quincy Street Suite 375 Arlington,VA 22206		P,C	To support Green Financing: first steps toward establishing a priority-setting system for natural infrastructure projects in Baja California Sur	10,057
Gray Family Foundation 1221 SW Yamhill St Suite 100 Portland OR,OR 97205		P,C	to support the Youth Leadership Initiative	229,600
Guided Discoveries Inc 302 E El Camino Real 206 San Clemente,CA 92672		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Hawaii Agricultural Foundation 3538 Waialae Avenue Suite 203 Honolulu,HI 96816		P,C	to support building an ag-tech ready workforce through place-based education and career exposure to agriculture	25,000
Hawaii Agricultural Foundation 3538 Waialae Avenue Suite 203 Honolulu,HI 96816		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Hole Food Rescue Corp PO Box 2955 Jackson,WY 83001		P,C	to support the Forever Home Capital Campaign	250,000
Holy Land Christians Society Inc PO Box 6557 Falls Church,VA 22040		P,C	to support Tent of Nations	140,000
Hopewell Fund 1828 L Street NW Suite 300 Washington,D.C 20036		P,C	to support Civic Education	700,000
Hurricane Island Foundation PO Box 1280 Rockland,ME 04841		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Hurricane Island Foundation PO Box 1280 Rockland,ME 04841		P,C	to support ocean education	50,000
Olivewood Gardens and Learning Center 2525 N Avenue National City,CA 91950		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,440
Olivewood Gardens and Learning Center 2525 N Avenue National City,CA 91950		P,C	to support staff retention at Olivewood Gardens and Learning Center and the campaign for Olivewood Gardens and Learning Center and the International Community Foundation	237,450
Institute of the Americas 1011 N Torrey Pines Rd La Jolla,CA 92037		P,C	To support Sustainable Shipping in las Baja Californias, Mexico	97,775
Institute of the Americas 1011 N Torrey Pines Rd La Jolla,CA 92037		P,C	to support the America 2.0 Spanish Edition Book Printing	16,241
International Community Foundation 2505 N Avenue National City,CA 91950		P,C	To provide emergency support for border communities	50,000
International Community Foundation 2505 N Avenue National City,CA 91950		P,C	to support grantmaking in Baja California Sur	1,106,395
International Community Foundation 2505 N Avenue National City,CA 91950		P,C	for the La Paz Special Projects Fund and at the International Community Foundation.	375,395
International Community Foundation 2505 N Avenue National City,CA 91950		P,C	To support the La Paz Special Projects Fund	5,508,501
International Generosity Foundation Trust 1901 Ulmerton Rd Suite 400 Clearwater,FL 33762		P,C	to support grantmaking for international nonprofits	961,275
Justice Outside 1624 Franklin St Oakland,CA 94612		P,C	Leadership capacity building to increase place-based teaching and learning and youth access to the outdoors	500,000
Justice Outside 1624 Franklin St Oakland,CA 94612		P,C	To leverage public funding for Place Based Teaching & Learning	100,000
Justice Outside 1624 Franklin St Oakland,CA 94612		P,C	to support the Blue Sky Advocacy Project	30,000
LegacyWorks Group 521 Santa Barbara St Santa Barbara,CA 93101		P,C	to provide program support for Mexico-based activities	350,000
LegacyWorks Group 521 Santa Barbara St Santa Barbara,CA 93101		P,C	to support the community in identifying actions and solutions they want to take to advance ocean vitality	17,000
Los Cabos Children's Foundation 1715 Yankee Doodle Road Ste 305 Eagan,MN 55121		P,C	To Support the Pediatric Cancer Unit in La Paz	136,483
Meridian Institute PO Box 1829 Dillon,CO 80435		P,C	To build local and regional capacity and resources to address the outcomes of climate shifts	200,000
Nos Noroeste Sustentable AC Belisario Dominguez No 2310 esquina Manuel Pineda La Paz,BS 23000 MX		P,C	To support flourishing and resilient communities	150,000
Ocean Discovery Institute 4255 Thorn Street San Diego,CA 92105		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Ocean Discovery Institute 4255 Thorn Street San Diego,CA 92105		P,C	to expand the Ocean Discovery Institute model to Hoover High School, integrate curriculum that supports the development of a math identity throughout programs, create workforce development support systems, and engage with the PBT&L international network	210,000
