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Form **990-PF** | **Return of Private Foundation** or Section 4947(a)(1) Trust Treated as Private Foundation | OMB No 1545-0052 **2017**

Department of the Treasury Internal Revenue Service

▶ 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.

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation: WHOLE CITIES FOUNDATION

A Employer identification number: 46-0949876

Number and street (or P O box number if mail is not delivered to street address): 550 BOWIE ST | Room/suite

B Telephone number (see instructions): (512) 542-0959

City or town, state or province, country, and ZIP or foreign postal code: AUSTIN, TX 78703

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: [X] 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 ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 8,532,378.

J Accounting method: ☐ Cash [X] Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

6 03 3/3

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))

	Line	Description	(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)	1,099,906.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	3,475.	3,475.	3,475.	ATCH 1
	4	Dividends and interest from securities				
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-16,309			
	b	Gross sales price for all assets on line 6a 24,160.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,087,072.	3,475.	3,475.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages	502,966.			502,966.
	15	Pension plans, employee benefits	43,845.			43,845.
	16a	Legal fees (attach schedule) ATCH 2	40.			40.
	b	Accounting fees (attach schedule) ATCH 3	11,603.			11,603.
	c	Other professional fees (attach schedule) [4]	84,085.			84,085.
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion	166.			
	20	Occupancy	7,384.			7,384.
	21	Travel, conferences, and meetings	101,210.			101,210.
	22	Printing and publications	16,179.			16,179.
	23	Other expenses (attach schedule) ATCH 5	147,546.			147,546.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	915,024.			914,858.
	25	Contributions, gifts, grants paid	431,156.			431,156.
	26	Total expenses and disbursements Add lines 24 and 25	1,346,180.	0.	0.	1,346,014.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-259,108.			
	b	**Net investment income** (if negative, enter -0-)		3,475.		
	c	**Adjusted net income** (if negative, enter -0-)			3,475.	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	1,825,338.	3,161,293.	3,161,293.
2	Savings and temporary cash investments			
3	Accounts receivable ▶ 1,408,941.			
	Less allowance for doubtful accounts ▶	1,607,149.	1,408,941.	1,408,941.
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶ 3,098.			
	Less accumulated depreciation (attach schedule) ▶ 1,010.	2,254.	2,088.	2,088.
15	Other assets (describe ▶ ATCH 6)	5,244,407.	3,960,056.	3,960,056.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	8,679,148.	8,532,378.	8,532,378.
Liabilities 17	Accounts payable and accrued expenses	119,465.	76,000.	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	119,465.	76,000.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26, and lines 30 and 31.**			
24	Unrestricted	3,265,710.	4,496,322.	
25	Temporarily restricted	5,293,973.	3,960,056.	
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	8,559,683.	8,456,378.	
31	**Total liabilities and net assets/fund balances** (see instructions)	8,679,148.	8,532,378.	

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 30 (must agree with end-of-year figure reported on prior year's return)	1	8,559,683.
2	Enter amount from Part I, line 27a	2	-259,108.
3	Other increases not included in line 2 (itemize) ▶ ATCH 7	3	155,803.
4	Add lines 1, 2, and 3	4	8,456,378.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,456,378.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a				
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } | 2 |

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).
If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 . . . | 3 |

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	1,147,707.	11,992,472.	0.095702
2015	857,927.	1,518,830.	0.564860
2014	328,012.	551,053.	0.595246
2013			
2012			

2	Total of line 1, column (d) . . .	2	1.255808
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0.418603
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 . . .	4	8,074,084.
5	Multiply line 4 by line 3. . .	5	3,379,836.
6	Enter 1% of net investment income (1% of Part I, line 27b). . .	6	35.
7	Add lines 5 and 6. . .	7	3,379,871.
8	Enter qualifying distributions from Part XII, line 4 . . .	8	1,346,014.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	70.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	
3	Add lines 1 and 2	3	70.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	70.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 50.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	50.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	20.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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		X
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		X
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		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		X
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	X	
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 XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ ATTACHMENT 8			
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	X	
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 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV	9	X	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.WHOLECITIESFOUNDATION.ORG

14 The books are in care of ▶ WHOLE FOODS MARKET - TAX DEPT Telephone no ▶ 512-542-0959

Located at ▶ 550 BOWIE ST AUSTIN, TX ZIP+4 ▶ 78703

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

			Yes	No
16	At any time during calendar year 2017, 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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ 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) ☐ Yes ☒ 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		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

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

					Yes	No
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))?	[ ] Yes	[X] No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	[ ] Yes	[X] No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes	[X] No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions	[ ] Yes	[X] No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	[ ] Yes	[X] No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions			5b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ [ ]					
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	[ ] Yes	[ ] No			
	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?	[ ] Yes	[X] No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b		X
	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?	[ ] Yes	[X] No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b		

Part VIII 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
ATCH 9		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
ATCH 10		193,166.	39,670.	0.

