

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation THE SHARED EARTH FOUNDATION		A Employer identification number 52-2151843	
Number and street (or P.O. box number if mail is not delivered to street address) 113 HOFFMAN LANE		B Telephone number (see instructions) (410) 778-6868	
City or town, state or province, country, and ZIP or foreign postal code CHESTERTOWN, MD 21620		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 13,383,429		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	250,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	73,823	73,823		
	4 Dividends and interest from securities . . .	216,314	216,314		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	972,628			
	b Gross sales price for all assets on line 6a 3,722,694				
	7 Capital gain net income (from Part IV, line 2) . . .		972,628		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	☛ 1,948	1,948		
	12 Total. Add lines 1 through 11	1,514,713	1,264,713		
	13 Compensation of officers, directors, trustees, etc.	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	☛ 116,456	116,456		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	☛ 1,799	1,799		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	☛ 26,611	26,611		0
	24 Total operating and administrative expenses. Add lines 13 through 23	144,866	144,866		0
	25 Contributions, gifts, grants paid	3,497,975			3,497,975
	26 Total expenses and disbursements. Add lines 24 and 25	3,642,841	144,866		3,497,975
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-2,128,128			
	b Net investment income (if negative, enter -0-)		1,119,847		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,333,793	854,020	854,020
	2 Savings and temporary cash investments			
	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			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	9,702,951	8,064,923	11,770,558
	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)	269,178	258,851	258,851
	14 Land, buildings, and equipment: basis ▶ <u>29,037</u> Less: accumulated depreciation (attach schedule) ▶ <u>29,037</u>			
15 Other assets (describe ▶ _____)	500,000	500,000	500,000	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	11,805,922	9,677,794	13,383,429	
Liabilities	17 Accounts payable and accrued expenses			
	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)	0	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	0	0	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	28 Retained earnings, accumulated income, endowment, or other funds	11,805,922	9,677,794	
	29 Total net assets or fund balances (see instructions)	11,805,922	9,677,794	
30 Total liabilities and net assets/fund balances (see instructions) .	11,805,922	9,677,794		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	11,805,922
2 Enter amount from Part I, line 27a	2	-2,128,128
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	9,677,794
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	9,677,794

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.)
1a See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	972,628
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 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))
2018	2,167,312	15,659,331	0.138404
2017	1,159,513	15,849,054	0.073160
2016	816,000	13,910,982	0.058659
2015	906,241	13,324,730	0.068012
2014	778,502	15,476,072	0.050304
2 Total of line 1, column (d)			0.388539
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			0.077708
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			13,968,377
5 Multiply line 4 by line 3			1,085,455
6 Enter 1% of net investment income (1% of Part I, line 27b)			11,198
7 Add lines 5 and 6			1,096,653
8 Enter qualifying distributions from Part XII, line 4			3,497,975

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	11,198
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	0
3	Add lines 1 and 2.	3	11,198
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	11,198
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	24,960
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	24,960
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8	0
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	13,762
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 13,762 Refunded ▶	11	0

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?		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>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0		
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>		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>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	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>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD		
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>	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 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> 	Yes	

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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.SHAREDEARTH.ORG</u>	13	Yes	
14	The books are in care of ► <u>CAROLINE D GABEL</u> Telephone no. ► <u>(410) 778-6868</u>			

Located at ► 113 HOFFMAN LANE CHESTERTOWN MD ZIP+4 ► 21620

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2019, 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	Yes	No
	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. ► <input type="checkbox"/>		
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 2019?	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 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2019 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 2019.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
CAROLINE D GABEL 113 HOFFMAN LANE CHESTERTOWN, MD 21620	PRESIDENT 20.00	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
NONE				
Total number of other employees paid over \$50,000.				0

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.		0

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 THE FOUNDATION'S CHARITABLE ACTIVITIES CONSIST SOLELY OF MAKING CONTRIBUTIONS TO A VARIETY OF CHARITABLE ORGANIZATIONS.	0
2	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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	12,959,380
b	Average of monthly cash balances.	1b	721,713
c	Fair market value of all other assets (see instructions).	1c	500,000
d	Total (add lines 1a, b, and c).	1d	14,181,093
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	0
3	Subtract line 2 from line 1d.	3	14,181,093
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	212,716
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,968,377
6	Minimum investment return. Enter 5% of line 5.	6	698,419

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	698,419
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	11,198
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	11,198
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	687,221
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	687,221
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	687,221

