

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	2,386,256	3,082,184	3,082,184
	2 Savings and temporary cash investments	11,802,077	14,344,888	14,344,888
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	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	69,652	24,138	24,138
	10a Investments—U S and state government obligations (attach schedule)	14,489,110 	12,987,852	12,987,852
	b Investments—corporate stock (attach schedule)	40,509,011 	34,601,679	34,601,679
	c Investments—corporate bonds (attach schedule)	7,663,729 	5,864,930	5,864,930
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	16,420,261 	15,512,089	15,512,089
	14 Land, buildings, and equipment basis ▶ _____ 3,301,218 Less accumulated depreciation (attach schedule) ▶ 709,451	2,589,769 	2,591,767	2,591,767
15 Other assets (describe ▶ _____)	 10,373,525 	14,739,797 	14,739,797	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	106,303,390	103,749,324	103,749,324	
Liabilities	17 Accounts payable and accrued expenses	341,615	329,327	
	18 Grants payable	90,000	880,000	
	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 ▶ _____)	 388,334 	317,979	
	23 Total liabilities (add lines 17 through 22)	819,949	1,527,306	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	105,483,441	102,222,018	
	25 Temporarily restricted			
	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)	105,483,441	102,222,018		
31 Total liabilities and net assets/fund balances (see instructions) .	106,303,390	103,749,324		

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	105,483,441
2 Enter amount from Part I, line 27a	2	2,801,139
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	108,284,580
5 Decreases not included in line 2 (itemize) ▶ _____ 	5	6,062,562
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	102,222,018

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 Sales of Publicly Traded Securities		P	2000-01-01	2018-12-31
b Capital Gain Distributions		P	2012-12-12	2018-12-12
c Sales of Donated Securities		P	2018-12-12	2018-12-12
d 1231 Gain from Investment Psp		P	2018-12-12	2018-12-12
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 32,701,379		30,558,429	2,142,950
b 251,591			251,591
c 10,150,321		9,309,649	840,672
d 3,435			3,435
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			2,142,950
b			251,591
c			840,672
d			3,435
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	3,238,648
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	844,107

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 does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2017	9,968,332	79,241,425	0 12580
2016	9,146,082	70,874,083	0 12905
2015	9,779,788	72,396,679	0 13509
2014	9,333,218	67,631,677	0 13800
2013	10,961,047	67,694,988	0 16192

2 Total of line 1, column (d)	2	0 689849
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 137970
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	87,219,540
5 Multiply line 4 by line 3	5	12,033,680
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	43,940
7 Add lines 5 and 6	7	12,077,620
8 Enter qualifying distributions from Part XII, line 4	8	12,623,905

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	43,940
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	43,940
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	43,940
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	87,033
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	18,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	105,033
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	117
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	60,976
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 60,976 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	1b	No
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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	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 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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 <u>www.kalliopeia.org</u>	13	Yes	
14	The books are in care of <u>Greg Hagerman</u> Telephone no <u>(415) 482-1043</u>			

Located at PO Box 151020 San Rafael CA ZIP+4 94915

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 <u>15</u>			
16	At any time during calendar year 2018, 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 <u></u>	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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. Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		No
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 2018?	1c		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> ☐ Yes ☒ 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		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
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 2018 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 2018).	3b		No
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 2018?	4b		No

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

5a	During the year did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ 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 ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☒ Yes ☐ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☒ Yes ☐ 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 ☒ 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	No
	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? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	☒ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	No
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		

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
See Additional Data Table				
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
Clery Vaughan-Lee PO Box 151020 San Rafael, CA 94915	Dir GOP 35 00	130,000	7,942	
Emmanuel Vaughan-Lee PO Box 151020 San Rafael, CA 94915	Dir SE 35 00	155,000	31,567	
Zoe Fuller-Rowell PO Box 151020 San Rafael, CA 94915	Exec Dir 35 00	165,000	25,130	
Sohrob Nabatian PO Box 151020 San Rafael, CA 94915	Prgm Officer 35 00	123,931	36,471	
Destin Block PO Box 151020 San Rafael, CA 94915	Comm Mgr 35 00	126,667	25,193	
Total number of other employees paid over \$50,000.				12

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
Walden Asset Management One Beacon Street 33rd Floor Boston, MA 02108	Investment Advisors	134,857
In the Loft Studios PO Box 29294 Bellingham, WA 98228	Website Development	82,530
Adam Loftén 804 Arden Way Petaluma, CA 94952	Project Manager	159,140
Tiedemann Wealth Management 520 Madison Avenue 26th Floor New York, NY 10002	Investment Advisors	99,534
1919 Investment Counsel 600 Vine Street Suite 2000 Cincinnati, OH 45202	Investment Advisors	99,688
Total number of others receiving over \$50,000 for professional services. ►		2

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 Global Oneness Project, a subsidiary of Kalliopeia, is a limited liability company that produces and offers free multicultural stories and accompanying lesson plans for high school and college classrooms. The collection of films, photo essays, and articles explore cultural, social, and environmental issues with a humanistic lens. GOP was the sole member and manager of the subsidiary Elemental the Film (ETF). ETF was a limited liability company that held the ownership and rights to the GOP documentary film production Elemental.	985,557
2 Spiritual Ecology, a subsidiary of Kalliopeia, is a limited liability company that offers programming and resources in support of building the field of spiritual ecology. Current work includes Emergence Magazine, a free online publication exploring the connections between ecology, culture, and spirituality, and previous work included the Spiritual Ecology Fellowship, a nine-month program of learning, mentorship, and project development for emerging young leaders.	1,067,017
3	
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 Low Income Investment Fund (LIIF) is a 501(c)3 that provides real estate backed loans to support community development in low income geographies. Approximately 97% of families supported by LIIF projects are low income and 59% are classified as very low income. LIIFs revolving loan fund has invested \$1.08B into community projects serving nearly 2 million people. These investments span healthcare, early childhood education, K-12 education, affordable housing, and transit-oriented development.	2,000,000
2 Oweesta is a Community Development Financial Institution (CDFI) Intermediary 501(c)3, and a subsidiary of First Nations Development Institute, based in Longmont, CO. Serving the entire United States, the organization provides Loans and Capitalization, as well as Training and Technical Assistance to other CDFIs, as well as three loan types (Capital Loans, First-In Loans and Native Fresh Food Loans) directly to Native Communities. The organization also performs research and policy advocacy, holds Native convenings, develops training curricula and expands the field through initiatives such as the Native Access to Capital Program launched in 2015.	502,096
All other program-related investments. See instructions.	
3 	245,981
Total. Add lines 1 through 3. ►	2,748,077

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	73,298,149
b	Average of monthly cash balances.	1b	8,879,659
c	Fair market value of all other assets (see instructions).	1c	6,369,948
d	Total (add lines 1a, b, and c).	1d	88,547,756
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	88,547,756
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,328,216
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	87,219,540
6	Minimum investment return. Enter 5% of line 5.	6	4,360,977

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

1	Minimum investment return from Part X, line 6.	1	4,360,977
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	43,940
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	43,940
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,317,037
4	Recoveries of amounts treated as qualifying distributions.	4	1,144
5	Add lines 3 and 4.	5	4,318,181
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	4,318,181

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	9,851,289
b	Program-related investments—total from Part IX-B.	1b	2,748,077
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	24,539
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	12,623,905
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	43,940
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	12,579,965

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				4,318,181
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013. 7,633,260				
b From 2014. 6,067,767				
c From 2015. 6,275,329				
d From 2016. 5,667,807				
e From 2017. 6,223,058				
f Total of lines 3a through e.	31,867,221			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 12,623,905				
a Applied to 2017, 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).	0			
d Applied to 2018 distributable amount.				4,318,181
e Remaining amount distributed out of corpus	8,305,724			
5 Excess distributions carryover applied to 2018 (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	40,172,945			
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 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	7,633,260			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	32,539,685			
10 Analysis of line 9				
a Excess from 2014. 6,067,767				
b Excess from 2015. 6,275,329				
c Excess from 2016. 5,667,807				
d Excess from 2017. 6,223,058				
e Excess from 2018. 8,305,724				