Oregon State University DIVISION OF RESEARCH AND INNOVATION A312 Kerr Administration Corvallis,OR 973312140		GOV	To expand and strengthen partnerships on Oregon's south coast to build engagement and career-learning opportunities for students through marine and coastal environmental education	215,000
Outreach International 112 W 18th St Kansas City,MO 64108		P,C	to support general operations	15,000
Planned Parenthood of the Pacific Southwest 1075 Camino Del Rio South San Diego,CA 92108		P,C	to support general operations	100,000
Planned Parenthood of the Pacific Southwest 1075 Camino Del Rio South San Diego,CA 92108		P,C	to support access to reproductive care	250,000
Plant With Purpose 5075 Shoreham Place Suite 240 San Diego,CA 92122		P,C	to support general operations	35,000
Population Action International dba PAI 1300 19th St NW Suite 200 Washington,D.C 20036		P,C	to support general operations	25,000
Project Exploration 4511 South Evans Avenue Chicago,IL 60653		P,C	to support the initiative to empower underserved youth in Chicago's west and southside neighborhoods to address critical environmental and economic challenges through STEM education	50,000
Pronatura Noroeste AC C Dcima Nm 60 esq. Ryerson Zona Centro Ensenada,BN 22800 MX		P,C	Biodiversity and Abundance Study for Los Planes Watershed	114,257
Pronatura Noroeste AC C Dcima Nm 60 esq. Ryerson Zona Centro Ensenada,BN 22800 MX		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Pronatura Noroeste AC C Dcima Nm 60 esq. Ryerson Zona Centro Ensenada,BN 22800 MX		P,C	To support the consolidation of PNOs ongoing coastal and marine interventions in Baja California Sur	300,000
Raiz de Fondo Miguel L de Legaspy 443 La Paz,BS 23000 MX		P,C	to support general operations	69,787
Red de Observadores Ciudadanos AC Aguiles Serdn 3745 La Paz,BS 23060 MX		P,C	to strengthen marine surveillance in the area between Boca del Alamo and Agua Verde, Baja California Sur	150,000
Red Turismo Sustentable y Desarrollo Social AC 2395 General Manuel Mrquez de Len La Paz,BS 23040 MX		P,C	to support general operations	100,000
Resilient Cities Catalyst Inc 315 Clinton Ave Apt 2 Brooklyn,NY 11205		P,C	to support Oceanside Renewal & Scaling	200,000
Rusted Gate Farm 5700 Upton Rd Central Point,OR 975029469		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
San Diego History Center 1649 El Prado Suite 3 San Diego,CA 92101		P,C	to support Geography of Hope	150,000
San Diego Natural History Museum 1788 El Prado San Diego,CA 92101		P,C	Biodiversity and Abundance Study for Los Planes Watershed	108,517
San Diego Natural History Museum 1788 El Prado San Diego,CA 92101		P,C	to support general operations	200,000
San Diego Natural History Museum 1788 El Prado San Diego,CA 92101		P,C	to support The Nat Campaign	4,000,000
Seed Savers Exchange Inc 3074 North Winn Road Decorah,IA 52101		P,C	to support general operations	25,000
Shelburne Farms 1611 Harbor Rd Shelburne,Vt 05482		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Shelburne Farms 1611 Harbor Rd Shelburne,Vt 05482		P,C	to support efforts to engage communities in meaningful place-based teaching and learning	25,000
SmartFish Rescate de Valor AC Mrquez de Len 2395 La Paz,BS 23000 MX		P,C	to expand the seafood rescue value model in Baja California Sur	250,000
Sociedad de Historia Natural Niparaja Revolucin de 1910 430 La Paz,BS 23020 MX		P,C	National Program to Strengthen Fishing Organizations	10,000
Sociedad de Historia Natural Niparaja Revolucin de 1910 430 La Paz,BS 23020 MX		P,C	To provide legal, operational, and management support for Rancho San Carlos	66,373
Sociedad de Historia Natural Niparaja Revolucin de 1910 430 La Paz,BS 23020 MX		P,C	To support Community Surveillance Fund	56,480
Sociedad de Historia Natural Niparaja Revolucin de 1910 430 La Paz,BS 23020 MX		P,C	To support the Integrated management of Baja California Sur biocultural landscape from the sierra to the sea	402,920
SOS Oceanside 1831 Andy Ln Oceanside,CA 920545516		P,C	To support the 2024 Organizing International Support	40,000
Southern Oregon Education Service District Education Association 101 N Grape St Medford,OR 975012736		GOV	to support a collaborative project connecting educators with leaders in blue and green industries to co-create impactful, student-centered projects	50,000
Special Forces Charitable Trust PO Box 53 Southern Pines,N.C 28388		P,C	to support general operations	35,000
Stronger America Through Seafood Inc 1209 Orange Street Wilmington,DE 19801		N,C	to support an Aquaculture Media Strategy Years 4-5	75,000
