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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0047

2023

Open to Public Inspection

For calendar year 2023 or tax year beginning , and ending

Name of foundation: PIVOTAL PHILANTHROPIES FOUNDATION

A Employer identification number: 88-2918646

Number and street (or P.O. box number if mail is not delivered to street address): 12335 134 CT NE

Room/suite:

B Telephone number: 425-708-8650

City or town, state or province, country, and ZIP or foreign postal code: REDMOND, WA 98052

C If exemption application is pending, check here

G Check all that apply: Initial return; Initial return of a former public charity; Final return; Amended return; [X] Address change; Name change

D 1. Foreign organizations, check here

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation; Section 4947(a)(1) nonexempt charitable trust; Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) $ 604,148,822.

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

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

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).)

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check [X] if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	12,290,895.	12,312,731.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	12,290,895.	12,312,731.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees				
	c	Other professional fees				
	17	Interest				
	18	Taxes				
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 1	49,639.	49,637.		2.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	49,639.	49,637.		2.
	25	Contributions, gifts, grants paid	119,268,510.			48,063,902.
	26	**Total expenses and disbursements.** Add lines 24 and 25	119,318,149.	49,637.		48,063,904.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-107027254.			
	b	**Net investment income** (if negative, enter -0-)		12,263,094.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only.

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	7,905,100.	9,841,196.	9,841,196.
	2 Savings and temporary cash investments	104,869,764.	106,249,925.	106,249,925.
	3 Accounts receivable			
	Less: allowance for doubtful accounts	1,650,200.		
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	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 STMT 2	511,213,343.	486,178,097.	486,178,097.
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
	Less: accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation			
	15 Other assets (describe STATEMENT 3)	0.	1,879,604.	1,879,604.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	625,638,407.	604,148,822.	604,148,822.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	700,000.	71,904,608.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
	23 **Total liabilities** (add lines 17 through 22)	700,000.	71,904,608.	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here** [X] **and complete lines 24, 25, 29, and 30.**			
	24 Net assets without donor restrictions	624,938,407.	532,244,214.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here [ ] **and complete lines 26 through 30.**			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 **Total net assets or fund balances**	624,938,407.	532,244,214.	
	30 **Total liabilities and net assets/fund balances**	625,638,407.	604,148,822.	

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	624,938,407.
2	Enter amount from Part I, line 27a	2	-107,027,254.
3	Other increases not included in line 2 (itemize) UNREALIZED GAINS	3	14,333,061.
4	Add lines 1, 2, and 3	4	532,244,214.
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	532,244,214.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	NONE			
c				
d				
e				

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

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

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

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary - see instructions)**			1	170,457.
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)				
2	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	170,457.
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	170,457.
6	Credits/Payments:				
a	2023 estimated tax payments and 2022 overpayment credited to 2023	6a	422,706.		
b	Exempt foreign organizations - tax withheld at source	6b	0.		
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	422,706.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ 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	252,249.
11	Enter the amount of line 10 to be: **Credited to 2024 estimated tax** 252,249. **Refunded**			11	0.

Part VI-A Statements Regarding Activities

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

Website address N/A

14 The books are in care of JOHN K. SAGE Telephone no. 425-708-8650
Located at 12335 134 CT NE, REDMOND, WA ZIP+4 98052

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

		Line	Yes	No
16	At any time during calendar year 2023, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country			

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

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

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	5a(1)		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	5a(4)	X	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	5a(5)		X
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b		X
c Organizations relying on a current notice regarding disaster assistance, check here ☐			
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? SEE STATEMENT 5	5d	X	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	6a		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	7a		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		
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(s) during the year?	8		X

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

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

(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
MELINDA FRENCH GATES 15120 NE 92ND STREET REDMOND, WA 98052	DIRECTOR 5.00	0.	0.	0.
JOHN SAGE 15120 NE 92ND STREET REDMOND, WA 98052	PRESIDENT & TREASURER 5.00	0.	0.	0.
BROOKE ANDERSON 15120 NE 92ND STREET REDMOND, WA 98052	VICE PRESIDENT & SECRETARY 15.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 VII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. 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 VIII-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 N/A	
2	
3	
4	

Part VIII-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3	0.

323561 12-20-23

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	507,560,849.
b	Average of monthly cash balances	1b	108,948,894.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	616,509,743.
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	616,509,743.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	9,247,646.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3	5	607,262,097.
6	**Minimum investment return.** Enter 5% (0.05) of line 5	6	30,363,105.

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

1	Minimum investment return from Part IX, line 6	1	30,363,105.
2a	Tax on investment income for 2023 from Part V, line 5 — 2a: 170,457.		
b	Income tax for 2023. (This does not include the tax from Part V.) — 2b:		
c	Add lines 2a and 2b	2c	170,457.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	30,192,648.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	30,192,648.
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 XII, line 1	7	30,192,648.

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	48,063,904.
b	Program-related investments - total from Part VIII-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part XII, line 4	4	48,063,904.

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Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				30,192,648.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2023:				
a From 2018				
b From 2019				
c From 2020				
d From 2021				
e From 2022 5,757,672.				
f Total of lines 3a through e	5,757,672.			
4 Qualifying distributions for 2023 from Part XI, line 4: $ 48,063,904.				
a Applied to 2022, 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 2023 distributable amount				30,192,648.
e Remaining amount distributed out of corpus	17,871,256.			
5 Excess distributions carryover applied to 2023 (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	23,628,928.			
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 2022. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				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 2018 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2024.** Subtract lines 7 and 8 from line 6a	23,628,928.			
10 Analysis of line 9:				
a Excess from 2019				
b Excess from 2020				
c Excess from 2021				
d Excess from 2022 5,757,672.				
e Excess from 2023 17,871,256.				

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

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

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

	Tax year (a) 2023	Prior 3 years (b) 2022	(c) 2021	(d) 2020	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XIV 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).)

MELINDA FRENCH GATES

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.

NONE

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

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

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 XIV 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				
ADVANCING GIRLS EDUCATION IN AFRICA, INC. PO BOX 15298 / 921 PENNSYLVANIA AVE SE SUITE #308 WASHINGTON, DC 20003	NONE	PC	TO SUPPORT AGE AFRICA'S WORK WITH THE LUDZI GIRLS SECONDARY SCHOOL IN MALAWI.	10,000.
ADVERTISING COUNCIL, INC. 815 SECOND AVENUE, 9TH FLOOR NEW YORK, NY 10017	NONE	PC	FOR ADDITIONAL SUPPORT OF THE SOUND IT OUT CAMPAIGN, A PROJECT AIMED TO HELP PARENTS AND CAREGIVERS HAVE	1,850,000.
AMERICA ACHIEVES, INC. 244 FIFTH AVENUE, SUITE F71 NEW YORK, NY 10001	NONE	PC	TO SUPPORT PLACE-BASED ECONOMIC AND WORKFORCE EDUCATION AND DEVELOPMENT.	1,500,000.
ARRAY ALLIANCE, INC. 180 GLENDALE BLVD LOS ANGELES, CA 90026	NONE	PC	TO SUPPORT ARRAY ALLIANCE'S GENERAL OPERATIONS.	1,000,000.
ASTRAEA FOUNDATION INC. 116 EAST 16TH STREET, 7TH FLOOR NEW YORK, NY 10003	NONE	PC	TO SUPPORT THE LESBIANS WHO TECH PROJECT, AIMED AT RAISING AWARENESS OF AND REMOVING BARRIERS	500,000.
Total SEE CONTINUATION SHEET(S)			**3a**	48,063,902.
b Approved for future payment				
ADVERTISING COUNCIL, INC. 815 SECOND AVENUE, 9TH FLOOR NEW YORK, NY 10017	NONE	PC	FOR ADDITIONAL SUPPORT OF THE SOUND IT OUT CAMPAIGN, A PROJECT AIMED TO HELP PARENTS AND CAREGIVERS HAVE	1,650,000.
AMERICA ACHIEVES, INC. 244 FIFTH AVENUE, SUITE F71 NEW YORK, NY 10001	NONE	PC	TO SUPPORT PLACE-BASED ECONOMIC AND WORKFORCE EDUCATION AND DEVELOPMENT.	500,000.
CAMFED INTERNATIONAL ST GILES COURT, 24 CASTLE STREET CAMBRIDGE, UNITED KINGDOM CB3 0AJ	NONE	PC	TO SUPPORT CAMFED INTERNATIONAL'S GENERAL OPERATIONS.	4,000,000.
Total SEE CONTINUATION SHEET(S)			**3b**	71,804,608.

