

PUBLIC DISCLOSURE COPY

Form **990**

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

2020

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Open to Public Inspection

A For the 2020 calendar year, or tax year beginning and ending

| | | | |
|--|--|--|--|
| B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending | C Name of organization CLIMATEWORKS FOUNDATION | | D Employer identification number 26-2303250 |
| | Doing business as | | E Telephone number (415) 433-0500 |
| | Number and street (or P.O. box if mail is not delivered to street address) | Room/suite | G Gross receipts \$ 228,776,673. |
| | 235 MONTGOMERY STREET | 1300 | H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| | City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94104 | | H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No |
| F Name and address of principal officer: CHRIS DECARDY SAME AS C ABOVE | | If "No," attach a list. See instructions | |
| I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527 | | | |
| J Website: ▶ WWW.CLIMATEWORKS.ORG | | | |
| K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶ | | L Year of formation: 2008 | M State of legal domicile: DE |

Part I Summary

| | | | |
|---|--|--|--|
| Activities & Governance | 1 Briefly describe the organization's mission or most significant activities: TO END THE CLIMATE CRISIS BY AMPLIFYING THE POWER OF PHILANTHROPY. | | |
| | 2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets. | | |
| | 3 Number of voting members of the governing body (Part VI, line 1a) | 3 | 11 |
| | 4 Number of independent voting members of the governing body (Part VI, line 1b) | 4 | 10 |
| | 5 Total number of individuals employed in calendar year 2020 (Part V, line 2a) | 5 | 93 |
| | 6 Total number of volunteers (estimate if necessary) | 6 | 14 |
| | 7 a Total unrelated business revenue from Part VIII, column (C), line 12 | 7a | 0. |
| b Net unrelated business taxable income from Form 990-T, Part I, line 11 | 7b | 0. | |
| Revenue | 8 Contributions and grants (Part VIII, line 1h) | Prior Year 93,251,324. | Current Year 178,443,760. |
| | 9 Program service revenue (Part VIII, line 2g) | 46,231. | 559,130. |
| | 10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) | 113,771. | -306,712. |
| | 11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) | 166,172. | 79,102. |
| | 12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) | 93,577,498. | 178,775,280. |
| | Expenses | 13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) | 47,468,972. |
| 14 Benefits paid to or for members (Part IX, column (A), line 4) | | 0. | 0. |
| 15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) | | 17,711,179. | 19,134,060. |
| 16a Professional fundraising fees (Part IX, column (A), line 11e) | | 5,375. | 0. |
| b Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,914,012. | | | |
| 17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) | | 23,635,855. | 23,324,254. |
| 18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) | 88,821,381. | 110,586,077. | |
| 19 Revenue less expenses. Subtract line 18 from line 12 | 4,756,117. | 68,189,203. | |
| Net Assets or Fund Balances | 20 Total assets (Part X, line 16) | Beginning of Current Year 203,699,739. | End of Year 272,486,239. |
| | 21 Total liabilities (Part X, line 26) | 29,184,940. | 28,521,430. |
| | 22 Net assets or fund balances. Subtract line 21 from line 20 | 174,514,799. | 243,964,809. |

Part II Signature Block

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

| | | | | | |
|---|--|--|-------------------------------|---|--------------------------|
| Sign Here | Signature of officer | Date | | | |
| | CHRIS DECARDY, ACTING CEO Type or print name and title | | | | |
| Paid Preparer Use Only | Print/Type preparer's name MICHAEL LUMSDEN | Preparer's signature MICHAEL LUMSDEN | Date 10/14/21 | Check if self-employed <input type="checkbox"/> | PTIN P01262236 |
| | Firm's name ▶ MOSS ADAMS LLP | Firm's EIN ▶ 91-0189318 | Phone no. 415-956-1500 | | |
| Firm's address ▶ 101 SECOND STREET SUITE 900 SAN FRANCISCO, CA 94105 | | | | | |

May the IRS discuss this return with the preparer shown above? See instructions Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.

4a (Code:) (Expenses \$ 74,954,922. including grants of \$ 48,474,134.) (Revenue \$ 524,130.) SEE SCHEDULE O

4b (Code:) (Expenses \$ 27,788,109. including grants of \$ 19,653,629.) (Revenue \$ 35,000.) SEE SCHEDULE O

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe on Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 102,743,031.