Sustainable Northwest 233 SW Naito Pkwy Portland,OR 97204		P,C	to support a sustainable financial and economic education for forest health	399,838
TeamBrownsville Inc PO 3945 Brownsville,TX 78520		P,C	to establish an Emergency Fund for border communities	50,000
Terra Peninsular C Tercera 1282 Ensenada,BN 22830 MX		P,C	to support San Quintin Bay clean-up	51,542
Teton Literacy Center 1715 High School Road 260 PO Box 46 S Jackson,WY 83001		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,817
Teton Science Schools 700 Coyote Canyon Road Jackson,WY 83001		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Teton Science Schools 700 Coyote Canyon Road Jackson,WY 83001		P,C	to support career exposure and Place Based Teaching & Learning gathering	6,000
Teton Science Schools 700 Coyote Canyon Road Jackson,WY 83001		P,C	to support the Summer Camp Collaboration with EPI and ETSI	67,221
The San Diego Foundation 2508 Historic Decatur Road San Diego,CA 921066138		P,C	to catalyze a network model that scales place-based learning approaches to result in ocean and land and water careers, and active citizenship	625,000
The San Diego Foundation 2508 Historic Decatur Road San Diego,CA 921066138		P,C	to support efforts for the Place Based Teaching & Learning international education network	5,000
The San Diego Foundation 2508 Historic Decatur Road San Diego,CA 921066138		P,C	to support the Binational Resilience Initiative	150,000
The Telos Group PO Box 70872 Washington,D.C 20024		P,C	to support Peace-making in US and Abroad	150,000
Umbela Transformaciones Sostenibles Tapalcattila 39 int 201 Mexico City,DF 04020 MX		P,C	To provide Air Quality Alliance Project Manager	26,722
University of Minnesota Foundation McNamara Alumni Center 200 Oak St S Minneapolis,MN 55455		P,C	to support the Center for Infectious Disease Research and Policy	1,150,914
University of Wyoming Wyoming Public Radio Laramie,WY 82071		GOV	to support general operations	20,000
University of Wyoming Foundation 222 S 22ND ST Laramie,WY 82070		P,C	to support the Data to Decision 2024 project	100,000
Urban Ecology Center Inc 1500 E Park Place Milwaukee,WI 53211		P,C	To provide high school students with the resources and guidance they need to train for careers within themselves, their communities, and nature	91,267
Urban Ecology Center Inc 1500 E Park Place Milwaukee,WI 53211		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Urbanera Calle Guadalupe Victoria y Calle Francisco Madero La Paz,BS 23020 MX		P,C	To improve ecosystem Services to Urban La Paz	196,150
US Water Partnership 2900 S Quincy St Ste 375 Arlington,VA 22206		P,C	to support the Binational Hydrogeological and Ecological Study for Los Planes Watershed	528,152
Valley School of Southern Oregon 857 Valley View Dr Medford,OR 97504		P,C	to support general operations	10,000
Valley School of Southern Oregon 857 Valley View Dr Medford,OR 97504		P,C	to support the Valley School and Rusted Gate Farm PBT&L Collaboration	50,000
Voices Jackson Hole PO Box 3725 Jackson,WY 83001		P,C	to support capacity building for Voices Jackson Hole	100,000
Voices Jackson Hole PO Box 3725 Jackson,WY 83001		P,C	to support general operations	50,000
Whitebark Pine Ecosystem Foundation PO Box 17943 Missoula,MT 59808		P,C	to support general operations	25,000
Wildcoast 2120 Jimmy Durante Blvd Del Mar,CA 920142269		P,C	To improve mangrove conservation in El Cajoncito in La Paz Bay	60,000
World Resources Institute 10 G Street NE Suite 800 Washington,D.C 20002		P,C	To support Green Financing: establishing a priority-setting system for natural infrastructure projects in Baja California Sur	75,000
World Wildlife Fund 1250 24th St NW Washington,D.C 20037		P,C	To support Sustainable Shipping in las Baja Califrnias, Mexico	87,250
Wyoming Agriculture in the Classroom PO Box 347 Cheyenne,WY 82003		P,C	to support efforts for the Place Based Teaching & Learning international education network	2,100
Wyoming Agriculture in the Classroom PO Box 347 Cheyenne,WY 82003		P,C	to support the recruitment and retention of Wyoming-based educators	25,000
Yale University 25 Science Park 150 Munson Street New Haven,CT 06511		P,C	Capacity-building tools for local ranchers and producers in Baja California Sur	14,770
Zoological Society of San Diego PO Box 120551 San Diego,CA 921120551		P,C	to support general operations	10,000
Total				28,462,827
b Approved for future payment				
Total				