** SEE PURPOSE OF GRANT CONTINUATIONS

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	12,290,895.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		12,290,895.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 12,290,895.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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 [X] No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

Signature of officer or trustee | Date | Title: PRESIDENT & TREASURER

May the IRS discuss this return with the preparer shown below? See instr. [X] Yes No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self- employed	PTIN
BINA PATEL		11/12/24		P00971719

Firm's name DELOITTE TAX LLP | Firm's EIN 86-1065772

Firm's address 695 TOWN CENTER DRIVE, SUITE 1000
COSTA MESA, CA 92626 | Phone no. 714-436-7100

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CAMFED INTERNATIONAL ST GILES COURT, 24 CASTLE STREET CAMBRIDGE, UNITED KINGDOM CB3 0AJ	NONE	PC	TO SUPPORT CAMFED INTERNATIONAL'S GENERAL OPERATIONS.	1,000,000.
CANOPY PLANET SOCIETY 1726 COMMERCIAL DRIVE VANCOUVER, BC, CANADA V5N 4A3	NONE	PC	TO SUPPORT CANOPY'S GENERAL OPERATIONS.	1,000,000.
CENTER FOR COMMUNITY CHANGE 1536 U STREET NW WASHINGTON, DC 20009	NONE	PC	TO SUPPORT THE MAVEN COLLABORATIVE PROJECT, AIMED AT RAISING AWARENESS AND CONDUCTING RESEARCH ON	1,500,000.
EQUIS INSTITUTE 1331 4TH ST SE WASHINGTON, DC 20003	NONE	PC	TO SUPPORT EQUIS INSTITUTE'S GENERAL OPERATIONS.	500,000.
FRACTURED ATLAS, INC. PO BOX 55 HARTSDALE, NY 10530	NONE	PC	TO SUPPORT THE BLACK GIRL'S GUIDE TO SURVIVING MENOPAUSE PROJECT, AIMED AT THE ADVANCEMENT OF	50,000.
FRACTURED ATLAS, INC. PO BOX 55 HARTSDALE, NY 10530	NONE	PC	TO SUPPORT EQUALITY LABS, A PROJECT AIMED AT ENDING CASTE APARTHEID, GENDER BASED VIOLENCE,	100,000.
GLOBAL FUND FOR WOMEN, INC. 800 MARKET ST. 7TH FLOOR SAN FRANCISCO, CA 94102	NONE	PC	TO SUPPORT THE WE CAN'T BREATHE PROJECT'S GENERAL OPERATIONS.	10,000.
HOPELAB FOUNDATION, INC. 100 CALIFORNIA STREET, SUITE 1150 SAN FRANCISCO, CA 94111	NONE	PC	TO SUPPORT THE RESPONSIBLE TECH YOUTH POWER FUND, SUPPORTING YOUTH-LED ORGANIZATIONS	200,000.
HOPEWELL FUND 1828 L STREET, NW, SUITE 300-D WASHINGTON, DC 20036	NONE	PC	TO SUPPORT HOPEWELL FUND'S LEADERSHIP NOW EDUCATION FUND, EDUCATING WOMEN BUSINESS LEADERS ABOUT	500,000.
HOPEWELL FUND 1828 L STREET, NW, SUITE 300-D WASHINGTON, DC 20036	NONE	PC	TO SUPPORT THE CIVIC (RE)SOLVE EDUCATION FUND, A PROJECT WORKING TO BUILD A THRIVING DEMOCRACY	2,400,000.
Total from continuation sheets				43,203,902.