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	3,497,975
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,497,975
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	11,198
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,486,777

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				687,221
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.	24,402			
b From 2015.	243,244			
c From 2016.	129,253			
d From 2017.	384,034			
e From 2018.	1,595,435			
f Total of lines 3a through e.	2,376,368			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 3,497,975				
a Applied to 2018, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2019 distributable amount.				687,221
e Remaining amount distributed out of corpus	2,810,754			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	5,187,122			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).	24,402			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	5,162,720			
10 Analysis of line 9:				
a Excess from 2015.	243,244			
b Excess from 2016.	129,253			
c Excess from 2017.	384,034			
d Excess from 2018.	1,595,435			
e Excess from 2019.	2,810,754			

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 2019, 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) 2019	(b) 2018	(c) 2017	(d) 2016	
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).)

CAROLINE D GABEL

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 e-mail address of the person to whom applications should be addressed:

CAROLINE D GABEL PRESIDENT
113 HOFFMAN LANE
CHESTERTOWN, MD 21620
(410) 778-6868

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

SEE THE FOUNDATION'S WEBSITE @ WWW.SHAREDEARTH.ORG FOR APPLICATION REQUIREMENTS.

c Any submission deadlines:

NONE

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

SEE WEBSITE @ WWW.SHAREDEARTH.ORG

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	3,497,975
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated.

[illegible]

Part XVII

		Yes	No
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1a(1)		No
1a(2)		No

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1b(1)	No
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1b(2)		No
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1b(3)		No
--------------	--	-----------

1b(4)		No
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1b(5)		No
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1b(6)		No
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1c		No
----	--	----

value
ue

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

<p>Sign Here</p> <p>*****</p> <p>_____</p> <p>Signature of officer or trustee</p>	<p>2020-11-11</p> <p>_____</p> <p>Date</p>	<p>*****</p> <p>_____</p> <p>Title</p>
--	--	--

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

Paid Preparer Use Only	KATHRYN M COZZENS CPA				
	Firm's name ► WARRING & COMPANY VA LLC CPAS				Firm's EIN ► 47-1284962
	Firm's address ► PO BOX 244 ALEXANDRIA, VA 22313				Phone no. (703) 778-6548

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
CHEVY CHASE TRUST - SHORT TERM	P		
CHEVY CHASE TRUST - LONG TERM	P		
UBS - SHORT TERM COVERED	P		
UBS - LONG TERM COVERED	P		
THE LYME FOREST FUND IV TE LP - SECTION 1231 GAIN/LOSS	P		
FIDELITY 4481 - CAPITAL GAIN DISTRIBUTIONS	P		
FIDELITY 4481 - LONG TERM COVERED	P		
FIDELITY 4482 - CAPITAL GAIN DISTRIBUTIONS	P		
FIDELITY 4482 - SHORT TERM COVERED	P		
FIDELITY 6471 - CAPITAL GAIN DISTRIBUTIONS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
		21,886	-21,886
146,739			146,739
1,445,844		1,403,669	42,175
1,617,688		827,448	790,240
		246	-246
26			26
85,000		84,906	94
2,315			2,315
4,413		3,828	585
36			36

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-21,886
			146,739
			42,175
			790,240
			-246
			26
			94
			2,315
			585
			36

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
FIDELITY 6471 - SHORT TERM COVERED	P		
FIDELITY 6471 - LONG TERM COVERED	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
176,065		170,694	5,371
244,568		237,389	7,179