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 2018, enter the date of the ruling. ▶

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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))

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

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. 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 See Grant Statement See Grant Statement See Grant Statement, CA 94915		PC	See Grant Statement	6,189,400
Total ► 3a				
b Approved for future payment See Grant Statement See Grant Statement See Grant Statement, CA 94915	None	PC	See Grant Statement	880,000
Total ► 3b				

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 <u>Global Oneness Project</u>						36,776
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	2,688		
4 Dividends and interest from securities.			14	1,490,579		
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	900099	3,435	18	2,265,673		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a <u>Mission Related Int</u>			14	155,874		
b <u>Other Revenue</u>						14,050
c <u>Partnership Income</u>	900099	-115,966	14	-80,188		
d <u>Provision For Federal Tax</u>						26,712
e <u>Rental Income</u>			16	18,000		
12 Subtotal Add columns (b), (d), and (e).		-112,531		3,852,626		77,538
13 Total. Add line 12, columns (b), (d), and (e).						3,817,633

[illegible]

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

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.

*****	2019-11-12	*****
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☒ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	Michael Fontanello				P01471027
	Firm's name ▶ Fontanello Duffield & Otake LLP				Firm's EIN ▶ 37-1420474
Firm's address ▶ 44 Montgomery Street Suite 1305 San Francisco, CA 94104					Phone no (415) 983-0200

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
L Kleger PO Box 151020 San Rafael, CA 94915	Director 3 00	10,000		
T Sargent PO Box 151020 San Rafael, CA 94915				
S Manu PO Box 151020 San Rafael, CA 94915	Treasurer 3 00	0		
D Weeren PO Box 151020 San Rafael, CA 94915				
M Horn PO Box 151020 San Rafael, CA 94915	President 3 00	0		

TY 2018 Accounting Fees Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Audit, Bookkeeping & Tax Preparation	39,420	19,710	0	20,254

TY 2018 All Other Program Related Investments Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount
Thunder Valley CDC is a Lakota-run grassroots Community Development Corporation 501(c) 3 that is building a community as a catalyst to create systemic change on the Pine Ridge Reservation in South Dakota. Thunder Valleys Housing and Home Ownership program provides homeownership training for buyers to finance and purchase their own homes. The initiative involves the organization directing the building of homes, including use of the local labor force, as part of a community complex.	245,981

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

TY 2018 Depreciation Schedule

Name: Kalliopeia Foundation

EIN: 94-3270387

Software ID: 18007218

Software Version: 2018v3.1

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Buildings	2012-12-12	1,975,861	477,764	SL	39 0000	53,514			
Furniture & Equipment	2012-12-12	29,095	11,726	SL	7 0000	4,156			
Buildings 2018	2018-12-12	40,811		SL	39 0000	25,069			
Machinery & Equip 2018	2018-12-12	35,624		SL	3 0000	990			
Furniture 2018	2018-12-12	6,519		SL	7 0000	78			

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

TY 2018 Expenditure Responsibility Statement

Name: Kalliopeia Foundation

EIN: 94-3270387

Software ID: 18007218

Software Version: 2018v3.1

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
Kate R Weiner dba Loam Magazine	PO BOX 64 Boulder, CO 80304	2018-09-19	40,000	Grant for Reawakening Resilience Issue & Events	9,963	No	3/03/2019	2019-03-03	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made
Moana Dreams LLC	42 Wainaku Street 101 Hilo, HI 96720	2018-12-12	50,000	Grant for Haumea Collective		No	3/01/2019	2019-03-01	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made
Thomas Berry Foundation	29 Spoke Drive Woodbridge, CT 06525	2018-10-10	100,000	Grant for Outreach, Media and Website	23,250	No	4/01/2019	2019-04-01	To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made

TY 2018 Investments Corporate Bonds Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
See Investment Statement	5,864,930	5,864,930

TY 2018 Investments Corporate Stock Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
See Investment Statement	34,601,679	34,601,679

TY 2018 Investments Government Obligations Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1**US Government Securities - End
of Year Book Value:**

8,032,174

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

8,032,174

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

4,955,678

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

4,955,678

TY 2018 Investments - Other Schedule

Name: Kalliopeia Foundation

EIN: 94-3270387

Software ID: 18007218

Software Version: 2018v3.1

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Monarch Community Fund, LLC	FMV	1,653,381	1,653,381
Accrued Interest	FMV	150,799	150,799
Ecosystem Integrity Fund III, LP	FMV	469,564	469,564
Ecotrust Forests II, LLC	FMV	1,011,577	1,011,577
Ecotrust Forests III, LLC	FMV	67,064	67,064
Elevar Equity III, LP	FMV	678,004	678,004
Forterra Communities Fund	FMV	125,856	125,856
Iroquois Valley Farms REIT, LLC	FMV	500,174	500,174
Rose Affordable Housing Fund, LP	FMV	922,849	922,849
Wastewater Opportunity Fund	FMV	941,478	941,478
Calvert Ultra Short Duration, 137,670 sh	FMV	1,364,311	1,364,311
Walden Equity Fund, 21,914 sh	FMV	452,092	452,092
Walden Asset Management Fund, 16,171 sh	FMV	275,883	275,883
Calvert Equity Fund Class, 26,698 sh	FMV	1,293,299	1,293,299
Parnassus Mid Cap Fund Instl, 6,316 sh	FMV	182,533	182,533
Parnassus Core Equity Instl, 33,359 sh	FMV	1,302,660	1,302,660
Calvert Short Duration, 16,439 sh	FMV	258,755	258,755
Community Capital Trust, 13,986 sh	FMV	144,056	144,056
Vanguard Short Term Treasury, 355,086 sh	FMV	3,717,754	3,717,754

**TY 2018 Land, Etc.
Schedule****Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	35,613	22,961	12,652	12,652
Machinery and Equipment	207,328	160,972	46,356	46,356
Buildings	2,016,673	525,518	1,491,155	1,491,155
Land	1,041,604		1,041,604	1,041,604

TY 2018 Legal Fees Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	43,382	0	0	42,440

TY 2018 Other Assets Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Craft3	500,000	504,870	504,870
Net Intangible Assets	41,619	41,156	41,156
RSF Investment Fund	3,478,498	5,005,640	5,005,640
Socially Responsible Investment-Calvert	6,333,854	6,440,053	6,440,053

TY 2018 Other Expenses Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Admin Services	6,000			6,000
Admin Support Services	3,744			3,744
Amortization	231			
Board Support	50,648			50,663
Computer Expenses	28,847			28,847
Dues & Membership	8,489			5,518
Financial Services Fee	8,763	8,763		
Global Oneness Project Expenses	450,742			411,611
Insurance	36,221			32,418
Internet & Productivity Applications	25,029			25,029

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Licenses, Permits & Filings	298			318
Office Supplies	17,931			16,909
Postage & Delivery	4,335			4,272
Research Materials	710			710
Spiritual Ecology Program Expenses	447,703			437,053
Staff Training	3,070			3,070
Telephone/Internet	25,454			12,920

TY 2018 Other Income Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Global Oneness Project	36,776		
Mission Related Int	155,874	155,874	
Other Revenue	14,050		
Partnership Income	-196,154	-9,805	
Provision For Federal Tax	26,712		
Rental Income	18,000	18,000	

TY 2018 Other Liabilities Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1

Description	Beginning of Year - Book Value	End of Year - Book Value
Deferred Excise Tax Liability	283,748	172,322
Excise Tax Payable	104,586	2,300
Pension Plan Payable		143,357