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
INSEPARABLE, INC. 409 7TH ST NW STE 350 WASHINGTON, DC 20004	NONE	PC	TO SUPPORT INSEPARABLE'S GENERAL OPERATIONS.	800,000.
ISSUE ONE 1401 K STREET NW, SUITE 350 WASHINGTON, DC 20005	NONE	PC	TO SUPPORT A TRAINING PROGRAM AIMED AT ENSURING SAFE AND SECURE ELECTIONS AND CREATING STRONGER	250,000.
LEGACY GLOBAL PROGRAMS 4435 E HOLMES AVE #200 MESA, AZ 85206	NONE	PC	TO SUPPORT A PROJECT AIMED AT SOLVING THE PROBLEM OF UNDERINVESTMENT IN UNDERREPRESENTED	500,000.
LET'S TALK MENOPAUSE, INC. 78 71ST STREET BROOKLYN, NY 11209	NONE	PC	TO SUPPORT LET'S TALK MENOPAUSE'S GENERAL OPERATIONS.	100,000.
LEXINGTON OBSERVER, INC. PO BOX 343 LEXINGTON, MA 02420	NONE	PC	TO SUPPORT A "LOCAL NEWS HUB" PROJECT AIMED AT INCREASING THE CAPACITY OF LOCAL NEWSROOMS TO REPORT ON	600,000.
MAMMA'S HANDS PO BOX 1262 ISSAQUAH, WA 98027	NONE	PC	FOR GENERAL OPERATING SUPPORT.	20,000.
MANAGEMENT LEADERSHIP FOR TOMORROW 7200 WISCONSIN AVENUE, SUITE 200 BETHESDA, MD 20814	NONE	PC	TO PROVIDE EDUCATION AND SKILL DEVELOPMENT FOR HISTORICALLY UNDERREPRESENTED PEOPLE IN THE TECH	750,000.
ME TOO INTERNATIONAL INC 245 N HIGHLAND AVE, STE 230 808 ATLANTA, GA 30307	NONE	PC	TO SUPPORT ME TOO INTERNATIONAL'S GENERAL OPERATIONS.	500,000.
MENTAL HEALTH LEADERSHIP INITIATIVE INC. 252 MAIN STREET METUCHEN, NJ 08840	NONE	PC	TO SUPPORT THE KENNEDY FORUM'S GENERAL OPERATIONS.	700,000.
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES, INC. 1725 EYE STREET, NW, SUITE 950 WASHINGTON, DC 20006	NONE	PC	TO SUPPORT NPWF'S GENERAL OPERATIONS.	1,600,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NATIONAL PRESS FOUNDATION, INC. 1211 CONNECTICUT AVE NW, SUITE 310 WASHINGTON, DC 20036	NONE	PC	TO SUPPORT A JOURNALIST TRAINING PROGRAM.	121,346.
NEW VENTURE FUND 1828 L STREET, NW, SUITE 300-A WASHINGTON, DC 20036	NONE	PC	TO SUPPORT NVFS PROJECT, THE LEAGUE, IN ITS EFFORTS TO RAISE PUBLIC AWARENESS OF WOMENS LEADERSHIP	750,000.
NEW VENTURE FUND 1828 L STREET, NW, SUITE 300-A WASHINGTON, DC 20036	NONE	PC	TO SUPPORT THE CLEAN SLATE INITIATIVE PROJECT, WHICH ADVOCATES FOR AND SUPPORTS	1,000,000.
NEW VENTURE FUND 1828 L STREET, NW, SUITE 300-A WASHINGTON, DC 20036	NONE	PC	TO SUPPORT HX DESIGN LAB PROJECT, DEVELOPING NEW SOLUTIONS TO INCREASE YOUNG PEOPLE'S HEALTHY	195,000.
NEW VENTURE FUND 1828 L STREET, NW, SUITE 300-A WASHINGTON, DC 20036	NONE	PC	TO SUPPORT THE HEADSTREAM ECOSYSTEM INITIATIVE, A PROJECT AIMED AT FUELING EXPLORATION AND GROWTH	4,700,000.
PANORAMA GLOBAL 2101 4TH AVENUE, SUITE 2100 SEATTLE, WA 98121	NONE	PC	TO PROVIDE BRIDGE FUNDING FOR THE ASCEND FUND, SUPPORTING EDUCATION AND TRAINING FOR WOMEN AND GIRLS	302,500.
PANORAMA GLOBAL 2101 4TH AVENUE, SUITE 2100 SEATTLE, WA 98121	NONE	PC	TO SUPPORT LIFT OUR VOICES PROJECT'S OPEN-SOURCE RESEARCH ACTIVITIES.	100,000.
PANORAMA GLOBAL 2101 4TH AVENUE, SUITE 2100 SEATTLE, WA 98121	NONE	PC	TO SUPPORT THE ASCEND FUND, A COLLABORATIVE FUND SUPPORTING EFFORTS TO EDUCATE AND TRAIN WOMEN AND GIRLS	2,700,000.
PANORAMA GLOBAL 2101 4TH AVENUE, SUITE 2100 SEATTLE, WA 98121	NONE	PC	TO PROVIDE FURTHER BRIDGE FUNDING FOR THE ASCEND FUND, EDUCATING AND TRAINING WOMEN ABOUT LEADERSHIP AND	100,000.
PEER HEALTH EXCHANGE, INC. 1423 BROADWAY #1059 OAKLAND, CA 94612	NONE	PC	TO SUPPORT PEER HEALTH EXCHANGE'S GENERAL OPERATIONS.	300,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PRESIDENT AND FELLOWS OF HARVARD COLLEGE OFFICE OF THE PRESIDENT CAMBRIDGE, MA 02138	NONE	PC	TO SUPPORT THE CENTER FOR HUMAN EXPERIENCE AND DIGITAL THRIVING PROGRAM, AIMED AT SHIFTING THE WAY THE	112,199.
REPRESENTWOMEN 8484 GEORGIA AVE #240 SILVER SPRING, MD 20910	NONE	PC	TO SUPPORT REPRESENTWOMEN'S GENERAL OPERATIONS.	500,000.
ROCKEFELLER PHILANTHROPY ADVISORS, INC. 6 WEST 48TH STREET 10TH FLOOR NEW YORK, NY 10036	NONE	PC	TO SUPPORT A FUND AIMED AT TRANSFORMING CARE SYSTEMS AND SUPPORTS FOR CAREGIVERS SO ALL	1,000,000.
ROSALYNN CARTER INSTITUTE FOR CAREGIVERS, INC. PO BOX 647 AMERICUS, GA 31709	NONE	PC	TO SUPPORT ROSALYNN CARTER INSTITUTE FOR CAREGIVERS' GENERAL OPERATIONS.	500,000.
RUTGERS UNIVERSITY FOUNDATION 335 GEORGE STREET, SUITE 4000 NEW BRUNSWICK, NJ 08901	NONE	PC	TO SUPPORT THE CENTER FOR AMERICAN WOMEN AND POLITICS, PROVIDING DATA ANALYSIS AND RESEARCH ON WOMENS	2,306,200.
SAVE THE CHILDREN FEDERATION, INC. 501 KINGS HIGHWAY EAST, SUITE 400 FAIRFIELD, CT 06825	NONE	PC	TO SUPPORT SAVE THE CHILDREN'S GENERAL OPERATIONS.	150,000.
SCHOOL-BASED HEALTH ALLIANCE 1032 15TH STREET NW, SUITE 365 WASHINGTON, DC 20005	NONE	PC	TO SUPPORT THE SCHOOL-BASED HEALTH CARE COORDINATION INITIATIVE PROJECT, SEEKING TO INCREASE	2,400,000.
SEVENTH GENERATION FUND FOR INDIGENOUS PEOPLES, INC. PO BOX 4569 ARCATA, CA 95548	NONE	PC	TO SUPPORT SEVENTH GENERATION FUND FOR INDIGENOUS PEOPLE'S GENERAL OPERATIONS.	400,000.