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			5,371
			7,179

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALLIANCE FOR INTERNATIONAL REFORESTATION 1702S WOODLAND DELAND, FL 32720		501(C)(3)	TO ASSURE STABILITY FOR AIR, BY PROVIDING BOARD RESERVE FUNDING.	102,000
ANIMAL LEGAL DEFENSE FUND 170 EAST COTATI AVENUE COTATI, CA 94931		501(C)(3)	CONTINUED SUPPORT FOR ALDF'S CRIMINAL JUSTICE AND ZERO TOLERANCE FOR CRUELTY PROGRAMS, WHICH USE COURTS, LAWS AND INDIVIDUAL CASES TO PROTECT ANIMALS FROM ABUSE.	75,000
BAY JOURNAL MEDIA 619 OAKWOOD DRIVE SEVEN VALLEYS, PA 17360		501(C)(3)	SUPPORTING THE BAY JOURNAL, WHICH COVERS THE CHESAPEAKE BAY, PROVIDING TIMELY AND IN-DEPTH ENVIRONMENTAL COVERAGE THROUGH PRINT, WEB, RADIO AND SYNDICATION SERVICES	65,000
Total ► 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR ENVIRONMENT & SOCIETY AT WASHINGTON COLLEGE 300 WASHINGTON AVE CHESTERTOWN, MD 21620		501(C)(3)	SUSTAINABILTY SUPPORT FOR THE CENTER, PART OF WASHINGTON COLLEGE, THROUGH A BOARD RESERVE AVAILABLE FOR SPECIAL NEEDS.	5,000
CHESAPEAKE CONSERVANCY 716 GIDDINGS AVE STE 42 ANNAPOLIS, MD 21401		501(C)(3)	INVESTMENT IN PATRICK NOONAN FUND TO ASSURE LONGTERM SUSTAINABILTY OF THE CONSERVANCY.	120,000
CHESAPEAKE LEGAL ALLIANCE 67 FRANKLIN ST ANNAPOLIS, MD 21401		501(C)(3)	TO SUPPORT THE ORGANIZATION TO PROVIDE AND COORDINATE VOLUNTEER LEGAL SERVICES TO ENVIRONMENTAL ORGANIZATIONS.	75,000
Total ▶ 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CHESAPEAKE FILM FESTIVAL 111 S CALVERT ST BALTIMORE, MD 21202		501(C)(3)	TO PROVIDE FUNDS TO SUPPORT THE ORGANIZATION'S MISSION.	5,000
CLEAN WATER FUND 1444 I STREET NW 400 WASHINGTON, DC 20005		501(C)(3)	TO SUPPORT THE CLEAN WATER FUND'S PROGRAM IN MARYLAND WITH SPECIAL EMPHASIS ON ISSUE-BASED, NONPARTISAN CIVIC ENGAGEMENT.	50,000
DEFENDERS OF WILDLIFE 1130 17TH STREET NW WASHINGTON, DC 20036		501(C)(3)	TO SUPPORT THE EFFORTS OF PROTECTING ANIMALS AND PLANTS IN THEIR NATURAL COMMUNITIES.	350,000
Total ▶ 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EARTH JUSTICE 50 CALIFORNIA STREET STE 500 SAN FRANCISCO, CA 94111		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT TO THE ORGANIZATION'S MISSION.	50,000
EASTERN SHORE LAND CONSERVANCY PO BOX 169 QUEENSTOWN, MD 21658		501(C)(3)	ANNUAL PLANNING CONFERENCE, BRINGING PLANNTERS, ELECTED OFFICIALS AND CITIZENS TOGETHER TO WORK FOR SUSTAINABLE CHANGES ON MARYLAND'S EASTERN SHORE.	150,000
ENVIRONMENTAL FILM FESTIVAL 1228 31ST STREET NW WASHINGTON, DC 20007		501(C)(3)	SUPPORT FOR THE ENVIRONMENTAL FILM FESTIVAL, 2015, SCREENING 160 FILMS OVER 13 DAYS.	175,000
Total ▶ 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ENVIRONMENTAL INTEGRITY PROJECT 1000 VERMONT AVE NW WASHINGTON, DC 20005		501(C)(3)	SUPPORT FOR ADDITIONAL STAFF TO AUGMENT THE CONTINUING CHALLENGE TO PROTECT US WATERS, PARTICULARLY FROM SLAUGHTERHOUSE POLLUTION.	50,000
ENVIRONMENTAL INVESTIGATION AGENCY PO BOX 53343 WASHINGTON, DC 20009		501(C)(3)	CONTINUING TO DOCUMENT, EXPOSE AND PUBLICIZE CHINA'S AND JAPAN'S NONCOMPLIANCE BY AN IVORY- IMPORTING STATE THROUGH STRENGTHENING CITES PROTECTIONS FOR ELEPHANTS, TO RE-ESTABLISH A WORLD- WIDE BAN ON THE IVORY TRADE.	80,000
GAME CHANGERS FOUNDATION 25731 CALIFA DRIVE LAGUNA HILLS, CA 92653		501(C)(3)	TO PROVIDE FINANCIAL ASSISTANCE TO THE ORGANIZATION.	150,000