Total number of other employees paid over $50,000 ▶

Part VIII 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
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 WHOLE CITIES FOUNDATION'S MISSION IS TO IMPROVE INDIVIDUAL AND COMMUNITY HEALTH THROUGH COLLABORATIVE PARTNERSHIPS, EDUCATION, AND BROADER ACCESS TO NUTRITIOUS FOOD IN THE	1,346,180.
2 COMMUNITIES WE SERVE. WHOLE CITIES PARTNERS WITH COMMUNITY-BASED ORGANIZATIONS THAT CREATE FOOD ACCESS SOLUTIONS FROM THE GROUND UP, BUILDS COLLABORATIVE PARTNERSHIPS WHERE	
3 NUTRITIOUS FOOD ACCESS AND HEALTHY EATING EDUCATION COME TOGETHER, BROADENS ACCESS TO HEALTHY EATING INFORMATION, AND INSPIRES CONVERSATIONS ABOUT WELLNESS AND FRESH FOOD.	
4	

Part IX-B 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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	2,825,955.
c	Fair market value of all other assets (see instructions)	1c	5,371,085.
d	**Total** (add lines 1a, b, and c)	1d	8,197,040.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) ... 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	8,197,040.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	122,956.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,074,084.
6	**Minimum investment return.** Enter 5% of line 5	6	403,704.

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

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2017 from Part VI, line 5 ... 2a		
b	Income tax for 2017. (This does not include the tax from Part VI.) ... 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,346,014.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,346,014.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,346,014.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				0.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only				
b Total for prior years 20 15 ,20 14 ,20 13				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2017 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

Part XIV Private Operating Foundations (see instructions and Part VII-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 2017, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	3,475.	494.			3,969.
b 85% of line 2a	2,954.	420.			3,374.
c Qualifying distributions from Part XII, line 4 for each year listed .	1,346,014.	1,147,707.	857,927.	328,012.	3,679,660.
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	1,346,014.	1,147,707.	857,927.	328,012.	3,679,660.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets. . . .	8,532,378.	8,629,148.	1,869,649.	942,776.	19,973,951.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	8,532,378.	8,629,148.	1,869,649.	942,776.	19,973,951.
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .	269,136.	399,749.	50,628.	18,368.	737,881.
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).	1,099,906.	8,331,892.	1,647,775.	1,257,246.	12,336,819.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)	231,899.	212,152.	352,019.	526,972.	1,323,042.
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income .	3,475.				3,475.

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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.

Part XV Supplementary Information *(continued)*

3 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*				
ATCH 11				
Total . . . . . . ▶ **3a**				431,156.
b *Approved for future payment*				
ATCH 12				
Total . . . . . . ▶ **3b**				76,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	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	
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			14	3,475.	
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					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				3,475.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 3,475.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

[illegible] 11/15/18 Asst. Secretary

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

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no

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

Schedule of Contributors

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

OMB No 1545-0047

2017

Name of the organization
WHOLE CITIES FOUNDATION

Employer identification number
46-0949876

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 property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000, or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

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

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

Name of organization WHOLE CITIES FOUNDATION

Employer identification number 46-0949876

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	WHOLE FOODS MARKET SERVICES, INC. 550 BOWIE ST. AUSTIN, TX 78703	$ 1,073,600.	Person [X] Payroll [X] Noncash [X] (Complete Part II for noncash contributions)
2	WHITEWAVE FOODS COMPANY 1225 SEVENTEENTH STREET, STE. 1000 DENVER, CO 80202	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization WHOLE CITIES FOUNDATION

Employer identification number 46-0949876

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
		$	

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

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

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

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

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

Name of organization WHOLE CITIES FOUNDATION

Employer identification number 46-0949876

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

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST INCOME	3,475.	3,475.	3,475.
TOTAL	3,475.	3,475.	3,475.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	40.			40.
TOTALS	40.			40.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	11,603.			11,603.
TOTALS	11,603.			11,603.