SURGO HEALTH, P.B.C. 1701 RHODE ISLAND AVENUE NW WASHINGTON, DC 20036	NONE	NC	TO SUPPORT THE EXPOSING THE INVISIBLE EPIDEMIC: EQUITY-FIRST YOUTH MENTAL HEALTH TRACKER PROJECT,	2,009,141.
THE 19TH NEWS 3571 FAR WEST BLVD #3497 AUSTIN, TX 78731	NONE	PC	TO SUPPORT THE 19TH NEWS' GENERAL OPERATIONS.	225,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE ASSOCIATED PRESS 200 LIBERTY STREET NEW YORK, NY 10281	NONE	NC	TO SUPPORT A SERIES OF STORIES AND REPORTS TO BETTER UNDERSTAND GENDER AND RACIAL INEQUITIES IN OUR	85,000.
THE COMPUTING RESEARCH ASSOCIATION, INC. 1828 L STREET, NW, SUITE 800 WASHINGTON, DC 20036-4632	NONE	PC	TO SUPPORT EFFORTS TO INCREASE NUMBER OF WOMEN PURSUING AND COMPLETING PHDS IN COMPUTER SCIENCE.	1,500,000.
THE HIGHLAND PROJECT INC. 71 W 85TH ST UNIT 1A NEW YORK, NY 10024	NONE	PC	TO SUPPORT THE HIGHLAND PROJECTS GENERAL OPERATIONS.	510,000.
THE JED FOUNDATION 745 FIFTH AVENUE SUITE 500 NEW YORK, NY 10151	NONE	PC	TO PROVIDE TECHNICAL ASSISTANCE, TRAINING, AND EDUCATION FOR IMPLEMENTATION OF JED HIGH SCHOOL.	1,142,600.
THE REPRESENTATION PROJECT 5716 FOLSOM BLVD, #155 SACRAMENTO, CA 95819	NONE	PC	TO SUPPORT THE REPRESENTATION PROJECT'S GENERAL OPERATIONS.	250,000.
THE TREVOR PROJECT, INC. PO BOX 69232 WEST HOLLYWOOD, CA 90069	NONE	PC	TO SUPPORT THE TREVOR PROJECT'S GENERAL OPERATIONS.	700,000.
THINK OF US 700 PENNSYLVANIA AVE SE, SUITE 200 WASHINGTON, DC 20003	NONE	PC	TO SUPPORT THINK OF US' GENERAL OPERATIONS.	1,000,000.
TIDES CENTER PO BOX 889385 LOS ANGELES, CA 90088-9385	NONE	PC	TO SUPPORT THE VCINLUDE PROJECT, AIMED AT INCREASING AWARENESS OF HOW INVESTMENT INTO	500,000.
TIDES FOUNDATION PO BOX 889389 SAN FRANCISCO, CA 941399389	NONE	PC	TO SUPPORT THE SISTER DISTRICT EDUCATION FUND PROJECT, CONDUCTING RESEARCH, EDUCATING, AND	360,000.
TRANSLASH MEDIA INC. 315 GATES AVE APT 5R BROOKLYN, NY 11216	NONE	PC	TO SUPPORT TRANSLASH'S GENERAL OPERATIONS.	125,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
UNIVERSITY OF SOUTHERN CALIFORNIA CREDIT UNION BUILDING, SUITE 325, 3720 SOUTH FLOWER STREET LOS ANGELES, CA 90089	NONE	PC	TO SUPPORT AN ANNENBURG INCLUSION INITIATIVE PROJECT, EDUCATING AND ACTIVATING MEN AS	500,000.
UNIVERSITY OF WASHINGTON FOUNDATION 4333 BROOKLYN AVE NE BOX 359505 SEATTLE, WA 98195	NONE	PC	TO SUPPORT A FOREFRONT SUICIDE PREVENTION PROJECT, ADDRESSING YOUTH SUICIDE BY LOWERING BARRIERS FOR	429,916.
VOTE MAMA FOUNDATION, INC. 32 AVON PLACE AMITYVILLE, NY 11701	NONE	PC	TO SUPPORT VOTE MAMA FOUNDATION'S GENERAL OPERATIONS.	525,000.
VOTERUNLEAD PO BOX 56 HARTSDALE, NY 10530-0056	NONE	PC	TO SUPPORT VOTERUNLEAD'S GENERAL OPERATIONS.	1,250,000.
WILLIAM J. BRENNAN JR. CENTER FOR JUSTICE, INC. 120 BROADWAY, SUITE 1750 NEW YORK, NY 10271	NONE	PC	TO SUPPORT A RESEARCH PROJECT AIMED AT UNDERSTANDING AND RESPONDING TO THREATS AND VIOLENCE THAT	500,000.
WOMEN IN FILM 4221 WILSHIRE BLVD, SUITE 130 LOS ANGELES, CA 90010	NONE	PC	TO SUPPORT WOMEN IN FILM'S WORK TO EDUCATE AND ACTIVATE MEN AS ALLIES IN THE ENTERTAINMENT SPACE TO	375,000.
WOMENS PUBLIC LEADERSHIP NETWORK PO BOX 26354 ALEXANDRIA, VA 22313	NONE	PC	TO SUPPORT WPLN'S GENERAL OPERATIONS.	500,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
CANOPY PLANET SOCIETY 1726 COMMERCIAL DRIVE VANCOUVER, BC, CANADA V5N 4A3	NONE	PC	TO SUPPORT CANOPY'S GENERAL OPERATIONS.	3,000,000.
CENTER FOR COMMUNITY CHANGE 1536 U STREET NW WASHINGTON, DC 20009	NONE	PC	TO SUPPORT THE MAVEN COLLABORATIVE PROJECT, AIMED AT RAISING AWARENESS AND CONDUCTING RESEARCH ON	2,000,000.
EQUIS INSTITUTE 1331 4TH ST SE WASHINGTON, DC 20003	NONE	PC	TO SUPPORT EQUIS INSTITUTE'S GENERAL OPERATIONS.	500,000.
HOPEWELL FUND 1828 L STREET, NW, SUITE 300-D WASHINGTON, DC 20036	NONE	PC	TO SUPPORT HOPEWELL FUND'S LEADERSHIP NOW EDUCATION FUND, EDUCATING WOMEN BUSINESS LEADERS ABOUT	500,000.
HOPEWELL FUND 1828 L STREET, NW, SUITE 300-D WASHINGTON, DC 20036	NONE	PC	TO SUPPORT THE CIVIC (RE)SOLVE EDUCATION FUND, A PROJECT WORKING TO BUILD A THRIVING DEMOCRACY	4,600,000.
INSEPARABLE, INC. 409 7TH ST NW STE 350 WASHINGTON, DC 20004	NONE	PC	TO SUPPORT INSEPARABLE'S GENERAL OPERATIONS.	1,600,000.
ISSUE ONE 1401 K STREET NW, SUITE 350 WASHINGTON, DC 20005	NONE	PC	TO SUPPORT A TRAINING PROGRAM AIMED AT ENSURING SAFE AND SECURE ELECTIONS AND CREATING STRONGER	350,000.
LEGACY GLOBAL PROGRAMS 4435 E HOLMES AVE #200 MESA, AZ 85206	NONE	PC	TO SUPPORT A PROJECT AIMED AT SOLVING THE PROBLEM OF UNDERINVESTMENT IN UNDERREPRESENTED	500,000.
LEXINGTON OBSERVER, INC. PO BOX 343 LEXINGTON, MA 02420	NONE	PC	TO SUPPORT A "LOCAL NEWS HUB" PROJECT AIMED AT INCREASING THE CAPACITY OF LOCAL NEWSROOMS TO REPORT ON	400,000.
MANAGEMENT LEADERSHIP FOR TOMORROW 7200 WISCONSIN AVENUE, SUITE 200 BETHESDA, MD 20814	NONE	PC	TO PROVIDE EDUCATION AND SKILL DEVELOPMENT FOR HISTORICALLY UNDERREPRESENTED PEOPLE IN THE TECH	750,000.
Total from continuation sheets				65,654,608.