Total ► 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTERNATIONAL ANTI-POACHING FOUNDATION 1655 N FT MYER DRIVE ARLINGTON, VA 22209		501(C)(3)	TO SUPPORT THE ANTI POACHING FORCE TO PREVENT THE POACHING IN ZIMBABWE.	60,000
INTERNATIONAL DOCUMENTARY ASSOCIATION 3470 WILSHIRE BLVD STE 980 LOS ANGELES, CA 90010		501(C)(3)	TO PROVIDE FINANCIALS SUPPORT FOR FILM THE LAST ANIMALS.	20,000
LEAP3378 REVERE AVENUE OAKLAND, CA 94605		501(C)(3)	TO SUPPORT THE MICRO HYDRO PLANT IN A SMALL COMMUNITY IN SABAH, MALAYSIAN BORNEO, PART OF LEAP'S FOREVER SABAH PROGRAM TO MAKE SABAH A TRULY GREEN STATE AND SUPPORT FOR SEWAGE TREATMENT PLANT TRAINING FOR WASTEWATER OPERATORS IN SABAH AS WELL AS GENERAL OPERATION FUNDS.	75,000
Total ► 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEWIS & CLARK COLLEGE CENTER FOR ANIMAL LAW 10015 SW TERWILLIGER BLVD PORTLAND, OR 97219		501(C)(3)	TO SUPPORT THE NATIONAL ANIMAL LAW COMPETITION.	40,000
LION GUARDIANSP.O BOX 9641 WASHINGTON, DC 20016		501(C)(3)	TO SUPPORT THE ORGANIZATION'S MISSION TO PROMOTE THE SURVIVAL OF THE AFRICAN LION.	116,000
MONGABAYPO BOX 0291 MENLO PARK, CA 94062		501(C)(3)	TO PROVIDE FUNDS FOR ENVIRONMENTAL EDUCATION.	25,000
Total ► 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL AQUARIUM IN BALTIMORE PIER 3/501 E PRATT ST BALTIMORE, MD 21202		501(C)(3)	ANIMAL CARE AND RESCUE CENTER, WHICH PROVIDES MEDICAL CARE AND REHABILITATION TO STRANDED MARINE TURTLES, SEALS AND OTHER MARINE WILDLIFE.	25,000
NATIONAL WILDLIFE FEDERATION PO BOX 1583 MERRIFIELD, VA 22116		501(C)(3)	TO SUPPORT THE EFFORTS OF WORKING TOWARD CLEAN BAY TRIBUTARIES, INCLUDING ADEQUATE FUNDING FOR THE CHESAPEAKE BAY PROGRAM AND OTHER MEASURES.	50,000
NATURE CONSERVANCY 425 BARLOW PLACE 100 BETHESDA, MD 20814		501(C)(3)	TO SUPPORT THE DISTRICT OF COLUMBIA URBAN CONSERVATION PROGRAM, INCLUDING REDUCING STORMWATER RUNOFF, EXPANDING & MAINTAINING TREE CANOPY, AND CULTIVATING FUTURE ENVIRONMENTAL LEADERS.	30,000
Total ► 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTHERN JAGUAR PROJECT 2114 W GRANT RD STE 121 TUCSON, AZ 85745		501(C)(3)	TO ASSURE SUSTAINABILITY OF THIS JAGUAR CONSERVATION ORGANIZATION.	50,000
RAINFOREST TRUST7078 AIRLIE ROAD WARRENTON, VA 20187		501(C)(3)	RAINFOREST TRUST HELPS TO PURCHASE AND PROTECT THREATENED RAINFORESTS AND SAVE ENDANGERED WILDLIFE THROUGH COMMUNITY ENGAGEMENT AND LOCAL PARTNERSHIPS.	20,000
SAVANNAH SCIENCE MUSEUM 305 MARTIN LUTHER KING JR BLVD SAVANNAH, GA 31401		501(C)(3)	SAVING ENDANGERED SEA TURTLES AND THEIR HABITAT ON WASSAW ISLAND; CONDUCTING RESEARCH AND EDUCATION INTO THE NEEDS OF AND WAYS TO PROTECT THESE CREATURES.	18,475
Total ► 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SMITHSONIAN CONSERVATION BIOLOGY INSTITUTE 1500 REMOUNT ROAD FRONT ROYAL, VA 22630		501(C)(3)	TO SUPPORT ELEPHANT CONSERVATION AND WELFARE IN BURMA & THAILAND. PRODUCTION OF FILM "BURMA'S ELEPHANTS AT THE CROSSROADS," EDUCATING LOCAL BURMESE ON LIVING IN HARMONY WITH WILD ELEPHANTS.	220,000
SNOW LEOPARD CONSERVANCY 18030 CORNSTOCK AVE SONOMA, CA 95476		501(C)(3)	CONSERVATION OF SNOW LEOPARDS THROUGHOUT THEIR MOUNTAINOUS HIMALAYAN RANGE, FROM MONGOLIA TO NEPAL, WORKING WITH THE LOCAL, INDIGENOUS PEOPLE AND THEIR COMMUNITIES. FOR GENECTIC STUDIES TO TO THE BODY OF KNOWLEDGE ABOUT THESE RARE, ENDANGERED CATS.	175,000