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 NORTHERN TRUST _____
 - b _____
 - c _____
 - d _____
 - e _____
- 12 Subtotal. Add columns (b), (d), and (e) . . . _____
- 13 **Total.** Add line 12, columns (b), (d), and (e). . . _____
(See worksheet in line 13 instructions to verify.)

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	3,872,857	
		18	6,060,998	
		14	7,081	
	0		9,940,936	

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 (other than by providing funds for such purposes). (See instructions.)

[illegible]

Part XVI

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash.

(2) Other assets.

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization

(3)* Rental of facilities, equipment, or other assets.

(4) Reimbursement arrangements.

(5) Loans or loan guarantees. . . .

(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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 taxpayer) is based on all information of which preparer has any knowledge.

	2025-11-10
Signature of officer or trustee	Date

Title

May the IRS discuss this return with the preparer shown below?
See instructions. ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	LUKE C MITCHELL		2025-11-10		P03095207
	Firm's name ▶ WALTON ENTERPRISES LLC				Firm's EIN ▶ 62-166543
	Firm's address ▶ PO BOX 1860 BENTONVILLE, AR 727121860				Phone no. (479) 464-1500

Additional Data

[Return to Form](#)

Software ID: 24020961

Software Version: 2024v5.1

Form 990PF - Special Condition Description:

Special Condition Description

Schedule B (Form 990) (Rev. January 2025) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.	OMB No. 1545-0047
Name of the organization Alumbra Innovations Foundation		Employer identification number 83-2841232

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 Alumbra Innovations Foundation	Employer identification number 83-2841232
--	--

Part I

Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CHRISTY R WALTON	\$ 6,218,145	☐ Person
	PO BOX 1860		☐ Payroll
	BENTONVILLE, AR 72712		☒ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	LUKAS T WALTON	\$ 2,467,340	☐ Person
	PO BOX 1860		☐ Payroll
	BENTONVILLE, AR 72712		☒ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	CHRISTY R WALTON	\$ 11,770	☐ Person
	PO BOX 1860		☐ Payroll
	BENTONVILLE, AR 72712		☒ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.		\$	☐ Person
			☐ Payroll
			☐ Noncash (Complete Part II for noncash contributions.)