PIVOTAL PHILANTHROPIES FOUNDATION 88-2918646

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
MENTAL HEALTH LEADERSHIP INITIATIVE INC. 252 MAIN STREET METUCHEN, NJ 08840	NONE	PC	TO SUPPORT THE KENNEDY FORUM'S GENERAL OPERATIONS.	800,000.
NEW VENTURE FUND 1828 L STREET, NW, SUITE 300-A WASHINGTON, DC 20036	NONE	PC	TO SUPPORT NVFS PROJECT, THE LEAGUE, IN ITS EFFORTS TO RAISE PUBLIC AWARENESS OF WOMENS LEADERSHIP	750,000.
NEW VENTURE FUND 1828 L STREET, NW, SUITE 300-A WASHINGTON, DC 20036	NONE	PC	TO SUPPORT THE HEADSTREAM ECOSYSTEM INITIATIVE, A PROJECT AIMED AT FUELING EXPLORATION AND GROWTH	8,000,000.
PRESIDENT AND FELLOWS OF HARVARD COLLEGE OFFICE OF THE PRESIDENT CAMBRIDGE, MA 02138	NONE	PC	TO SUPPORT THE CENTER FOR HUMAN EXPERIENCE AND DIGITAL THRIVING PROGRAM, AIMED AT SHIFTING THE WAY THE	1,887,801.
REPRESENTWOMEN 8484 GEORGIA AVE #240 SILVER SPRING, MD 20910	NONE	PC	TO SUPPORT REPRESENTWOMEN'S GENERAL OPERATIONS.	2,000,000.
RUTGERS UNIVERSITY FOUNDATION 335 GEORGE STREET, SUITE 4000 NEW BRUNSWICK, NJ 08901	NONE	PC	TO SUPPORT THE CENTER FOR AMERICAN WOMEN AND POLITICS, PROVIDING DATA ANALYSIS AND RESEARCH ON WOMENS	4,193,800.
SCHOOL-BASED HEALTH ALLIANCE 1032 15TH STREET NW, SUITE 365 WASHINGTON, DC 20005	NONE	PC	TO SUPPORT THE SCHOOL-BASED HEALTH CARE COORDINATION INITIATIVE PROJECT, SEEKING TO INCREASE	11,600,000.
STATES UNITED DEMOCRACY CENTER, INC. 1101 17TH ST NW, SUITE 250 WASHINGTON, DC 20036	NONE	PC	TO SUPPORT STATES UNITED DEMOCRACY CENTER'S GENERAL OPERATIONS.	3,000,000.
SURGO HEALTH, P.B.C. 1701 RHODE ISLAND AVENUE NW WASHINGTON, DC 20036	NONE	NC	TO SUPPORT THE EXPOSING THE INVISIBLE EPIDEMIC: EQUITY-FIRST YOUTH MENTAL HEALTH TRACKER PROJECT,	4,181,087.
THE 19TH NEWS 3571 FAR WEST BLVD #3497 AUSTIN, TX 78731	NONE	PC	TO SUPPORT THE 19TH NEWS' GENERAL OPERATIONS.	450,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
THE ASSOCIATED PRESS 200 LIBERTY STREET NEW YORK, NY 10281	NONE	NC	TO SUPPORT A SERIES OF STORIES AND REPORTS TO BETTER UNDERSTAND GENDER AND RACIAL INEQUITIES IN OUR	565,000.
THE COMPUTING RESEARCH ASSOCIATION, INC. 1828 L STREET, NW, SUITE 800 WASHINGTON, DC 20036-4632	NONE	PC	TO SUPPORT EFFORTS TO INCREASE NUMBER OF WOMEN PURSUING AND COMPLETING PHDS IN COMPUTER SCIENCE.	3,500,000.
THE HIGHLAND PROJECT INC. 71 W 85TH ST UNIT 1A NEW YORK, NY 10024	NONE	PC	TO SUPPORT THE HIGHLAND PROJECTS GENERAL OPERATIONS.	500,000.
THE JED FOUNDATION 745 FIFTH AVENUE SUITE 500 NEW YORK, NY 10151	NONE	PC	TO PROVIDE TECHNICAL ASSISTANCE, TRAINING, AND EDUCATION FOR IMPLEMENTATION OF JED HIGH SCHOOL.	2,531,420.
THE TREVOR PROJECT, INC. PO BOX 69232 WEST HOLLYWOOD, CA 90069	NONE	PC	TO SUPPORT THE TREVOR PROJECT'S GENERAL OPERATIONS.	1,300,000.
TIDES CENTER PO BOX 889385 LOS ANGELES, CA 90088-9385	NONE	PC	TO SUPPORT THE VCINLUDE PROJECT, AIMED AT INCREASING AWARENESS OF HOW INVESTMENT INTO	500,000.
TIDES FOUNDATION PO BOX 889389 SAN FRANCISCO, CA 941399389	NONE	PC	TO SUPPORT THE SISTER DISTRICT EDUCATION FUND PROJECT, CONDUCTING RESEARCH, EDUCATING, AND	360,000.
UNIVERSITY OF SOUTHERN CALIFORNIA CREDIT UNION BUILDING, SUITE 325, 3720 SOUTH FLOWER STREET LOS ANGELES, CA 90089	NONE	PC	TO SUPPORT AN ANNENBURG INCLUSION INITIATIVE PROJECT, EDUCATING AND ACTIVATING MEN AS	500,000.
UNIVERSITY OF WASHINGTON FOUNDATION 4333 BROOKLYN AVE NE BOX 359505 SEATTLE, WA 98195	NONE	PC	TO SUPPORT A FOREFRONT SUICIDE PREVENTION PROJECT, ADDRESSING YOUTH SUICIDE BY LOWERING BARRIERS FOR	1,160,500.
VOTE MAMA FOUNDATION, INC. 32 AVON PLACE AMITYVILLE, NY 11701	NONE	PC	TO SUPPORT VOTE MAMA FOUNDATION'S GENERAL OPERATIONS.	1,050,000.
Total from continuation sheets				

Part XIV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
VOTERUNLEAD PO BOX 56 HARTSDALE, NY 10530-0056	NONE	PC	TO SUPPORT VOTERUNLEAD'S GENERAL OPERATIONS.	1,250,000.
WOMEN IN FILM 4221 WILSHIRE BLVD, SUITE 130 LOS ANGELES, CA 90010	NONE	PC	TO SUPPORT WOMEN IN FILM'S WORK TO EDUCATE AND ACTIVATE MEN AS ALLIES IN THE ENTERTAINMENT SPACE TO	375,000.
WOMENS PUBLIC LEADERSHIP NETWORK PO BOX 26354 ALEXANDRIA, VA 22313	NONE	PC	TO SUPPORT WPLN'S GENERAL OPERATIONS.	1,000,000.
Total from continuation sheets				

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ADVERTISING COUNCIL, INC.

FOR ADDITIONAL SUPPORT OF THE SOUND IT OUT CAMPAIGN, A PROJECT AIMED TO HELP PARENTS AND CAREGIVERS HAVE MEANINGFUL CONVERSATIONS ABOUT EMOTIONAL WELLBEING WITH THEIR MIDDLE SCHOOLERS.

NAME OF RECIPIENT - ASTRAEA FOUNDATION INC.

TO SUPPORT THE LESBIANS WHO TECH PROJECT, AIMED AT RAISING AWARENESS OF AND REMOVING BARRIERS FOR ADVANCEMENT OF MID AND SENIOR LEVEL WOMEN IN TECH.

NAME OF RECIPIENT - CENTER FOR COMMUNITY CHANGE

TO SUPPORT THE MAVEN COLLABORATIVE PROJECT, AIMED AT RAISING AWARENESS AND CONDUCTING RESEARCH ON ECONOMIC JUSTICE.

NAME OF RECIPIENT - FRACTURED ATLAS, INC.

TO SUPPORT THE BLACK GIRL'S GUIDE TO SURVIVING MENOPAUSE PROJECT, AIMED AT THE ADVANCEMENT OF EDUCATION RELATED TO MENOPAUSE.

NAME OF RECIPIENT - FRACTURED ATLAS, INC.

TO SUPPORT EQUALITY LABS, A PROJECT AIMED AT ENDING CASTE APARTHEID, GENDER BASED VIOLENCE, ISLAMOPHOBIA, AND WHITE SUPREMACY.

NAME OF RECIPIENT - HOPELAB FOUNDATION, INC.

TO SUPPORT THE RESPONSIBLE TECH YOUTH POWER FUND, SUPPORTING YOUTH-LED ORGANIZATIONS EDUCATING ABOUT HEALTHY ENGAGEMENT WITH TECHNOLOGY.

NAME OF RECIPIENT - HOPEWELL FUND

TO SUPPORT HOPEWELL FUND'S LEADERSHIP NOW EDUCATION FUND, EDUCATING

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

WOMEN BUSINESS LEADERS ABOUT POLITICAL POWER ON A NONPARTISAN BASIS.

NAME OF RECIPIENT - HOPEWELL FUND

TO SUPPORT THE CIVIC (RE)SOLVE EDUCATION FUND, A PROJECT WORKING TO BUILD A THRIVING DEMOCRACY THROUGH ORGANIZATIONS THAT SUPPORT DIVERSE AND ENDURING CIVIC CAPACITY IN COMMUNITIES THROUGHOUT THE UNITED STATES.

NAME OF RECIPIENT - ISSUE ONE

TO SUPPORT A TRAINING PROGRAM AIMED AT ENSURING SAFE AND SECURE ELECTIONS AND CREATING STRONGER ELECTION INFRASTRUCTURE.

NAME OF RECIPIENT - LEGACY GLOBAL PROGRAMS

TO SUPPORT A PROJECT AIMED AT SOLVING THE PROBLEM OF UNDERINVESTMENT IN UNDERREPRESENTED GROUPS BY THINKING DIFFERENTLY AND RAISING AWARENESS ABOUT HOW FUND MANAGERS CAN RAISE CAPITAL, BUILD COMPANIES TO SUCCESS AND GENERATE INCLUSIVE WEALTH.

NAME OF RECIPIENT - LEXINGTON OBSERVER, INC.

TO SUPPORT A "LOCAL NEWS HUB" PROJECT AIMED AT INCREASING THE CAPACITY OF LOCAL NEWSROOMS TO REPORT ON WOMENS POLITICAL LEADERSHIP.

NAME OF RECIPIENT - MANAGEMENT LEADERSHIP FOR TOMORROW

TO PROVIDE EDUCATION AND SKILL DEVELOPMENT FOR HISTORICALLY UNDERREPRESENTED PEOPLE IN THE TECH SECTOR.