TY 2018 Other Professional Fees Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Admin Consulting	6,000	0	0	6,000
Investment Advisory Fees	456,400	456,400	0	0
Other Consulting	8,700	0	0	3,826
Program Consultants	25,999	0	0	25,999
Tech & Web Consulting	60,096	0	0	60,096

TY 2018 Taxes Schedule**Name:** Kalliopeia Foundation**EIN:** 94-3270387**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes on Dividends	17,125	17,125		
Other State Taxes	2,465			2,218

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Go to <u>www.irs.gov/Form990</u> for the latest information	OMB No 1545-0047 2018
	Name of the organization Kalliopeia Foundation	Employer identification number 94-3270387

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 Kalliopeia Foundation	Employer identification number 94-3270387
--	---

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	B Sargent PO Box 151020 San Rafael, CA 94915	 \$ 10,500,000	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)
(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)
(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)

Employer identification number

94-3270387

Part II	Noncash Property
---------	------------------

(See instructions) Use duplicate copies of Part II if additional space is needed

Schedule B (Form 990, 990-EZ, or 990-PF) (2018)

Name of organization Kalliopeia Foundation	Employer identification number 94-3270387
--	---

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	
	_____	_____	_____
	_____	_____	_____
	(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	

Grant Statement
Form 990 PF Part XX Line 3b Statement of
Grants Approved in 2018

Amah Mutsun Land Trust 805 San Carlos Ave Albany CA 94706	N/A	PC	Project Support For general operating expenses for Amah Mutsun Land Trust for the two-year period April '18 - April '20 with one payment of \$65k April '18 and a second pledge payment of \$65k April '19 (unconditional pledge booked 4/18/18)	\$65,000.00
Deep Time Journey Network 249 Mt. Lucas Road Princeton NJ 08540	N/A	PC	General Support For the two-year period April '18 - April '20 with one payment of \$50k April '18 and a second pledge payment of \$50k April '19 (unconditional pledge booked 4/18/18)	\$50,000.00
Honor the Earth PO Box 63 Callaway MN 56521	N/A	PC	Project Support \$480k May '18-May '20 as follows: \$300k for re-granting to grass-roots native projects; \$130k for re-grant program admin. and \$50k for staffing capacity building with the 1st 50% paid May '18 and the 2nd 50% pledge payment May '19 (unconditional pledge booked 4/18/18)	\$240,000.00
Manidoo Ojibwaan	N/A	PC	Project Support For general operating expenses for Manidoo Ojibwaan for the 2-year period Sept '18 - Sept '20 with one payment of \$25k Sept '18 and a second pledge payment of \$25k in Sept '19 (unconditional pledge booked 9/19/18)	\$25,000.00
Na'ah Illahee Fund PO Box 17844 Seattle WA 98127	N/A	PC	General Support For the two-year period July 2018 - July 2020 with one payment of \$50,000 July 2018 and a second pledge payment of \$50,000 in July 2019 (unconditional pledge booked 7/11/18)	\$50,000.00
Nature Connection Mentoring Foundation dba S Shields Institute 849 Almar Avenue Suite C #468 Santa Cruz CA 95060-5848	N/A	PC	General Support \$70k for the two-year period May '18 - May '20 with one payment of \$35k May '18 and a second pledge payment of \$35k May '19 (unconditional pledge booked 5/15/18)	\$35,000.00
Seventh Generation Fund for Indigenous Peoples Inc. PO Box 4569 Arcata CA 95518	N/A	PC	General Support For the 2-year period Sept '18 - Sept '20 with one payment of \$37.5k Sept '18 and a second pledge payment of \$37.5k in Sept '19 (unconditional pledge booked 9/19/18)	\$37,500.00
Wilderness Arts and Literacy Collaborative 695 Paris Street San Francisco CA 94112	N/A	PC	General Support For the two-year period July 2018 - July 2020 with one payment of \$40,000 July 2018 and a second pledge payment of \$40,000 in July 2019 (unconditional pledge booked 7/11/18)	\$40,000.00

Grant Statement
Form 990-PF, Part XV, Line 3a
Schedule of Grants Paid in 2018

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Advocates for Indigenous California Language Survival PO Box 1668 Topanga CA 90290-1668	N/A	PC	General Support	\$60,000.00
Advocates for Indigenous California Language Survival PO Box 1668 Topanga CA 90290-1668	N/A	PC	Project Support For Emergence Magazine Collaboration	\$15,000.00
Alchemy Inc PO Box 4041 4387 Wedgewood Dr Copley OH 44321	N/A	PC	General Support	\$50,000.00
Amah Mutsun Land Trust 805 San Carlos Ave Albany CA 94706	N/A	PC	Project Support For Administrative and Operational Capacity Building	\$75,000.00
Arizona Community Foundation 2201 E Camelback Road Suite 405B Phoenix AZ 85016	N/A	PC	<u>Fiscal Sponsor for Colorado Plateau Foundation</u> Project Support for general operating expenses for Colorado Plateau Foundation	\$50,000.00
Artship Foundation 88 Perry Street # 734 San Francisco CA 94107	N/A	PC	General Support	\$40,000.00
Barry University School of Law 11300 NE 2nd Ave Miami FL 33161	N/A	PC	<u>Fiscal Sponsor for Center for Earth Jurisprudence</u> Project Support \$37,000 for Center for Earth Jurisprudence as follows: \$35,000 for general operating expenses and \$2,000 for Travel Expenses for SE Climate Conference and KF visit in Fall of 2018	\$37,000.00
Barry University School of Law 11300 NE 2nd Ave Miami FL 33161	N/A	PC	<u>Fiscal Sponsor for Center for Earth Jurisprudence</u> Project Support For Center for Earth Jurisprudence for Communication Strategy & Infrastructure Development	\$15,000.00
Buckminster Fuller Institute 2261 Market Street #469 San Francisco CA 94114	N/A	PC	<u>Fiscal Sponsor for Sustainability Leaders Network</u> Project Support \$35k for Sustainability Leaders Network as follows: \$25k for general operating expenses and \$10k for Website Upgrade	\$35,000.00
Canticle Farm 1968 36th Ave Oakland CA 94601	N/A	PC	General Support	\$50,000.00
Canticle Farm 1968 36th Ave Oakland CA 94601	N/A	PC	<u>Fiscal Sponsor for Joanna Macy Intensives</u> Project Support For general operating expenses for Joanna Macy Intensives	\$60,000.00
Canticle Farm 1968 36th Ave Oakland CA 94601	N/A	PC	Project Support For Community Gathering Space Renovation Project - Phase I	\$20,000.00
Canticle Farm 1968 36th Ave Oakland CA 94601	N/A	PC	Project Support For Community Gathering Space Renovation Project - Phase II	\$130,000.00
Capital Institute 73 Arch Street, Suite 300 Greenwich CT 06830	N/A	PC	General Support	\$100,000.00
Capital Institute 73 Arch Street, Suite 300 Greenwich CT 06830	N/A	PC	General Support	\$100,000.00
Center for Courage & Renewal 1402 Third Ave Suite 925 Seattle WA 98101	N/A	PC	General Support \$75,000 Project Support \$25,000 for Courage and Renewal Initiative for Young Leaders	\$100,000.00
Center for Education Imagination and the Natural World Inc PO Box 41108 Greensboro NC 27404	N/A	PC	General Support For the two-3 year period March 2018 - March 2020	\$80,000.00
Circle of Light of AIWP PO Box 3064 Thousand Oaks CA 91359	N/A	PC	General Support	\$15,000.00
Communications Network 1717 North Naper Blvd Suite 102 Naperville IL 60563	N/A	PC	Project Support For Conference Sponsorship	\$20,000.00
Community Partners 1000 North Alameda Street Suite 240 Los Angeles CA 90012	N/A	PC	<u>Fiscal Sponsor for Center for Council</u> Project Support for general operating expenses for Center for Council for the	\$100,000.00