Part IV Checklist of Required Schedules

| | Yes | No |
|--|-----|----|
| 1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> | X | |
| 2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ? | X | |
| 3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i> | | X |
| 4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i> | X | |
| 5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i> | | X |
| 6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> | | X |
| 7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i> | | X |
| 8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> | | X |
| 9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> | X | |
| 10 Did the organization, directly or through a related organization, hold assets in donor-restricted endowments or in quasi endowments? <i>If "Yes," complete Schedule D, Part V</i> | | X |
| 11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable. | | |
| a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i> | X | |
| b Did the organization report an amount for investments - other securities in Part X, line 12, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i> | | X |
| c Did the organization report an amount for investments - program related in Part X, line 13, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i> | | X |
| d Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i> | | X |
| e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> | X | |
| f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i> | X | |
| 12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i> | X | |
| b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i> | | X |
| 13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i> | | X |
| 14a Did the organization maintain an office, employees, or agents outside of the United States? | X | |
| b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i> | X | |
| 15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i> | X | |
| 16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i> | | X |
| 17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i> | | X |
| 18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> | | X |
| 19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> | | X |
| 20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i> | | X |
| b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? | | |
| 21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> | X | |

Part IV Checklist of Required Schedules (continued)

| | Yes | No |
|---|-----|----|
| 22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> | | X |
| 23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> | X | |
| 24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i> | | X |
| b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? | | |
| c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? | | |
| d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? | | |
| 25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> | | X |
| b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> | | X |
| 26 Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part II</i> | | X |
| 27 Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i> | | X |
| 28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions, for applicable filing thresholds, conditions, and exceptions): | | |
| a A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| b A family member of any individual described in line 28a? <i>If "Yes," complete Schedule L, Part IV</i> | | X |
| c A 35% controlled entity of one or more individuals and/or organizations described in lines 28a or 28b? <i>If "Yes," complete Schedule L, Part IV</i> | X | |
| 29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> | X | |
| 30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> | | X |
| 31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> | | X |
| 32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> | | X |
| 33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> | X | |
| 34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i> | | X |
| 35a Did the organization have a controlled entity within the meaning of section 512(b)(13)? | | X |
| b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> | | |
| 36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> | | X |
| 37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> | | X |
| 38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? | X | |

Note: All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

| | Yes | No |
|---|-----|----|
| 1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable | | |
| b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable | | |
| c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? | X | |

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)

Table with columns for question number, question text, and Yes/No response boxes. Includes questions 2a through 16 regarding employee counts, tax returns, unrelated business income, foreign accounts, prohibited transactions, and charitable contributions.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a (11), 1b (10), 2 (X), 3 (X), 4 (X), 5 (X), 6 (X), 7a (X), 7b (X), 8a (X), 8b (X), 9 (X).

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a (X), 10b, 11a (X), 11b, 12a (X), 12b (X), 12c (X), 13 (X), 14 (X), 15a (X), 15b (X), 16a (X), 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed CA, DC, IL, KY, MA, MN, MO, NJ, NY, OH, PA, TX
18 Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
19 Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, address, and telephone number of the person who possesses the organization's books and records

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations. See instructions for the order in which to list the persons above.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

| (A) Name and title | (B) Average hours per week (list any hours for related organizations below line) | (C) Position (do not check more than one box, unless person is both an officer and a director/trustee) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|--|---|---|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| (1) CHARLOTTE PERA PRESIDENT AND CEO | 40.00 | X | | X | | | | 566,661. | 0. | 55,978. |
| (2) SHAWN P. REIFSTECK VP, STRATEGY, COLLABORATIONS & BRAND | 40.00 | | | | X | | | 410,447. | 0. | 78,163. |
| (3) CHARLES MCELWEE VP, PROGRAMS | 40.00 | | | | X | | | 412,444. | 0. | 75,603. |
| (4) SUSAN ELIZABETH COOK VP, OPERATIONS AND PLANNING | 40.00 | | | | X | | | 420,131. | 0. | 56,883. |
| (5) IRENE KIM VP, DEVELOPMENT | 40.00 | | | | X | | | 393,612. | 0. | 76,525. |
| (6) SURABI MENON VP, GLOBAL INTELLIGENCE | 40.00 | | | | X | | | 351,470. | 0. | 67,252. |
| (7) BRIAN MCCrackEN CFO, TREASURER | 40.00 | | | X | | | | 327,764. | 0. | 79,188. |
| (8) DANIEL ZARIN SR. DIRECTOR OF PROGRAMS, CLUA | 40.00 | | | | | X | | 305,206. | 0. | 74,498. |
| (9) MARY RAFTERY SR. ADVISOR, FUNDER COLLABORATIONS | 40.00 | | | | | X | | 298,683. | 0. | 56,203. |
| (10) JAN DERRICKSON PROG. DIR., CARBON DIOXIDE REMOVAL | 40.00 | | | | | X | | 284,612. | 0. | 62,915. |
| (11) ILMI GRANOFF PROG. DIR., SUSTAINABLE FINANCE | 40.00 | | | | | X | | 268,027. | 0. | 76,772. |
| (12) ANTHONY EGGERT PROGRAM DIRECTOR, TRANSPORTATION | 40.00 | | | | | X | | 282,260. | 0. | 60,452. |
| (13) GRETCHEN RAU SECRETARY | 40.00 | | | X | | | | 161,386. | 0. | 34,051. |
| (14) DANIEL HAMZA-GOODACRE FORMER EXECUTIVE DIRECTOR, K-CEP | 40.00 | | | | | | X | 183,983. | 0. | 8,030. |
| (15) CHRIS DECARDY BOARD DIRECTOR THROUGH 9/2020 | 2.00 | X | | | | | | 0. | 0. | 0. |
| (16) JAMSHYD GODREJ BOARD DIRECTOR | 2.00 | X | | | | | | 0. | 0. | 0. |
| (17) CAIO KOCH-WESER BOARD DIRECTOR | 2.00 | X | | | | | | 0. | 0. | 0. |