NAME OF RECIPIENT - NEW VENTURE FUND

TO SUPPORT NVFS PROJECT, THE LEAGUE, IN ITS EFFORTS TO RAISE PUBLIC

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

AWARENESS OF WOMENS LEADERSHIP AND UNDERSCORE THE IMPORTANCE OF EQUAL REPRESENTATION.

NAME OF RECIPIENT - NEW VENTURE FUND

TO SUPPORT THE CLEAN SLATE INITIATIVE PROJECT, WHICH ADVOCATES FOR AND SUPPORTS IMPLEMENTATION OF LAWS THAT SUPPORT CLEARANCE OF CRIMINAL RECORDS POST-SENTENCE IN THE UNITED STATES.

NAME OF RECIPIENT - NEW VENTURE FUND

TO SUPPORT HX DESIGN LAB PROJECT, DEVELOPING NEW SOLUTIONS TO INCREASE YOUNG PEOPLE'S HEALTHY ENGAGEMENT WITH TECHNOLOGY.

NAME OF RECIPIENT - NEW VENTURE FUND

TO SUPPORT THE HEADSTREAM ECOSYSTEM INITIATIVE, A PROJECT AIMED AT FUELING EXPLORATION AND GROWTH ACROSS THE YOUTH DIGITAL WELLBEING ECOSYSTEM.

NAME OF RECIPIENT - PANORAMA GLOBAL

TO PROVIDE BRIDGE FUNDING FOR THE ASCEND FUND, SUPPORTING EDUCATION AND TRAINING FOR WOMEN AND GIRLS ABOUT LEADERSHIP AND THE POLITICAL PROCESS ON A NON-PARTISAN BASIS.

NAME OF RECIPIENT - PANORAMA GLOBAL

TO SUPPORT THE ASCEND FUND, A COLLABORATIVE FUND SUPPORTING EFFORTS TO EDUCATE AND TRAIN WOMEN AND GIRLS ABOUT LEADERSHIP AND THE POLITICAL PROCESS ON A NON-PARTISAN BASIS.

NAME OF RECIPIENT - PANORAMA GLOBAL

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TO PROVIDE FURTHER BRIDGE FUNDING FOR THE ASCEND FUND, EDUCATING AND
TRAINING WOMEN ABOUT LEADERSHIP AND THE POLITICAL PROCESS ON A
NON-PARTISAN BASIS.

NAME OF RECIPIENT - PRESIDENT AND FELLOWS OF HARVARD COLLEGE
TO SUPPORT THE CENTER FOR HUMAN EXPERIENCE AND DIGITAL THRIVING
PROGRAM, AIMED AT SHIFTING THE WAY THE PUBLIC THINKS ABOUT TECHNOLOGY
AND ITS ROLE IN OUR LIVES.

NAME OF RECIPIENT - ROCKEFELLER PHILANTHROPY ADVISORS, INC.
TO SUPPORT A FUND AIMED AT TRANSFORMING CARE SYSTEMS AND SUPPORTS FOR
CAREGIVERS SO ALL FAMILIES CAN THRIVE AND LIVE WITH DIGNITY IN A
PROSPEROUS AND EQUITABLE ECONOMY.

NAME OF RECIPIENT - RUTGERS UNIVERSITY FOUNDATION
TO SUPPORT THE CENTER FOR AMERICAN WOMEN AND POLITICS, PROVIDING DATA
ANALYSIS AND RESEARCH ON WOMENS POLITICAL PARTICIPATION.

NAME OF RECIPIENT - SCHOOL-BASED HEALTH ALLIANCE
TO SUPPORT THE SCHOOL-BASED HEALTH CARE COORDINATION INITIATIVE
PROJECT, SEEKING TO INCREASE ACCESS TO HIGH-QUALITY HEALTH CARE IN
SCHOOLS.

NAME OF RECIPIENT - SURGO HEALTH, P.B.C.
TO SUPPORT THE EXPOSING THE INVISIBLE EPIDEMIC: EQUITY-FIRST YOUTH
MENTAL HEALTH TRACKER PROJECT, EDUCATING ABOUT YOUTH WELLBEING VIA A
RELIABLE, COMPREHENSIVE, AND EQUITY-FOCUSED MEASURE OF YOUTH WELLBEING.

Part XIV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - THE ASSOCIATED PRESS

TO SUPPORT A SERIES OF STORIES AND REPORTS TO BETTER UNDERSTAND GENDER AND RACIAL INEQUITIES IN OUR CULTURE, STRATEGIES THAT ARE WORKING TO FIND SOLUTIONS TO THOSE INEQUITIES AND IDENTIFYING WHERE PROBLEMS STILL EXIST.

NAME OF RECIPIENT - TIDES CENTER

TO SUPPORT THE VCINLUDE PROJECT, AIMED AT INCREASING AWARENESS OF HOW INVESTMENT INTO HISTORICALLY UNDERREPRESENTED LEADERS CAN DRIVE ECONOMIC GROWTH.

NAME OF RECIPIENT - TIDES FOUNDATION

TO SUPPORT THE SISTER DISTRICT EDUCATION FUND PROJECT, CONDUCTING RESEARCH, EDUCATING, AND CONVENING STAKEHOLDERS TO SUPPORT WOMENS LEADERSHIP AT THE STATE LEVEL.

NAME OF RECIPIENT - UNIVERSITY OF SOUTHERN CALIFORNIA

TO SUPPORT AN ANNENBURG INCLUSION INITIATIVE PROJECT, EDUCATING AND ACTIVATING MEN AS ALLIES IN THE ENTERTAINMENT SPACE TO ADVANCE WOMEN'S EQUALITY.

NAME OF RECIPIENT - UNIVERSITY OF WASHINGTON FOUNDATION

TO SUPPORT A FOREFRONT SUICIDE PREVENTION PROJECT, ADDRESSING YOUTH SUICIDE BY LOWERING BARRIERS FOR ACCESSING MENTAL HEALTH ASSETS WITHIN COMMUNITIES.

NAME OF RECIPIENT - WILLIAM J. BRENNAN JR. CENTER FOR JUSTICE, INC.

TO SUPPORT A RESEARCH PROJECT AIMED AT UNDERSTANDING AND RESPONDING TO

Part XIV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

THREATS AND VIOLENCE THAT HINDER FULL DEMOCRATIC PARTICIPATION AND

EQUAL POLITICAL OPPORTUNITY.

NAME OF RECIPIENT - WOMEN IN FILM

TO SUPPORT WOMEN IN FILM'S WORK TO EDUCATE AND ACTIVATE MEN AS ALLIES

IN THE ENTERTAINMENT SPACE TO ADVANCE WOMEN'S EQUALITY.

Part XIV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ADVERTISING COUNCIL, INC.
FOR ADDITIONAL SUPPORT OF THE SOUND IT OUT CAMPAIGN, A PROJECT AIMED TO HELP PARENTS AND CAREGIVERS HAVE MEANINGFUL CONVERSATIONS ABOUT EMOTIONAL WELLBEING WITH THEIR MIDDLE SCHOOLERS.

NAME OF RECIPIENT - CENTER FOR COMMUNITY CHANGE
TO SUPPORT THE MAVEN COLLABORATIVE PROJECT, AIMED AT RAISING AWARENESS AND CONDUCTING RESEARCH ON ECONOMIC JUSTICE.

NAME OF RECIPIENT - HOPEWELL FUND
TO SUPPORT HOPEWELL FUND'S LEADERSHIP NOW EDUCATION FUND, EDUCATING WOMEN BUSINESS LEADERS ABOUT POLITICAL POWER ON A NONPARTISAN BASIS.