Grant Statement
Form 990-PF, Part XV, Line 3a
Schedule of Grants Paid in 2018

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
			two-year period July 2018 - July 2020	
Confluence Philanthropy 475 Riverside Drive Suite 900 New York, NY 10115	N/A	PC	Project Support For 2018 Membership Dues	\$5,000.00
Confluence Philanthropy 475 Riverside Drive Suite 900 New York, NY 10115	N/A	PC	Project Support For Capacity Building	\$15,000.00
Council for a Parliament of the World's Religions 70 East Lake Street Suite 205 Chicago, IL 60601-5907	N/A	PC	Project Support For Scholarships for Indigenous Persons to Attend the 2018 Parliament of the World's Religions	\$50,000.00
Council on Foundations Membership Lockbox PO Box 75661 Baltimore, MD 21275-5661	N/A	PC	Project Support \$14,400 for 2018 Membership Dues (in addition to \$1,500 non-grant administrative fees paid separately)	\$14,400.00
Crystal Spring Center for Ecology Spirituality & Earth Education (Crystal Spring Center for Earth Learning) 76 Everett Skinner Road Plainville, MA 02762	N/A	PC	Project Support For the Religious Lands Conservation Project	\$20,000.00
Deep Time Journey Network 249 Mt. Lucas Road Princeton, NJ 08540	N/A	PC	General Support For the two-year period April '18 - April '20 with one payment of \$50k April '18 and a second pledge payment of \$50k April '19 contingent upon receipt of progress report	\$50,000.00
DreamWeather Foundation PO Box 2002 Sebastopol, CA 95472	N/A	PC	General Support	\$22,000.00
Earth Law Center 249 East 118th Street Suite 3B New York, NY 10035	N/A	PC	General Support	\$35,000.00
East Bay Meditation Center 285 17th Street Oakland, CA 94612	N/A	PC	General Support	\$20,000.00
Faith in Place 70 E. Lake Suite 920 Chicago, IL 60601	N/A	PC	Project Support For the Migration and Me program	\$60,000.00
Faithful Fools Street Ministry 234 Hyde Street San Francisco, CA 94102	N/A	PC	General Support For the two-year period May '18 - May '20	\$80,000.00
Faithful Fools Street Ministry 234 Hyde Street San Francisco, CA 94102	N/A	PC	General Support	\$60,000.00
First Nations Development Institute 2432 Main Street 2nd Floor Longmont, CO 80501-1101	N/A	PC	Project Support For the Native Language Immersion Initiative	\$100,000.00
First Nations Development Institute 2432 Main Street 2nd Floor Longmont, CO 80501-1101	N/A	PC	Project Support For the Native Youth and Culture Fund re-grants program	\$500,000.00
For the Wild Collective 39800 Wilderness Lodge Road Branscomb, CA 95417	N/A	PC	General Support \$50,000 Project Support \$55,000 as fiscal sponsor for Wildlands LLC's For the Wild Podcast	\$105,000.00
Foundation for New Monasticism PO Box 21295 Boulder, CO 80308	N/A	PC	General Support For the two-year period March 2018 - March 2020	\$80,000.00
Four Bridges Traveling Permaculture Institute PO Box 776 Ohkay Owingeh Pueblo, NM 87566	N/A	PC	Project Support For the 2018 Traditional Agriculture & Sustainable Living Conference	\$5,000.00
Friends of the Akwesasne Freedom School PO Box 290 Rooseveltown, NY 13683	N/A	509(a)(3) SOI	General Support	\$50,000.00
Illumine Service Foundation 152-08 85th Drive Jamaica, NY 11432	N/A	PC	Project Support For production of the film Gather	\$50,000.00
Gedakina Inc. PO Box 2363 Amherst, MA 01004	N/A	PC	General Support	\$50,000.00
Genesis Farm 41A Silver Lake Road Blairstown, NJ 07825	N/A	PC	General Support	\$40,000.00
Global Peace Initiative of Women Religious & Spiritual Leaders	N/A	PC	General Support	\$40,000.00

Grant Statement
Form 990-PF, Part XV, Line 3a
Schedule of Grants Paid in 2018

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
301 East 57th St 4th Floor New York NY 10022				
Honor the Earth PO Box 63 Callaway MN 56521	N/A	PC	Project Support \$480k May 18-May 20 as follows \$300k for re-granting to grassroots native projects \$130k for re-grant program admin \$50k for staffing capacity building with the 1st 50% paid May '18 and the 2nd 50% pledge payment May '19 contingent upon progress report	\$240,000.00
The Hopi Foundation PO Box 301 Kykotsmovi AZ 86039	N/A	PC	Project Support For Capacity Building Program	\$75,000.00
The Institute of Poetic Medicine PO Box 60189 Palo Alto CA 94306	N/A	PC	General Support \$90,000 Project Support \$15,000 for Fundraising Capacity Building	\$105,000.00
Kairos Earth 107 Hackleboro Road Canterbury NH 03224	N/A	PC	Project Support For Common Ground Initiative	\$35,000.00
Kate R Weiner dba Loam Magazine 2752 17th Street Boulder CO 80304	N/A	NC	Project Support Expenditure responsibility grant for Reawakening Resilience Issue & Events	\$40,000.00
La Plazita Institute 831 Isleta Boulevard SW Albuquerque NM 87105	N/A	PC	General Support	\$60,000.00
Lorian Association PO Box 1368 Issaquah WA 98027	N/A	PC	General Support	\$15,000.00
MICA Group Inc 5301 Springlake Way Baltimore MD 21212	N/A	PC	Project Support For Indigenous Leaders Travel Fund	\$25,000.00
MICA Group Inc 5301 Springlake Way Baltimore MD 21212	N/A	PC	<u>Fiscal sponsor for Moon Lodge Society</u> Project Support For general operating expenses for Moon Lodge Society	\$28,000.00
MICA Group Inc 5301 Springlake Way Baltimore MD 21212	N/A	PC	<u>Fiscal Sponsor for Moon Lodge Society</u> Project Support For Moon Lodge Society for the Strategic Visioning Planning and Capacity Building Retreat	\$20,000.00
Moana Dreams LLC 42 Wainaku Street #101 Hilo HI 96720	N/A	NC	Project Support Expenditure responsibility grant for Haumea Collective	\$50,000.00
Mosaic Multicultural Foundation PO Box 847 Vashon WA 98070	N/A	PC	General Support	\$75,000.00
Na'ah Illahee Fund PO Box 17844 Seattle WA 98127	N/A	PC	General Support For the two-year period July 2018 - July 2020 with one payment of \$50,000 July 2018 and a second pledge payment of \$50,000 in July 2019	\$50,000.00
Nature Connection Mentoring Foundation dba 8 Shields Institute 849 Almar Avenue Suite C #468 Santa Cruz CA 95060-5848	N/A	PC	General Support \$70k for the two-year period May '18 - May '20 with one payment of \$35k May '18 and a second pledge payment of \$35k May '19	\$35,000.00
New Mexico Acequia Association 805 Early Street #B203 Santa Fe NM 87505	N/A	PC	<u>Fiscal Sponsor for New Mexico Youth Seed Initiative</u> Project Support For general operating expenses for New Mexico Youth Seed Initiative	\$35,000.00
The On Being Project 1619 Hennepin Ave S Minneapolis MN 55403	N/A	PC	General Support	\$100,000.00
Orion Society dba Orion Magazine 187 Main Street Great Barrington MA 01230	N/A	PC	Project Support For Capacity-Building for Fundraising and Engagement	\$50,000.00
Passionist Earth & Spirit Center 1924 Newburg Road Louisville KY 40205	N/A	PC	Project Support For Earth Literacy Program	\$35,000.00
Piegan Institute PO Box 890 Browning MT 59417	N/A	PC	General Support \$50,000 Project Support \$15,000 for Educational Kits	\$65,000.00
Planting Justice 3463 San Pablo Ave Oakland CA 94608	N/A	PC	<u>Fiscal Sponsor for Lead to Life A People's Alchemy for Regeneration</u> Project Support For general operating expenses for Lead to Life A People's Alchemy for Regeneration	\$65,000.00
Potlatch Fund	N/A	PC	Project Support For Re-granting to Native	\$110,000.00