WESTERN ENVIRONMENTAL LAW CENTER 1216 LINCOLN STREET EUGENE, OR 97401		501(C)(3)	TO PROTECT AND RESTORE WESTERN WILDLANDS AND ADVOCATES FOR A HEALTHY ENVIRONMENT ON BEHALF OF COMMUNITIES THROUGHOUT THE WEST.	200,000
Total ► 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WOMEN MAKE MOVIES 115 W 29TH ST STE 1200 NEW YORK, NY 10001		501(C)(3)	SUPPORT FOR FILM MADIDI TO EXPOSE JAGUAR POACHING IN BOLIVIA AND ITS BLACK MARKET IN CHINA	200,000
WORLD PARROT TRUST 690 S LAKE SHORE WAY LAKE ALFRED, FL 33850		501(C)(3)	FOR THE LIBERATION AND MONITORING OF SIX ENDANGERED GREAT GREEN MACAWS IN THE CERRO BLANCO PROTECTED FOREST, GUAYAQUIL, ECUADOR.	25,000
ABRAHAM FOUNDATION 1320 S DIXIE HWY STE 241 CORAL GABLES, FL 33146		501(C)(3)	TO SUPPORT THE EFFORTS TO EMPOWER LIVES AND FOSTER POSITIVE CHANGE	62,000
Total ▶ 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BHUTAN FOUNDATION 21 DUPONT CIRCLE NW STE 755 WASHINGTON, DC 20036		501(C)(3)	TO SUPPORT THE ORGANIZATION'S MISSION TO ENABLE THE PEOPLE OF BHUTAN TO REACH THEIR FULL POTENTIAL BY DEVELOPING LOCAL CAPACITY & FACILITATING GLOBAL SUPPORT.	30,000
EARTH SANGHA 10123 COMMONWEALTH BLVD FAIRFAX, VA 22032		501(C)(3)	SUPPORT FOR INCREASING PROPAGATION OF NATIVE PLANTS IN THE WASHINGTON DC AREA, AND REFORESTING AN AREA IN THE DOMINICAN REPUBLIC WITH CASH CROPS TO IMPROVE THE LIVES OF LOCAL RESIDENTS.	50,000
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND 740 15TH ST NW WASHINGTON, DC 20005		501(C)(3)	TO PROVIDE SUPPORT TO REDUCE STRUCTURAL VOTING BARRIERS.	15,000
Total ▶ 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEAGUE OF WOMEN VOTERS EDUCATION FUND 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009		501(C)(3)	TO SUPPORT PUBLIC ADOVCACY FOR VOTERS.	54,500
ORANG UTAN REPUBLIK FOUNDATION 824 S WELLESLEY AVE LOS ANGELES, CA 90049		501(C)(3)	TO SUPPORT THE ORANGUTAN CONSERVATION IN SUMATRA, INDONESIA.	10,000
ROB STEWART SHARKWATER FOUNDATION 1990 LAS FLORES CANYON RD MALIBU, CA 90265		501(C)(3)	TO PROVIDE SUPPORT TO STOP THE SLAUGHTER OF SHARKS.	25,000
Total ▶ 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN ANTONIO ZOO 3903 N ST MARYS ST SAN ANTONIO, TX 78212		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT FOR THE ZOO'S UPKEEP AND OPERATIONAL EXPENSES.	25,000
SMALL WILDCAT CONSERVATION 390 RINCON RD CORRALES, NM 87048		501(C)(3)	TO SUPPORT THE CURRENT CONSERVATION EFFORTS OF THE ORGANIZATION.	5,000
TREE KANGAROO CONSERVATION PROGRAM 55500 PHINNEY AVENUE NORTH SEATTLE, WA 98103		501(C)(3)	TO PROTECT TREE KANGAROOS AND THEIR HABITATS.	25,000
Total ► 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UPSTREAM ALLIANCE 501 E PRATT STREET ANNAPOLIS, MD 21403		501(C)(3)	TO LAUNCH A PROGRAM DEVELOPING LEADERSHIP SKILLS FOR THE NEXT GENERATION OF ENVIRONMENTAL LEADERS ON THE CHESAPEAKE BAY.	155,000
WILDLIFE CONSERVATION NETWORK - UPROAR FUND 209 MISSISSIPPI ST SAN FRANCISCO, CA 94107		501(C)(3)	TO SAVE ENDANGERED SPECIES THROUGH FILM AND SOCIAL MEDIA.	15,000
WILDAID333 PINE ST SUITE 300 SAN FRANCISCO, CA 94104		501(C)(3)	PANGOLIN CONSERVATION THROUGH RAISING AWARENESS TO REDUCE CONSUMER DEMAND OF PANGOLIN PRODUCTS	75,000
Total ▶ 3a				3,497,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WILDLANDS NETWORK 1829 10TH AVENUE W SEATTLE, WA 98119		501(C)(3)	CONSERVATION OF CORRIDORS FOR COUGARS AND OTHER WILDLIFE ALONG THE EAST COST OF THE UNITED STATES.	100,000
Total ▶ 3a				3,497,975