NAME OF RECIPIENT - HOPEWELL FUND
TO SUPPORT THE CIVIC (RE)SOLVE EDUCATION FUND, A PROJECT WORKING TO BUILD A THRIVING DEMOCRACY THROUGH ORGANIZATIONS THAT SUPPORT DIVERSE AND ENDURING CIVIC CAPACITY IN COMMUNITIES THROUGHOUT THE UNITED STATES.

NAME OF RECIPIENT - ISSUE ONE
TO SUPPORT A TRAINING PROGRAM AIMED AT ENSURING SAFE AND SECURE ELECTIONS AND CREATING STRONGER ELECTION INFRASTRUCTURE.

NAME OF RECIPIENT - LEGACY GLOBAL PROGRAMS
TO SUPPORT A PROJECT AIMED AT SOLVING THE PROBLEM OF UNDERINVESTMENT IN UNDERREPRESENTED GROUPS BY THINKING DIFFERENTLY AND RAISING AWARENESS ABOUT HOW FUND MANAGERS CAN RAISE CAPITAL, BUILD COMPANIES TO SUCCESS AND GENERATE INCLUSIVE WEALTH.

Part XIV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - LEXINGTON OBSERVER, INC.

TO SUPPORT A "LOCAL NEWS HUB" PROJECT AIMED AT INCREASING THE CAPACITY OF LOCAL NEWSROOMS TO REPORT ON WOMENS POLITICAL LEADERSHIP.

NAME OF RECIPIENT - MANAGEMENT LEADERSHIP FOR TOMORROW

TO PROVIDE EDUCATION AND SKILL DEVELOPMENT FOR HISTORICALLY UNDERREPRESENTED PEOPLE IN THE TECH SECTOR.

NAME OF RECIPIENT - NEW VENTURE FUND

TO SUPPORT NVFS PROJECT, THE LEAGUE, IN ITS EFFORTS TO RAISE PUBLIC AWARENESS OF WOMENS LEADERSHIP AND UNDERSCORE THE IMPORTANCE OF EQUAL REPRESENTATION.

NAME OF RECIPIENT - NEW VENTURE FUND

TO SUPPORT THE HEADSTREAM ECOSYSTEM INITIATIVE, A PROJECT AIMED AT FUELING EXPLORATION AND GROWTH ACROSS THE YOUTH DIGITAL WELLBEING ECOSYSTEM.

NAME OF RECIPIENT - PRESIDENT AND FELLOWS OF HARVARD COLLEGE

TO SUPPORT THE CENTER FOR HUMAN EXPERIENCE AND DIGITAL THRIVING PROGRAM, AIMED AT SHIFTING THE WAY THE PUBLIC THINKS ABOUT TECHNOLOGY AND ITS ROLE IN OUR LIVES.

NAME OF RECIPIENT - RUTGERS UNIVERSITY FOUNDATION

TO SUPPORT THE CENTER FOR AMERICAN WOMEN AND POLITICS, PROVIDING DATA ANALYSIS AND RESEARCH ON WOMENS POLITICAL PARTICIPATION.

Part XIV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - SCHOOL-BASED HEALTH ALLIANCE

TO SUPPORT THE SCHOOL-BASED HEALTH CARE COORDINATION INITIATIVE PROJECT, SEEKING TO INCREASE ACCESS TO HIGH-QUALITY HEALTH CARE IN SCHOOLS.

NAME OF RECIPIENT - SURGO HEALTH, P.B.C.

TO SUPPORT THE EXPOSING THE INVISIBLE EPIDEMIC: EQUITY-FIRST YOUTH MENTAL HEALTH TRACKER PROJECT, EDUCATING ABOUT YOUTH WELLBEING VIA A RELIABLE, COMPREHENSIVE, AND EQUITY-FOCUSED MEASURE OF YOUTH WELLBEING.

NAME OF RECIPIENT - THE ASSOCIATED PRESS

TO SUPPORT A SERIES OF STORIES AND REPORTS TO BETTER UNDERSTAND GENDER AND RACIAL INEQUITIES IN OUR CULTURE, STRATEGIES THAT ARE WORKING TO FIND SOLUTIONS TO THOSE INEQUITIES AND IDENTIFYING WHERE PROBLEMS STILL EXIST.

NAME OF RECIPIENT - TIDES CENTER

TO SUPPORT THE VCINLUDE PROJECT, AIMED AT INCREASING AWARENESS OF HOW INVESTMENT INTO HISTORICALLY UNDERREPRESENTED LEADERS CAN DRIVE ECONOMIC GROWTH.

NAME OF RECIPIENT - TIDES FOUNDATION

TO SUPPORT THE SISTER DISTRICT EDUCATION FUND PROJECT, CONDUCTING RESEARCH, EDUCATING, AND CONVENING STAKEHOLDERS TO SUPPORT WOMENS LEADERSHIP AT THE STATE LEVEL.

NAME OF RECIPIENT - UNIVERSITY OF SOUTHERN CALIFORNIA

TO SUPPORT AN ANNENBURG INCLUSION INITIATIVE PROJECT, EDUCATING AND

Part XIV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

ACTIVATING MEN AS ALLIES IN THE ENTERTAINMENT SPACE TO ADVANCE WOMEN'S EQUALITY.

NAME OF RECIPIENT - UNIVERSITY OF WASHINGTON FOUNDATION
TO SUPPORT A FOREFRONT SUICIDE PREVENTION PROJECT, ADDRESSING YOUTH SUICIDE BY LOWERING BARRIERS FOR ACCESSING MENTAL HEALTH ASSETS WITHIN COMMUNITIES.

NAME OF RECIPIENT - WOMEN IN FILM
TO SUPPORT WOMEN IN FILM'S WORK TO EDUCATE AND ACTIVATE MEN AS ALLIES IN THE ENTERTAINMENT SPACE TO ADVANCE WOMEN'S EQUALITY.

Form **2220** Department of the Treasury Internal Revenue Service

Underpayment of Estimated Tax by Corporations

Attach to the corporation's tax return. FORM 990-PF
Go to www.irs.gov/Form2220 for instructions and the latest information.

OMB No. 1545-0123 **2023**

Name: PIVOTAL PHILANTHROPIES FOUNDATION

Employer identification number: 88-2918646

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1	Total tax (see instructions)	1	170,457.
2 a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
c	Credit for federal tax paid on fuels (see instructions)	2c	
d	**Total.** Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than $500, **do not** complete or file this form. The corporation does not owe the penalty	3	170,457.
4	Enter the tax shown on the corporation's 2022 income tax return. See instructions. **Caution:** If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	
5	**Required annual payment.** Enter the **smaller** of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	170,457.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty. See instructions.

6 [ ] The corporation is using the adjusted seasonal installment method.

7 [X] The corporation is using the annualized income installment method.