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	84,085.	84,085.
TOTALS	84,085.	84,085.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
COMMUNICATION	4,553.	4,553.
MEALS	7,355.	7,355.
SUPPLIES	33,772.	33,772.
POSTAGE	3,773.	3,773.
OTHER	37,066.	37,066.
MARKETING	36,824.	36,824.
MEMBERSHIP DUES	5,760.	5,760.
LICENSES	16,209.	16,209.
PROCESSING FEES	344.	344.
BAD DEBT EXPENSE	1,890.	1,890.
TOTALS	147,546.	147,546.

ATTACHMENT 6

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WFM STOCK OPTIONS		
LT PLEDGE RECEIVABLE	4,200,000.	4,200,000.
NPV-PLEDGES RECEIVABLE	-239,944.	-239,944.
TOTALS	3,960,056.	3,960,056.

ATTACHMENT 7

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED G/L		155,803.
	TOTAL	155,803.

ATTACHMENT 8

FORM 990PF, PART VII-A, LINE 8A - STATES

AL,AK,AR,CA,CO,CT,DC,FL,GA,HI,IL,
KS,KY,ME,MD,MA,MI,MN,MS,MO,NH,NJ,NM,NY,
NC,ND,OH,OK,OR,PA,RI,SC,TN,UT,VA,WA,WV,WI,

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WALTER ROBB 550 BOWIE ST AUSTIN, TX 78703	DIRECTOR,CHAIRMAN OF THE BOARD			
JOE ROGOFF 550 BOWIE ST AUSTIN, TX 78703	DIRECTOR			
PATRICIA YOST 550 BOWIE ST AUSTIN, TX 78703	ASSISTANT SECRETARY			
MEREDITH SMITH 550 BOWIE ST AUSTIN, TX 78703	EXECUTIVE DIRECTOR, PRESIDENT			
SCOTT ALLSHOUSE 550 BOWIE ST AUSTIN, TX 78703	DIRECTOR			
NONA EVANS 550 BOWIE ST AUSTIN, TX 78703	SECRETARY, TREASURER			

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GLENDA FLANAGAN 550 BOWIE ST AUSTIN, TX 78703	DIRECTOR			
BETSY FOSTER 550 BOWIE ST AUSTIN, TX 78703	DIRECTOR			
ALBERT PERCIVAL 550 BOWIE ST AUSTIN, TX 78703	ASSISTANT SECRETARY			
OMAR GAYE 550 BOWIE ST AUSTIN, TX 78703	DIRECTOR			
	GRAND TOTALS	0.	0.	0.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
MEREDITH SMITH 550 BOWIE ST AUSTIN, TX 78703	40.00	97,225.	19,502.
KATHY WOOLBRIGHT 550 BOWIE ST AUSTIN, TX 78703	40.00	95,941.	20,168.
	TOTAL COMPENSATION	193,166.	39,670.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BROAD COMMUNITY CONNECTIONS 300 N BROAD ST, STE 208 NEW ORLEANS, LA 70119		WHOLE CITIES PROVIDES SUPPORT FOR BROAD COMMUNITY CONNECTIONS' REFRESH PROJECT, A MULTI-SECTOR HEALTH HUB WHOSE TENANTS SUPPLY HEALTHY AND AFFORDABLE FOOD TO THE BROAD STREET NEIGHBORHOODS AND PROVIDE COMMUNITY ENGAGED PROGRAMMING, EDUCATION AND TRAINING DESIGNED TO PROMOTE THE HEALTH AND WELLNESS OF THE SURROUNDING COMMUNITIES WHOLE CITIES PROVIDED FUNDS FOR THE REFRESH PROJECT TO RECRUIT AND TRAIN COMMUNITY HEALTH EDUCATORS WHO CAN ENGAGE IN OUTREACH AND HELP COMMUNITY MEMBERS ACCESS SERVICES RELEVANT TO THEIR NEEDS	15,000
GROUNDWORK SOMERVILLE 24 PARK ST #7 SOMERVILLE, MA 02143		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
I GROW CHICAGO 6402 S HONORE CHICAGO, IL 60636		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	8,000
IMAGINE ENGLEWOOD IF 730 W 69TH STREET CHICAGO, IL 60621		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	8,000
TEAMWORK ENGLEWOOD 4820 S EVANS #3 CHICAGO, IL 60615		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	7,750