Grant Statement
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Schedule of Grants Paid in 2018

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
801 Second Ave Suite 304 Seattle WA 98104			Youth Community-Building Native Arts and Language Preservation	
Presencing Institute Inc 1770 Massachusetts Ave #221 Cambridge MA 02140	N/A	PC	General Support	\$100,000.00
Prison Dharma Network dba Prison Mindfulness Institute PO Box 206 South Deerfield MA 01373	N/A	PC	General Support for the two-year period April '18 - April '20	\$120,000.00
Propel Nonprofits 1 Main Street SE Suite 600 Minneapolis MN 55414	N/A	PC	<u>Fiscal Sponsor for Manidoo Ojigitaagan</u> Project Support For general operating expenses for Manidoo Ojigitaagan for the 2-year period Sept '18 - Sept '20 with one payment of \$25k Sept '18 and a second pledge payment of \$25k in Sept '19 contingent upon receipt of progress report	\$25,000.00
The Red Shoes 2303 Government Street Baton Rouge LA 70806	N/A	PC	General Support	\$50,000.00
Rocky Mountain Seed Alliance PO Box 4736 Ketchum ID 83340	N/A	PC	General Support \$35,000 Project Support \$10,000 for Indigenous Participation in RMSA events	\$45,000.00
Rudolf Steiner Foundation Inc dba RSF Social Finance 1002 O'Reilly Ave San Francisco CA 94129	N/A	PC	Project Support \$143k for the KF Donor-Advised Fund to be recommended for St Ethelburga's Centre for Reconciliation & Peace as follows \$103k for the Spiritual Ecology Leadership Programme and \$40k for Capacity Building	\$143,000.00
Rudolf Steiner Foundation Inc dba RSF Social Finance 1002 O'Reilly Ave San Francisco CA 94129	N/A	PC	Project Support For the KF Donor-Advised Fund	\$5,000.00
Salish School of Spokane PO Box 10271 Spokane WA 99209	N/A	PC	Project Support \$50k for the Spokane Native Youth Empowerment Center and \$30k for one-time Capacity Support	\$80,000.00
Satyana Institute 18113 80th NE Granite Falls WA 98252	N/A	PC	Project Support \$100k for Gender Equity Reconciliation International and \$25k for Capacity Building for Fundraising	\$125,000.00
Sempervirens Fund 419 South San Antonio Rd Ste 211 Los Altos CA 94022-3640	N/A	PC	<u>Fiscal Sponsor for Amah Mutsun Land Trust</u> Project Support For general operating expenses for Amah Mutsun Land Trust for the two-year period April '18 - April '20 with one payment of \$65k April '18 and a second pledge payment of \$65k April '19	\$65,000.00
Seventh Generation Fund for Indigenous Peoples Inc PO Box 4569 Arcata CA 95518	N/A	PC	<u>Fiscal Sponsor for Pollen Circles</u> Project Support For Pollen Circles' Preserve the Tradition Project	\$44,000.00
Seventh Generation Fund for Indigenous Peoples Inc PO Box 4569 Arcata CA 95518	N/A	PC	General Support For the 2-year period Sept 18 - Sept '20 with one payment of \$375k Sept '18 and a second pledge payment of \$375k in Sept '19 contingent upon verbal progress update	\$375,000.00
ShadeTree Multicultural Foundation PO Box 72205 Los Angeles CA 90002	N/A	PC	General Support \$50,000 Project Support \$5,000 for Financial and Tax Planning	\$55,000.00
Shalem Institute dba Shalem Center 881 High Street #206 Worthington OH 43085	N/A	PC	General Support	\$60,000.00
The Sophia Institute 341 East Bay Street Charleston SC 29401	N/A	PC	General Support \$70,000 Project Support \$20,000 for Fundraising Capacity Building	\$90,000.00
The Storydancer Project PO Box 31099 Santa Fe NM 87594-1099	N/A	PC	General Support	\$35,000.00
Sufi Order International dba The Inayat Order 112 E Cary Street Richmond VA 23219	N/A	PC	Project Support For Executive Assistant and Administrative Assistant Support Staff	\$96,000.00
Thomas Berry Foundation 29 Spoke Drive Woodbridge CT 06525	N/A	POF	Project Support Expenditure responsibility grant for Outreach Media and Website Revisions for Yale Forum on Religion & Ecology and Journey of the Universe	\$100,000.00
Dovetail Learning	N/A	PC	General Support	\$120,000.00

Grant Statement
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Schedule of Grants Paid in 2018

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
825 Gravenstein Hwy North Suite 2 Sebastopol CA 95472				
The Unseen Hand Medicine from Antiquity 28 Nilsen Lane Whitfield ME 04353	N/A	PC	General Support	\$65,000.00
Urban Adamah 1151 Sixth Street Berkeley CA 94710	N/A	PC	General Support	\$30,000.00
Veteran's PATH PO Box 1408 San Rafael CA 94915	N/A	PC	General Support	\$75,000.00
Wake Forest University PO Box 7227 Winston-Salem NC 27109	N/A	PC	Project Support \$95k for Wake Forest University School of Divinity's Food Health & Ecological Well-being (FHEW) Program as follows: \$45k for general operating expenses and \$50k for FHEW ED Partial Leave Travel Research and Writing	\$95,000.00
The On Being Project 1619 Hennepin Ave S Minneapolis MN 55403	N/A	PC	Project Support \$50,000 for Omid Safi Podcast Pilot (granted in 2017 and project was cancelled in 2018 - funds returned in full)	(50,000.00)
The WILD Foundation 717 Poplar Avenue Boulder CO 80304	N/A	PC	Fiscal Sponsor for Global Center for Indigenous Leadership & Lifeways Project Support For general operating expenses for Global Center for Indigenous Leadership & Lifeways	\$45,000.00
Wilderness Arts and Literacy Collaborative 695 Paris Street San Francisco CA 94112	N/A	PC	General Support For the two-year period July 2018 - July 2020 with one payment of \$40,000 July 2018 and a second pledge payment of \$40,000 in July 2019	\$40,000.00
Wilderness Torah 2095 Rose Street, Suite 202 Berkeley CA 94709	N/A	PC	General Support	\$25,000.00
Wilderness Torah 2095 Rose Street, Suite 202 Berkeley CA 94709	N/A	PC	General Support \$80k for the 2-year period Dec '17 - Dec '19 with one payment of \$40k Dec '17 and a second pledge payment of \$40k in Dec '18 (unconditional)	\$40,000.00
Women's Earth and Climate Caucus 20 Sunnyside Ave #A-438 Mill Valley CA 94941	N/A	PC	General Support	\$75,000.00
Youth Passageways PO Box 3324 Kansas City KS 66103	N/A	PC	General Support For the two-year period March 2018 - March 2020	\$50,000.00
Alec Looz PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For Untitled Feature Documentary with one payment of \$5,000 September 2017 and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Alisha Anderson PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For Wend with one payment of \$5,000 September 2017 and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Augusta Thomson PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For Crossings with one payment of \$5,000 September 2017 and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Colin Fraser Jones PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For Black Belt (formerly We Can't Breathe) with one payment of \$5,000 now and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Emily Grace Arasim Darby PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For Protecting New Mexico Ancestral Seeds & Their Stories with one payment of \$5,000 September 2017 and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Jessica Fujan PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For Environmental Residency Program with one payment of \$5,000 September 2017 and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Kate Weiner PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For Hope Embodied with one payment of \$5,000 September 2017 and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Lucia Oliva Hennelly PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For [re]CONSTITUTE formerly Narrative Ecosystem Design with one payment of \$5,000 September 2017 and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Salwa Shameem PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For Untitled Three-Part Short Documentary Series with one payment of \$5,000 September 2017 and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Ryan Camero PO Box 151020 San Rafael CA 94915	N/A	I	Project Support For With and Within Water with one payment of \$5,000 September 2017 and a second pledge payment of \$5,000 paid in January 2018 (unconditional pledge booked 9/22/17)	5,000.00
Grand Total (102 items)				\$6,189,400.00