8 [ ] The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

			(a)	(b)	(c)	(d)
9	**Installment due dates.** Enter in columns (a) through (d) the 15th day of the 4th (**Form 990-PF filers:** Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	05/15/23	06/15/23	09/15/23	12/15/23
10	**Required installments.** If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10	37,819.	37,820.	37,819.	56,999.
11	Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11	422,706.			
	Complete lines 12 through 18 of one column before going to the next column.					
12	Enter amount, if any, from line 18 of the preceding column	12		384,887.	347,067.	309,248.
13	Add lines 11 and 12	13		384,887.	347,067.	309,248.
14	Add amounts on lines 16 and 17 of the preceding column	14				
15	Subtract line 14 from line 13. If zero or less, enter -0-	15	422,706.	384,887.	347,067.	309,248.
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17	**Underpayment.** If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17				
18	**Overpayment.** If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	384,887.	347,067.	309,248.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions. Form **2220** (2023)

Part IV Figuring the Penalty

		(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. **(C corporations with tax years ending June 30 and S corporations:** Use 3rd month instead of 4th month. **Form 990-PF and Form 990-T filers:** Use 5th month instead of 4th month.) See instructions	19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20				
21 Number of days on line 20 after 4/15/2023 and before 7/1/2023	21				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{365}$ x 7% (0.07)	22	$	$	$	$
23 Number of days on line 20 after 6/30/2023 and before 10/1/2023	23				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365}$ x 7% (0.07)	24	$	$	$	$
25 Number of days on line 20 after 9/30/2023 and before 1/1/2024	25				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365}$ x 8% (0.08)	26	$	$	$	$
27 Number of days on line 20 after 12/31/2023 and before 4/1/2024	27				
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{366}$ x 8% (0.08)	28	$	$	$	$
29 Number of days on line 20 after 3/31/2024 and before 7/1/2024	29				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{366}$ x *%	30	$	$	$	$
31 Number of days on line 20 after 6/30/2024 and before 10/1/2024	31				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{366}$ x *%	32	$	$	$	$
33 Number of days on line 20 after 9/30/2024 and before 1/1/2025	33				
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33}}{366}$ x *%	34	$	$	$	$
35 Number of days on line 20 after 12/31/2024 and before 3/16/2025	35				
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35}}{365}$ x *%	36	$	$	$	$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	$	$	$	$

38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns ..... **38** $ 0.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at **www.irs.gov**. You can also call 800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120-S filers: *For lines 1, 2, 3, and 21, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.*

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.

		(a)	(b)	(c)	(d)
1 Enter taxable income for the following periods.		First 3 months	First 5 months	First 8 months	First 11 months
a Tax year beginning in 2020	1a				
b Tax year beginning in 2021	1b				
c Tax year beginning in 2022	1c				
2 Enter taxable income for each period for the tax year beginning in 2023. See the instructions for the treatment of extraordinary items	2				
3 Enter taxable income for the following periods.		First 4 months	First 6 months	First 9 months	Entire year
a Tax year beginning in 2020	3a				
b Tax year beginning in 2021	3b				
c Tax year beginning in 2022	3c				
4 Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4				
5 Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5				
6 Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6				
7 Add lines 4 through 6	7				
8 Divide line 7 by 3.0	8				
9a Divide line 2 by line 8	9a				
b Extraordinary items (see instructions)	9b				
c Add lines 9a and 9b	9c				
10 Figure the tax on the amt on ln 9c using the instr for Form 1120, Sch J, line 1, or comparable line of corp's return	10				
11a Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a				
b Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b				
c Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c				
12 Add lines 11a through 11c	12				
13 Divide line 12 by 3.0	13				
14 Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14				
15 Enter any alternative minimum tax (trusts only) for each payment period. See instructions	15				
16 Enter any other taxes for each payment period. See instr.	16				
17 Add lines 14 through 16	17				
18 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	18				
19 Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19				

Part II ** Annualized Income Installment Method

		(a)	(b)	(c)	(d)
20 Annualization periods (see instructions)	20	First 2 months	First 3 months	First 6 months	First 9 months
21 Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	21	1,813,878.	2,720,818.	5,441,635.	10,883,270.
22 Annualization amounts (see instructions)	22	6.000000	4.000000	2.000000	1.333330
23a Annualized taxable income. Multiply line 21 by line 22	23a	10,883,268.	10,883,272.	10,883,270.	14,510,990.
b Extraordinary items (see instructions)	23b				
c Add lines 23a and 23b	23c	10,883,268.	10,883,272.	10,883,270.	14,510,990.
24 Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 1, or comparable line of corporation's return	24	151,277.	151,277.	151,277.	201,703.
25 Enter any alternative minimum tax (trusts only) for each payment period. See instructions	25				
26 Enter any other taxes for each payment period. See instr.	26				
27 Total tax. Add lines 24 through 26	27	151,277.	151,277.	151,277.	201,703.
28 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	28				
29 Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	151,277.	151,277.	151,277.	201,703.
30 Applicable percentage	30	25%	50%	75%	100%
31 Multiply line 29 by line 30	31	37,819.	75,639.	113,458.	201,703.

Part III Required Installments

Note: Complete lines 32 through 38 of one column before completing the next column.		1st installment	2nd installment	3rd installment	4th installment
32 If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the **smaller** of the amounts in each column from line 19 or line 31	32	37,819.	75,639.	113,458.	201,703.
33 Add the amounts in all preceding columns of line 38. See instructions	33		37,819.	75,639.	113,458.
34 **Adjusted seasonal or annualized income installments.** Subtract line 33 from line 32. If zero or less, enter -0-	34	37,819.	37,820.	37,819.	88,245.
35 Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. **Note:** "Large corporations," see the instructions for line 10 for the amounts to enter	35	42,614.	42,615.	42,614.	42,614.
36 Subtract line 38 of the preceding column from line 37 of the preceding column	36		4,795.	9,590.	14,385.
37 Add lines 35 and 36	37	42,614.	47,410.	52,204.	56,999.
38 **Required installments.** Enter the **smaller** of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	38	37,819.	37,820.	37,819.	56,999.

** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION

FORM 990-PF OTHER EXPENSES STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAN & MANAGEMENT FEES	49,637.	49,637.		0.
PAPER CHECK FEE	2.	0.		2.
TO FORM 990-PF, PG 1, LN 23	49,639.	49,637.		2.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 2

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UNITED STATES TREASURY NOTES	X		486,178,097.	486,178,097.
TOTAL U.S. GOVERNMENT OBLIGATIONS			486,178,097.	486,178,097.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			486,178,097.	486,178,097.

FORM 990-PF OTHER ASSETS STATEMENT 3

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST/DIVIDENDS RECEIVABLE	0.	1,879,604.	1,879,604.
TO FORM 990-PF, PART II, LINE 15	0.	1,879,604.	1,879,604.

FORM 990-PF EXPLANATION CONCERNING PART VI-A, LINE 8B STATEMENT 4

EXPLANATION

THE STATE OF WASHINGTON DOES NOT REQUIRE PRIVATE FOUNDATIONS TO SUBMIT A COPY OF THE FORM 990-PF TO THE ATTORNEY GENERAL.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 5
PART VI-B, LINE 5D

GRANTEE'S NAME

SURGO HEALTH, P.B.C.

GRANTEE'S ADDRESS

1701 RHODE ISLAND AVENUE NW
WASHINGTON, WA 20036

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
2,009,141.	07/01/23	0.

PURPOSE OF GRANT

TO SUPPORT THE EXPOSING THE INVISIBLE EPIDEMIC: EQUITY-FIRST YOUTH MENTAL HEALTH TRACKER PROJECT, EDUCATING ABOUT YOUTH WELLBEING VIA A RELIABLE, COMPREHENSIVE, AND EQUITY-FOCUSED MEASURE OF YOUTH WELLBEING.

DATES OF REPORTS BY GRANTEE

02/01/2024

ANY DIVERSION BY GRANTEE

THE GRANTOR IS NOT AWARE OF ANY DIVERSION OF FUNDS.

GRANTEE'S NAME

THE ASSOCIATED PRESS

GRANTEE'S ADDRESS

200 LIBERTY STREET
NEW YORK, NY 10281

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
85,000.	11/08/23	0.

PURPOSE OF GRANT

TO SUPPORT A SERIES OF STORIES AND REPORTS TO BETTER UNDERSTAND GENDER AND RACIAL INEQUITIES IN OUR CULTURE, STRATEGIES THAT ARE WORKING TO FIND SOLUTIONS TO THOSE INEQUITIES AND IDENTIFYING WHERE PROBLEMS STILL EXIST.

DATES OF REPORTS BY GRANTEE

02/01/2024

ANY DIVERSION BY GRANTEE

THE GRANTOR IS NOT AWARE OF ANY DIVERSION OF FUNDS.