Name of organization
Alumbra Innovations Foundation

Employer identification number
83-2841232

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	Various stocks from Northern Trust - See Attachment	\$6,218,145	2024-12-17
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	38,000 SHARES OF PUBLICLY TRADED SECURITIES	\$2,467,340	2024-05-29
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	194 SHARES OF PUBLICLY TRADED SECURITIES	\$11,770	2024-12-23
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
.		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
.		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
.		\$	

Name of organization Alumbra Innovations Foundation	Employer identification number 83-2841232
--	--

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

Additional Data

[Return to Form](#)

Software ID: 24020961

Software Version: 2024v5.1

TY 2024 IRS 990 e-File Render

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	82,234			82,234

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

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
Amigos para la Conservacion de Cabo Pulmo	Calle Cabo Fierro SN entre Santa Mara La Ribera y 5 de mayo La Ribera, BS 23570 MX	2024-06-28	30,000	To facilitate a high level of community participation and scientific input for the design of the management plan for the Parque Nacional Cabo Pulmo	21,576	none	03/04/2025	2025-03-04	THE GRANTEE HAS PROVIDED THE FOUNDATION WITH THE REQUIRED REPORTS. THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT; THEREFORE, NO FURTHER VERIFIICATION BY THE FOUNDATION IS DEEMED NECESSARY.
Andale La Paz AC	Av Ayuntamiento El Triunfo, BS 23210 MX	2022-08-19	35,000	TO SUPPORT CONSTRUCTION OF COMMUNITY ORCHARDS AND IMPLEMENTATION OF SOWING ACTIVITIES FOR LA VENTANA-EL SARGENTO, EL ANCON AND EL TRIUNFO COMMUNITIES.	35,000	none	02/28/2023, 02/27/2024, 04/23/2025	2025-04-23	THE GRANTEE HAS PROVIDED THE FOUNDATION WITH THE REQUIRED REPORTS. THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT; THEREFORE, NO FURTHER VERIFICATION BY THE FOUNDATION IS DEEMED NECESSARY.
Asociacion Mexicana de Ostricultores AC	Calle Allende No 36 Colonia Centro La Paz, BS 23000 MX	2023-02-24	40,000	TO IMPROVE COMMUNITY OYSTER FARMING.	40,000	none	8/9/2024, 04/14/2025	2025-04-14	THE GRANTEE HAS PROVIDED THE FOUNDATION WITH THE REQUIRED REPORTS. THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT; THEREFORE, NO FURTHER VERIFIICATION BY THE FOUNDATION IS DEEMED NECESSARY.
Asociacion Mexicana de Ostricultores AC	Calle Allende No 36 Colonia Centro La Paz, BS 23000 MX	2024-06-14	97,277	For advancing collaboration in oyster farming ecosystem in Baja California Sur	97,277	none	03/13/2025	2025-03-13	THE GRANTEE HAS PROVIDED THE FOUNDATION WITH THE REQUIRED REPORTS. THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT; THEREFORE, NO FURTHER VERIFICATION BY THE FOUNDATION IS DEEMED NECESSARY.
Centro Latinoamericano de Gestion Ambiental AC	Ivaro Obregn 44 San Antonio San Cristbal de las Casas, CP 29250 MX	2024-05-03	95,055	to test a series of trials of the Balandra MPA tourism management and reservation system.	61,664	none	03/03/2025	2025-03-03	THE GRANTEE HAS PROVIDED THE FOUNDATION WITH THE REQUIRED REPORTS. THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT; THEREFORE, NO FURTHER VERIFICATION BY THE FOUNDATION IS DEEMED NECESSARY.
Comite de Sanidad Acuicola de Baja California Sur ac	Agricultura 1555 entre Mxico y Durango La Paz, BS 23070 MX	2024-12-06	40,569	to build capacity in rural oyster farms to adopt more sustainable practices.	0	NONE	10/21/2025	2025-10-21	THE GRANTEE HAS PROVIDED THE FOUNDATION WITH THE REQUIRED REPORTS. THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT; THEREFORE, NO FURTHER VERIFICATION BY THE FOUNDATION IS DEEMED NECESSARY.
Efecto Arena AC	Lic Primo Verdad 2135 local 2 Colonia Centro La Paz, BS 23000 MX	2024-08-23	265,011	To educate youth in coral conservation, restore coral populations and increase Efecto Arena's financial sustainability.	121,113	none	02/27/2025	2025-02-27	THE GRANTEE HAS PROVIDED THE FOUNDATION WITH THE REQUIRED REPORTS. THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT; THEREFORE, NO FURTHER VERIFICATION BY THE FOUNDATION IS DEEMED NECESSARY.
Efecto Arena AC	Lic Primo Verdad 2135 local 2 Colonia Centro La Paz, BS 23000 MX	2024-11-01	31,246	To support nature-based tourism in La Ventana.	31,246	none	4/15/2025	2025-04-15	THE GRANTEE HAS PROVIDED THE FOUNDATION WITH THE REQUIRED REPORTS. THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT; THEREFORE, NO FURTHER VERIFICATION BY THE FOUNDATION IS DEEMED NECESSARY.
Stronger America Through Seafood Inc	1209 Orange Street Wilmington, DE 19801	2023-04-14	150,000	TO SUPPORT AN AQUACULTURE MEDIA STRATEGY.	137,706	none	5/28/2024, 05/19/2025	2025-05-19	THE GRANTEE HAS PROVIDED THE FOUNDATION WITH THE REQUIRED REPORTS. THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT; THEREFORE, NO FURTHER VERIFIICATION BY THE FOUNDATION IS DEEMED NECESSARY.