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TOWNFOLK 1716 WEST UNIVERSTIY AVE LAFAYETTE, LA 70506		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
URBAN TREE CONNECTION 4159 WEST GIRARD AVENUE PHILIDELPHIA, PA 19104		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
BACKYARD GARDENERS NETWORK 603 FORSTALL STREET NEW ORLEANS, LA 70117		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
COMMUNITY SERVICES UNLIMITED 6569 SOUTH VERMONT AVENUE LOS ANGELES, CA 90044		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	10,000
HEBNI NUTRITION CONSULTANTS 2009 W CENTRAL BLVD ORLANDO, FL 32805		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
SOCIAL JUSTICE LEARNING INSTITUTE 600 CENTINELA AVE INGLEWOOD, CA 90302		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER FOR COURT INNOVATION 31 GREEN ST, ROOM 310 NEWARK, NJ 07102		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	15,000
RABBIT HOLE URBAN FARM 36-38 ROSE TERRACE NEWARK, NJ 07108		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS.	14,962
NEWARK SCIENCE AND SUSTAINABILITY P O BOX 1038 NEWARK, NJ 07101		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	25,000
ELEGANT BOUQUET KITCHEN 444 SOUTH 16TH ST NEWARK, NJ 07103		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	11,475
BEDROCK GARDENING SOLUTIONS 43 THOMAS ST NEWARK, NJ 07114		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	14,734
GARDEN OF WORKER BEES 10 TREADWELL STREET, APT 10 NEWARK, NJ 07104		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	15,900