Investment Statement**Investments - U.S. and State Government Obligations
Form 990-PF, Part II, Line 10a**

U.S. and State Government Obligations	Shares	Fair Market Value
Birmingham ALA Arpt Auth Arpt Rev Ref 5 000% 07/01/2019	100.000	100.254
Capistrano Calif Uni Sch Dist 2 650% 12/01/2022	100.000	98.597
District Columbia Rev Rev BDS 4 232% 06/01/2027	250.000	255.925
Fairfax Cnty Va Economic 3 700% 09/01/2025	50.000	50.681
Federal Home Ln Bks Bond 5 375% 08/15/2024	25.000	28.295
Federal Home Loan Banks 03/14/2025	250.000	243.003
Federal Home Loan Banks Bond 03/13/2026	100.000	95.903
Federal Home Loan Bk Bonds 1 87% 11/29/2021	250.000	245.488
Federal Home Loan Bk Bonds 3 250% 3/08/2024	250.000	255.608
Federal Home Loan Bk Bonds 3 750% 3/27/2019	250.000	250.770
Federal Home Loan Bk Bonds 5 25% 08/15/2022	350.000	381.189
Federal Home Loan Bk Bonds 5 250% 12/11/2020	300.000	315.033
Fedl Home Ln Ln Mtg Crp Ser 4853 CL P 05/15/2045	175.000	128.236
Fedl Home Ln Mtg Crp Pool #A65694 6 000% 09/01/2037	93.000	3.729
Fedl Home Ln Mtg Crp Pool #G12310 5 500% 08/01/2021	127.000	1.347
Fedl Home Ln Mtg Crp Pool #G12379 4 500% 06/01/2021	200.000	2.044
Fedl Home Ln Mtg Crp Pool #I04311 6 00000% 02/01/2022	46.000	2.035
Fedl Home Ln Mtg Crp Pool C91417 3 5% 01/01/2032	125.000	37.898
Fedl Home Ln Mtg Crp Pool#A41965 5 000% 01/01/2036	500.879	10.667
Fedl Home Ln Mtg Crp Pool#G08122 5 500% 04/01/2036	310.753	8.571
Fedl Natl Mtg Assn Pool #745418 5 5% 04/01/2036	320.300	10.193
Fedl Natl Mtg Assn Pool #808156 4 500% 02/01/2035	61.000	830
Fedl Natl Mtg Assn Pool #885956 6 500% 07/01/2036	190.000	4.861
Fedl Natl Mtg Assn Pool #891596 5 500% 06/01/2036	45.000	590
Fedl Natl Mtg Assn Pool #911745 5 000% 12/01/2021	153.000	3.302
Fedl Natl Mtg Assn Pool #946594 6 000% 09/01/2037	173.000	5.555
Fedl Natl Mtg Assn Pool #995262 5 500% 01/01/2024	84.000	2.212
Fedl Natl Mtg Assn Pool #AB6251 2 0% 09/01/2022	90.000	14.881
Fedl Natl Mtg Assn Pool#880109 6 000% 04/01/2036	447.001	8.449
Fedl Natl Mtg Assn Ser 2011-053 4 0% 06/25/2041	153.000	17.038
Fedl Natl Mtg Assn Ser 2012-072 3 0% 01/25/2038	85.000	14.858
Fedl Natl Mtg Assn Ser 3835 4 0% 08/15/2038	100.000	13.757
Florida Hurricane Catastrophe FD 2 995% 07/01/2020	150.000	150.197
Florida St Dept Environmental Protn 5 300% 07/01/2020	10.000	10.134
Florida St Dept Environmental Protn 6 026% 07/01/2021	65.000	66.037
Florida St Dept Environmental Protn5 756% 07/01/2020	80.000	81.170
GNMA II Pool #783393 6 5% 02/20/2041	300.000	50.506
GNMA Ser 2010-113 2 5% 02/16/2040	300.000	45.183
Hanover PA Area Sch 3 29% 02/01/2023	50.000	49.987
Henderson Nev Go Taxable Ref Bds Ser 1 887% 06/01/2019	95.000	95.026
Indiana Bd Bk Rev Taxable 1 887% 02/01/2020	125.000	123.704
Long Beach Calif Cmnty College Dist 3 042% 08/01/2021	120.000	120.696
Long Island Pwr Auth N Y Elec Sys Rev 3 983% 09/01/2025	50.000	51.557
Los Angeles Cnty Calif Pub 3 737% 12/01/2024	250.000	256.290
Maryland St Cmnty Dev Admin Dept 2 713% 03/01/2025	100.000	96.039
Montgomery Cnty VA Economic Dev 3 550% 06/01/2022	195.000	199.637
New Orleans LA GO LTD Tax Ref Bds Ser 3 412% 09/01/2020	50.000	50.366
New Orleans LA GO LTD Tax Ref Bds Ser 4 442% 09/01/2026	250.000	256.598
New York N Y City Transitional Fin 2 350% 05/01/2021	150.000	148.805
New York N Y City Transitional Fin 3 500% 08/01/2027	250.000	248.398

Investment Statement**Investments - U.S. and State Government Obligations**
Form 990-PF, Part II, Line 10a