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

TY 2024 IRS 990 e-File Render

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
38,000 SHARES OF PUBLICLY TRADED SECURITIES					2,472,690	2,467,340			5,350	
NT TPI - VARIOUS STOCKS		P			10,787,385	9,657,787			1,129,598	
NT TPI - CAPITAL GAIN DISTRIBUTION		P			7,412				7,412	
NT TPI - VARIOUS STOCKS		P			32,503,039	27,686,378			4,816,661	
NT BRECKINRIDGE - VARIOUS STOCKS		P			13,976,949	13,909,208			67,741	
NT BRECKINRIDGE - VARIOUS STOCKS		P			16,251,496	16,217,260			34,236	

TY 2024 IRS 990 e-File Render

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Northern Trust	AT COST	1,401,589	1,133,983
Northern Trust Account - Breckinridge	AT COST	30,458,068	31,132,733
Northern Trust Account - TPI Climate	AT COST	78,178,937	93,839,174

TY 2024 IRS 990 e-File Render

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	24,213			24,213

TY 2024 IRS 990 e-File Render

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Memberships & Subscriptions	59,592			59,592
Miscellaneous	13,927			13,927
Supplies	3,864			3,864

TY 2024 IRS 990 e-File Render

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NORTHEN TRUST	7,081	7,081	

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

**TY 2024 IRS 990 e-File
Render**

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
FRB Catalyst Facility LLC	None	3,000,000	3,000,000	2023-02	2032-11	Interest due annually beginning December 15, 2023. Principal due annually beginning June 15, 2029.	100 %	None	to provide loans to Subsidiaries of Blue Forest that were formed to finance Forest Resilience Bonds	cash	3,000,000

TY 2024 IRS 990 e-File Render

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Consulting Fees	1,867,083			1,867,083
Administrator & Management Fees	1,032,396			1,032,396
Investment Management Fees	268,119	268,119		

TY 2024 IRS 990 e-File Render

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Name	Address
CIENEGA INVESTMENTS LLC	PO BOX 1860 BENTONVILLE, AR 72712

TY 2024 IRS 990 e-File Render

Name: Alumbra Innovations Foundation

EIN: 83-2841232

Software ID: 24020961

Software Version: 2024v5.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NT - Foreign Taxes	186,042	186,042		