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
APIOPA (SPECIAL SERVICE FOR GROUPS) 905 E 8TH ST LOS ANGELES, CA 90021		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
FARMSHARE AUSTIN 3608 RIVER RD CEDAR CREEK, TX 78612		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
AL'MAIDAH ORGANIC COMMUNITY GARDEN 34 STENGEL AVE NEWARK, NJ 07112		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	7,636
INTERNATIONAL YOUTH ORGANIZATION 703 SOUTH 12TH ST NEWARK, NJ 07103		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	15,000
PLANTING SEEDS OF HOPE 58 CRAWFORD ST #1 NEWARK, NJ 07102		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	10,000
UNIFIED VAILSBURG SERVICE ORGANIZATION 40-42 RICHELIEU TERRACE NEWARK, NJ 07106		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ZANJABIL GARDENS 6342 S ELIS AVE APT 3 CHICAGO, IL 60637		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	8,000
TRI CYCLE FARMS 1705 N GARLAND AVE FAYETTEVILLE, AR 72703		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
PURE ARTISTRY COMMUNITY OUTREACH 142 W JEFF DAVIS AVE MONTGOMERY, AL 36104		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000.
TRULY LIVING WELL P O BOX 90841 EAST POINT, GA 30344		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
CRABTREE FARMS OF CHATTANOOGA P O. BOX 2250 CHATTANOOGA, TN 37407		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
THE GROWHAUS 4751 YORK ST DENVER, CO 80216		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MILL CITY GROWS P O BOX 7133 LOWELL, MA 01852		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000.
REV BIRMINGHAM P O BOX 320637 BIRMINGHAM, AL 35232		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
MANDELA MARKETPLACE 1364 7TH ST OAKLAND, CA 94607		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
MEMORY TREES CORPORATION 6742 FOREST HILL BLVD STE 257 WEST PALM BEACH, FL 33413		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
OAK PARK SOL P O BOX 5154 SACRAMENTO, CA 95817		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
LOUISVILLE GROWS 1641 PORTLAND AVE LOUISVILLE, KY 40203		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FONDY FOOD CENTER 1617 W NORTH AVE #4 MILWAUKEE, WI 53205		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
HUNGER FREE COLORADO 1801 N WILLIAMS ST, SUITE 200 DENVER, CO 80218		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
BACKYARD GROWERS 269 MAIN ST GLOUCHESTER, MA 01930		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
DUNBAR COMMUNITY GARDEN P O BOX 165317 LITTLE ROCK, AR 72206		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	4,700
COMMUNITIES IN PARTNERSHIP P O BOX 11247 DURHAM, NC 27703		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
COMMON THREADS FARM 516 E NORTH ST BELLINGHAM, WA 98225		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GROWING GARDENS 2203 NE OREGON ST PORTLAND, OR 97232		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
FEAST DOWN EAST 601 S COLLEGE RD WILMINGTON, NC 28403		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
FAITH FAMILY MEDICAL CENTER 326 21ST AVE NORTH NASHVILLE, TN 37203		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
FOUNDATION FOR SUSTAINABLE COMMUNITY 10-108TH ST SE EVERETT, WA 98208		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
CHARTER OAK TEMPLE RESTORATION ASSOCIATION 21 CHARTER OAK AVE. HARTFORD, CT 06106		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
THE PETERSON GARDEN PROJECT 4750 N SHERIDAN RD SUITE 200 CHICAGO, IL 60640		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE LOCAL FOOD PARK 6037 21ST AVE N ST PETERSBURG, FL 33710		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000.
HEALTHY TARRANT COUNTY COLLABORATION P O BOX 8040 FORTH WORTH, TX 76124		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
CITY SPROUTS P O. BOX 31593 OMAHA, NE 68131		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
REROOT PONTIAC 2658 GENES DRIVE AUBURN HILLS, MI 48326		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS.	5,000
PIKE PLACE MARKET FOUNDATION 85 PIKE ST, ROOM 500 SEATTLE, WA 98101		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS.	5,000
SOUTHSIDE COMMUNITY LAND TRUST 109 SOMERSET ST PROVIDENCE, RI 02907		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE 4-H CLUB FOUNDATION OF MICHIGAN 446 WEST CIRCLE DR #160 EAST LANSING, MI 48824		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
HIGH DESERT FOOD AND FARM ALLIANCE P O BOX 1782 BEND, OR 97709		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
ARCADIA FOOD INC 9000 RICHMOND HIGHWAY ALEXANDRIA, VA 22309		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
SIXTWELVE 612 NW 29TH ST OKLAHOMA CITY, OK 73103		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS.	4,999
YMCA OF THE NORTH SHORE 1 SEWALL ST SALEM, MA 01970		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
KANSAS CITY COMMUNITY GARDENS 6917 KENSINGTON AVE KANSAS CITY, MO 64132		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SPROUT NOLA 3034 PARIS AVE NEW ORLEANS, LA 70119		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
BUY EXTENSION P O BOX 6792 BOISE, ID 83702		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	5,000
		TOTAL CONTRIBUTIONS PAID	431,156

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BROAD COMMUNITY CONNECTIONS 300 N BROAD ST, STE 208 NEW ORLEANS, LA 70119		WHOLE CITIES PROVIDES SUPPORT FOR BROAD COMMUNITY CONNECTIONS' REFRESH PROJECT, A MULTI-SECTOR HEALTH HUB WHOSE TENANTS SUPPLY HEALTHY AND AFFORDABLE FOOD TO THE BROAD STREET NEIGHBORHOODS AND PROVIDE COMMUNITY ENGAGED PROGRAMMING, EDUCATION AND TRAINING DESIGNED TO PROMOTE THE HEALTH AND WELLNESS OF THE SURROUNDING COMMUNITIES WHOLE CITIES PROVIDED FUNDS FOR THE REFRESH PROJECT TO RECRUIT AND TRAIN COMMUNITY HEALTH EDUCATORS WHO CAN ENGAGE IN OUTREACH AND HELP COMMUNITY MEMBERS ACCESS SERVICES RELEVANT TO THEIR NEEDS	50,000
COOPERATIVE COMMUNITY OF NEW WEST JACKSON 1908 GRENADA ST JACKSON, MS 39209		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	6,000.
NEWARK SCIENCE AND SUSTAINABILITY P.O BOX 1038 NEWARK, NJ 07101		THE FRESH HEALTHY FOOD ACCESS PROGRAM PROVIDES FUNDING FOR PROJECTS THAT STRENGTHEN LOCAL FOOD SYSTEMS AND INCREASE HEALTHY FOOD ACCESS THROUGH COMMUNITY-BASED SOLUTIONS	20,000
		TOTAL CONTRIBUTIONS APPROVED	76,000