U.S. and State Government Obligations	Shares	Fair Market Value
New York St Dorm Auth St Pers Income 03/15/2024	100.000	100.769
New York St Environmental Facs 1 889% 07/15/2022	100.000	97.167
Ohio St Go Bds Conv Prjs 4 821% 03/01/2022	50.000	52.803
Oregon St GO Dept Energy 4 000% 04/01/2019	75.000	75.255
Port Corpus Christi Auth Tex Nueces Cnty 3 737% 12/01/2026	250.000	257.583
Rialto Calif Redev Agy Successor Agy 04 000% 9/01/2022	200.000	205.774
Santa Clara VY Calif Wtr Dist 2 387% 06/01/2021	95.000	94.154
St Paul Minn Hsg & Redev Auth Health 3 969% 07/01/2025	250.000	258.403
Triborough Brdg & Tunl Auth 3 884% 11/15/2022	120.000	122.470
United States Treas BDS 1 0000% 11/30/2019	130.000	128.085
United States Treas BDS 6 000% 02/15/2026	30.000	36.600
United States Treas BDS 6 250% 08/15/2023	295.000	342.660
United States Treas BDS 6 750% 08/15/2026	70.000	89.986
United States Treas BDS 7 125% 02/15/2023	175.000	206.329
United States Treas BDS 7 250% 08/15/2022	250.000	290.783
United States Treas BDS 7 5% 11/15/2024	145.000	183.754
United States Treas BDS 8 000% 11/15/2021	260.000	299.315
United States Treas NTS 0 1250% 07/15/2019	500.000	495.245
United States Treas NTS 0 1250% 07/15/2024	500.000	510.611
United States Treas NTS 1 000% 06/30/2019	74.438	74.438
United States Treas NTS 1 375% 05/31/2020	145.000	182.016
United States Treas NTS 1 625% 05/15/2026	120.000	112.060
United States Treas NTS 1 750% 05/15/2023	140.000	135.657
United States Treas NTS 1 750% 10/31/2020	125.000	123.291
United States Treas NTS 2 00% 05/31/2021	150.000	148.337
United States Treas NTS 2 00% 07/31/2021	250.000	245.880
United States Treas NTS 2 00% 11/15/2021	95.000	93.772
United States Treas NTS 2 125% 11/30/2023	185.000	181.661
United States Treas NTS 2 250% 04/30/2021	125.000	124.414
United States Treas NTS 2 250% 08/15/2027	135.000	132.173
United States Treas NTS 2 250% 08/15/2027	150.000	145.166
United States Treas NTS 2 250% 11/15/2025	90.000	88.014
United States Treas NTS 2 250% 11/15/2027	110.000	106.258
United States Treas NTS 2 50% 05/15/2024	180.000	179.669
United States Treas NTS 2 50% 08/15/2023	160.000	159.950
United States Treas NTS 2 625% 06/03/2023	200.000	201.040
United States Treas NTS 2 75% 05/31/2023	500.000	505.450
United States Treas NTS 2 875% 05/15/2028	135.000	137.072
United States Treas NTS 3 625% 08/15/2019	45.000	45.285
United States Treas NTS 2 625% 08/15/2020	125.000	125.176
Univ Pittsburgh Of The Comwlth 3 296% 09/15/2026	210.000	210.712
Univeristy Calif Revs 3 063% 07/01/2025	100.000	98.693
Vernon Calif Elec Sys Rev 08/01/2023	250.000	259.200
Virginia Port Auth Comwlth 2 446% 07/01/2019	50.000	49.912
Virginia St Res Auth Infrastructure Rev 3 200% 11/01/2025	100.000	99.805
Western Carolina Univ N C Rev 3 370% 10/01/2025	150.000	151.365
Wisconsin St Ser 4 600% 05/01/2026	300.000	311.520
Total U.S. and State Government Obligations	\$	12,987,852

Investment Statement
Investments - Corporate Stock
Form 990-PF, Part II, Line 10b

Corporate Stock	Shares	Fair Market Value
3M Co	2.100	400.134
Accenture PLC Cls A	3.100	437.131
Adobe Sys Inc	360	81.446
Air Products & Chem	2.300	368.115
Akamai Technologies Inc Com	1.500	91.620
Alphabet Inc Cap Stk Cl A	130	135.845
Alphabet Inc Cap Stk Cl A	300	313.488
Alphabet Inc Cap Stk Cl C	300	310.683
Amazon com Inc	80	120.158
Amdocs Ltd Ord	1.650	96.657
American Campus Cmnty's Inc	1.450	60.016
American Express Co	2.400	228.768
American Finl Grp Inc Holding	850	76.951
American Water Works Co New Com	950	86.232
Analog Devices Inc Com	510	43.773
Ansys Inc	525	75.044
Apple Inc	735	115.939
Apple Inc	3.500	552.090
Applied Industrial Tech	1.600	86.304
Aptargroup Inc	1.300	122.291
AptarGroup Inc	2.300	216.361
Aspen Technology Inc Com	1.300	106.834
AT&T Inc Com USD1	875	24.973
Atmos Energy Corp	1.025	95.038
Automatic Data Processing	2.200	288.464
Autozone Inc Nev	150	125.751
Avery Dennison Corp	875	78.601
Bank Hawaii Corp	1.050	70.686
BCI Sustainable Climate Fund	155.931	4.475.151
Becton Dickinson Co	2.000	450.640
Big Lots Inc Com	1.625	46.995
Bloom Energy Corp	1.450	14.471
Borgwarner Inc	175	59.927
Boston Scientific Corp	3.280	115.915
Brinker Intl Inc	1.400	61.572
Broadcom Inc Com	190	48.313
Brown & Brown Inc Com	3.325	91.637
C H Robinson Worldwide Inc Com	950	79.886
Camden PPTY	1.125	99.056
Cheesecake Factory Inc	1.900	82.669
Chemed Corp Nev	325	92.066
Choice Hotel Int'l	1.300	93.054
Chubb Limited Com NPV	65	80.738
Church & Dwight Inc	2.050	134.808
Church & Dwight Inc	3.000	197.280
Cincinnati Finl Corp	950	73.549
Cintas Corp	635	106.674
Cisco Sys	6.000	259.980
Citizens Finl Group Inc	2.220	66.001
Clorox Co	1.200	184.968

Investment Statement
Investments - Corporate Stock
Form 990-PF, Part II, Line 10b

Corporate Stock	Shares	Fair Market Value
CME Group	465	87.476
Cognex Corp	1.025	39.637
Cohen & Steers Inc	1.350	46.332
Coherent Inc	375	39.641
Colgate-Palmolive Co	2.800	166.656
Comcast Corp New CL A	9.000	306.450
Commerce Bancshares Inc	1.533	86.415
Cooper Cos Inc Com	425	108.163
Coresite Realty Corp Com	1.050	91.592
Costco Wholesale Corp	675	137.504
Costco Wholesale Corp	1.800	366.678
Cubesmart Com	2.250	64.553
CVB Finl Corp Com	2.500	50.575
CVS Health Corp Com	1.010	66.175
Danaher Corp	835	86.105
Danaher Corp Com	2.400	247.488
Deere & Company	700	104.419
Dentsply Sirona Inc Com	1.475	54.885
Discover Financial Services	2.200	129.756
Discover Finl Svcs	1.195	70.481
Disney Walt Co	380	41.667
Dollar Gen Corp New Com	1.600	172.928
Donaldson Inc	3.000	130.170
Donaldson Inc	3.700	160.543
Dorman Prods Inc Com	1.200	108.024
Dunkin Brands Goup	950	60.914
East West Bancorp Inc	1.250	54.413
Eaton Vance Corp	2.175	76.517
Emerson Electric Co	4.500	268.875
Expeditors Intl Wash Inc Com	1.975	134.478
F5 Networks Inc	925	149.878
Facebook Inc Com	515	67.511
Factset Research Sys Inc	500	110.072
Flowers Foods Inc Com	4.375	80.806
Franklin Elec Inc	1.975	84.688
Generation IM Global Equity Shares	10.631	4.491.791
HD Supply Holdings Inc Com	1.840	69.037
Henry Jack & Assoc Inc	725	91.727
Henry Schien Corp	850	66.742
Henry Schien Corp	2.200	172.744
Hershey Co	1.300	139.334
Hexel Corp Com	900	51.606
Highwoods PPTY	1.375	53.199
Home Depot Inc Com	500	85.910
Hubbell Inc	1.350	134.109
Hubbell Inc Com	2.300	228.482
Ilex Corp	650	82.069
Illinois Tool Works	620	78.548
Illinois Tool Works	2.000	253.380
Interpublic Group Cos Inc Del	4.825	99.540

Investment Statement
Investments - Corporate Stock
Form 990-PF, Part II, Line 10b