TY 2019 Investments Corporate Stock Schedule**Name:** THE SHARED EARTH FOUNDATION**EIN:** 52-2151843**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHEVY CHASE TRUST	3,132,684	4,236,504
UBS FINANCIALS	3,766,059	6,207,415
VERIS INVESTMENTS	1,166,180	1,326,639

TY 2019 Investments - Other Schedule**Name:** THE SHARED EARTH FOUNDATION**EIN:** 52-2151843**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LYME FOREST FUND IV TE LP	AT COST	218,960	218,960
TRILINC GLOBAL IMPACT FUND, LLC	AT COST	39,891	39,891

TY 2019 Other Assets Schedule

Name: THE SHARED EARTH FOUNDATION

EIN: 52-2151843

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ELLINGTON PLAZA D G LID PTR	500,000	500,000	500,000

TY 2019 Other Expenses Schedule**Name:** THE SHARED EARTH FOUNDATION**EIN:** 52-2151843**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	317	317		0
BANK CHARGES	40	40		0
PORTFOLIO DEDUCTIONS - PASSTHROUGH ENTITIES	2,420	2,420		0
NONDEDUCTIBLE EXPENSES - PASSTHROUGH ENTITIES	9	9		0
BUSINESS INTEREST EXPENSES - PASSTHROUGH ENTITIES	7	7		0
CHARITABLE CONTRIBUTIONS - PASSTHROUGH ENTITIES	4	4		0
OTHER DEDUCTIONS - PASSTHROUGH ENTITIES	1,142	1,142		0
MISCELLEANOUS EXPENSES	6,715	6,715		0
BOND PREMIUM ADJUSTMENTS	13,512	13,512		0
ACCRUED INTEREST - CCT	2,445	2,445		0

TY 2019 Other Income Schedule**Name:** THE SHARED EARTH FOUNDATION**EIN:** 52-2151843**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PASSTHROUGH INCOME / (LOSSES) - THE LYME FOREST FUND IV	-6,483	-6,483	-6,483
PASSTHROUGH INCOME / (LOSSES) - THE TRILINC GLOBAL	2,607	2,607	2,607
OTHER INCOME	5,824	5,824	5,824

TY 2019 Other Professional Fees Schedule**Name:** THE SHARED EARTH FOUNDATION**EIN:** 52-2151843

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	116,456	116,456		0

**TY 2019 Substantial Contributors
Schedule****Name:** THE SHARED EARTH FOUNDATION**EIN:** 52-2151843**Name****Address**

CAROLINE D GABEL

113 HOFFMAN LANE
CHESTERTOWN, MD 21620

TY 2019 Taxes Schedule**Name:** THE SHARED EARTH FOUNDATION**EIN:** 52-2151843

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,799	1,799		0

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.	OMB No. 1545-0047
		2019
Name of the organization THE SHARED EARTH FOUNDATION		Employer identification number 52-2151843

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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
THE SHARED EARTH FOUNDATION

Employer identification number
52-2151843

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	CAROLINE D GABEL 113 HOFFMAN LANE CHESTEROWN, MD 21620	\$ 250,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

Name of organization THE SHARED EARTH FOUNDATION	Employer identification number 52-2151843
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given <small>(see instructions). Use duplicate copies of Part II if additional space is needed.</small>	(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
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

52-2151843

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.

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)