Corporate Stock	Shares	Fair Market Value
Int'l Flavors & Fragrances Inc	725	97.346
Intuit Com	305	60.039
IPG Photonics Corp Com	650	73.639
Johnson & Johnson	2.900	374.245
Jones Lang Lasalle Inc	775	98.115
JP Morgan Chase & Co	1.195	116.656
JPMorgan Chase & Co	4.300	419.766
Juniper Networks Inc Com	3.700	99.567
Lamar Advertising Co New CL A	1.275	88.205
Lancaster Colony Corp Com	450	79.587
Lincoln Electric Holdings	1.000	78.850
Lincoln Electric Holdings	1.775	139.959
Linde PLC	1.000	156.040
Manhattan Assoc's	1.600	67.792
Marsh & McLennan	1.900	151.525
Masimo Corp Com	1.225	131.528
Medtronic PLC	1.900	172.824
Merck & Co Inc New Com	3.100	236.871
Mettler-Toledo Intl	300	169.674
Mettler-Toledo Int'l	175	98.977
Microsoft Corp	960	97.507
Microsoft Corp	6.400	650.048
Middleby Corp	575	59.070
Netgear Inc	1.450	75.444
New Jersey Res Corp	1.800	82.206
Nike Inc Class B	5.200	385.528
Nordson Corp	975	116.366
Northern TR Corp	3.700	309.283
Omnicom Group	4.500	329.580
One Gas Inc Com	1.650	131.340
Oracle Corporation	6.300	284.445
PayPal Hldgs Inc Com	2.845	78.204
Pepsico Inc	1.050	116.004
Pepsico Inc	3.500	386.680
Perkinelmer Inc	1.375	108.006
PNC Finl Svcs Group	2.600	303.966
Polaris Inds Inc	800	61.344
PPG Industries	2.500	255.575
Prologis Inc Com	850	49.912
Resmed Inc	1.075	122.410
Ross Stores Inc	4.600	382.720
Royal Caribbean Cruises	780	76.276
RPM Intl Inc Formerly RPM Inc	2.400	141.072
Ryman Hospitality Ppty's Inc Com	1.150	76.694
Salesforce Com Inc	630	86.291
SEI Investment Co	1.925	88.935
Sensata Technologies Hldgs Nv Com	1.725	77.349
Signature Bk New York	975	100.240
Silgan Holdings Inc	2.300	54.326
Simon PPTY GRP Inc	260	43.677

Investment Statement
Investments - Corporate Stock
Form 990-PF, Part II, Line 10b

Corporate Stock	Shares	Fair Market Value
Starbucks Corp	2.500	161.000
State Street Corp	2.500	157.675
Steris Plc	925	98.836
Stryker Corp	2.500	391.875
Suntrust Banks	2.500	126.100
SVB Finl Group	425	80.716
Tech Data Corp Com	875	71.584
Teleflex Inc	325	84.006
Teradata Corp Del	2.000	76.720
Texas Cap Bancshares Inc	625	31.931
Texas Cap Bancshares Inc	775	39.595
Texas Roadhouse Inc	1.300	77.610
Thermo Fisher Scientific Inc	415	92.873
Tiffany & Co New Com	625	54.344
TJX Companies Inc	1.690	75.611
Tootsie Roll Inds	1.440	48.096
UMB Financial Corp	1.300	79.261
Unifirst Corp	800	114.456
Union Pacific Corp	650	89.850
Union Pacific Corp	1.000	138.230
United Parcel SVC INC	2.200	214.566
Unitedhealth Group	525	130.788
UnitedHealth Group	1.500	373.680
US Bancorp Del Com New	6.500	297.050
Valmont Inds Inc	575	63.796
Varian Med Sys Inc Com	725	82.150
Visa Inc Com CL A	680	89.719
Visa Inc Com Class A	3.600	474.984
Wabtec Corp Com	850	59.713
Waters Corp	775	146.204
Waters Corp	1.700	320.705
Wex Inc Com	650	91.039
Williams Sonoma Inc Com	1.525	76.936
WR Berkley Corp	1.075	79.453
Xylem Inc	1.400	93.408
Total Corporate Stock	\$	34,601,679

Investment Statement**Corporate Bonds****Form 990-PF, Part II, Line 10c**

Corporate Bonds	Shares	Fair Market Value
American Express Co SR NT 2 65% 12/02/2022	287.000	277.644
Anheuser Busch Inbev Fin Inc Note 1 900% 04/13/2028	100.000	86.088
Apple Inc 2 450% 08/04/2026	80.000	73.938
Apple Inc 2 85% 02/23/2023	250.000	246.935
Apple Inc Note 2 850% 02/23/2023	100.000	98.774
AT&T Inc 3 400% 05/15/2025	100.000	94.165
Avalonbay Communities 3 625% 10/01/2020	70.000	70.402
Bank Amer Corp 3 366% 01/23/2026	85.000	81.268
Bank America Corp 4 00% 04/04/2024	135.000	135.748
Boston Ppty's Ltd 4 500% 12/01/2028	75.000	76.684
Campbell Soup Co 4 5% 02/15/2019	100.000	100.149
Celgene Corp Note 3 900% 02/20/2028	55.000	51.589
Cintas Corp No 2 2 900% 04/01/2022	70.000	68.856
Citigroup Inc Note 2 750 04/25/2022	90.000	87.423
Comcast Corp New 3 600% 03/01/2024	135.000	135.324
CSX Corp Note Call 3 700% 11/01/2023	75.000	76.118
CVS Health Corp 4 100% 03/25/2025	75.000	74.252
CVS Health Corp Note 3 875% 07/20/2025	80.000	77.960
Deere John Cap Corp MTNS BE 3 900% 07/12/2021	100.000	101.902
Disney Walt Co 1 850% 07/30/2026	140.000	124.244
Express Scripts Hldg Co 3 050% 11/30/2022	90.000	87.102
Ford Mtr Co Del 4 346% 12/08/2026	110.000	97.989
Georgia Pwr Co 3 250% 04/01/2026	75.000	70.090
Gilead Sciences Inc 3 65% 03/01/2026	95.000	93.119
Goldman Sachs Group Inc 2 550% 10/23/2019	95.000	94.400
Home Depot Inc Note 2 625% 06/01/2022	110.000	108.846
International Bank For Rec 3 125% 11/20/2025	135.000	138.980
International Finance Corp Mtn 1 750% 03/30/2020	190.000	187.923
International Finance Corp Mtn 2 250% 01/25/2021	155.000	153.983
JP Morgan Chase & Co 3 05% 08/14/2021	250.000	249.363
JP Morgan Chase & Co 4 250% 10/15/2020	135.000	137.433
JPMorgan Chase & Co 3 900% 07/15/2025	140.000	138.730
Kaiser Fndtn Hosp 3 15% 05/01/2027	100.000	96.140
Kreditanstalt Fur Wiederaufbau Note 11/30/2020	100.000	98.552
Lowe's Cos Inc 2 500 04/15/2026	155.000	137.775
Medtronic Inc 2 50% 03/15/2020	130.000	129.334
Merck & Co Inc 2 750% 02/10/2025	105.000	101.576
Mid American Energy Co 3 10% 05/01/2027	95.000	92.463
Morgan Stanley MTN 2 625% 11/17/2021	75.000	73.202
Novartis Capital Corp 3 000% 11/20/2025	120.000	116.243
Oracle Corp Note 2 500% 10/15/2022	80.000	77.861
Public Svc Elec Gas Co 3 050% 11/15/2024	150.000	146.598
Qualcomm Inc 3 450% 05/20/2025	100.000	96.213
Schlumberger Inv't SA Note 3 650% 12/01/2023	100.000	100.476
Simon Property Group LP 3 375% 12/01/2027	80.000	76.558
Southern Pwr Co 1 950% 12/15/2019	155.000	152.661
Starbucks Corp 2 450% 06/15/2026	50.000	44.984
State Str Corp 3 700% 11/20/2023	125.000	126.263
Toronto Dominion Bank Mtn 1 850% 09/11/2020	90.000	88.354

Investment Statement**Corporate Bonds****Form 990-PF, Part II, Line 10c**

Corporate Bonds	Shares	Fair Market Value
Toronto Dominion Bank MTN 2 125% 04/07/2021	150.000	146.781
United Health Group Inc 4 700% 02/15/2021	40.000	41.171
UnitedHealth Group Inc Note 2 700% 07/15/2020	145.000	144.482
Verizon Communications Inc 5 150% 09/15/2023	75.000	79.827
Total Corporate Bonds	\$	5,864,930