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

| (A) Name and title | (B) Average hours per week (list any hours for related organizations below line) | (C) Position (do not check more than one box, unless person is both an officer and a director/trustee) | | | | | | (D) Reportable compensation from the organization (W-2/1099-MISC) | (E) Reportable compensation from related organizations (W-2/1099-MISC) | (F) Estimated amount of other compensation from the organization and related organizations |
|--|---|---|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
| | | Individual trustee or director | Institutional trustee | Officer | Key employee | Highest compensated employee | Former | | | |
| (18) LARRY KRAMER BOARD DIRECTOR | 2.00 | X | | | | | | 0. | 0. | 0. |
| (19) NANCY LINDBORG BOARD DIRECTOR | 2.00 | X | | | | | | 0. | 0. | 0. |
| (20) PAMELA MATSON BOARD DIRECTOR THROUGH 4/2020 | 2.00 | X | | | | | | 0. | 0. | 0. |
| (21) FRANKLIN M. ORR, JR. BOARD DIRECTOR | 2.00 | X | | | | | | 0. | 0. | 0. |
| (22) KYUNG-AH PARK BOARD DIRECTOR | 2.00 | X | | | | | | 0. | 0. | 0. |
| (23) KRISTIAN PARKER BOARD DIRECTOR | 2.00 | X | | | | | | 0. | 0. | 0. |
| (24) JOHN D. PODESTA BOARD DIRECTOR | 2.00 | X | | | | | | 0. | 0. | 0. |
| (25) SUSAN TIERNEY BOARD CHAIR | 2.00 | X | | | | | | 0. | 0. | 0. |
| (26) ANTHA WILLIAMS BOARD DIRECTOR | 2.00 | X | | | | | | 0. | 0. | 0. |
| 1b Subtotal | | | | | | | | 4,666,686. | 0. | 862,513. |
| c Total from continuation sheets to Part VII, Section A | | | | | | | | 0. | 0. | 0. |
| d Total (add lines 1b and 1c) | | | | | | | | 4,666,686. | 0. | 862,513. |

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **52**

| | Yes | No |
|---|-----|----|
| 3 Did the organization list any former officer, director, trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i> | X | |
| 4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i> | X | |
| 5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i> | | X |

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

| (A) Name and business address | (B) Description of services | (C) Compensation |
|--|--------------------------------|---------------------|
| VIVID ECONOMICS BV, 2E DELISTRAAT 29, 3531 SX, UTRECHT, NETHERLANDS | PROGRAM AND PROF. SERVICES | 898,000. |
| PT JESTIO BARIO NEURONE, THE CITY TOWER, LEVEL 12-1N, JL. MH THAMRIN 81, JAKARTA, CALIFORNIA ENVIRONMENTAL ASSOCIATES, 423 WASHINGTON ST 3RD FL, SAN FRANCISCO, CA | PROGRAM SERVICES | 871,575. |
| CURTIS D. RAVENEL/SUSTAINABLE & CLIMATE STR 8 WEST 13TH ST APT 4F, NEW YORK, NY 10011 | PROGRAM AND PROF. SERVICES | 630,376. |
| VESANCY FORESTRY CONSULTANTS 145 CHEMIN DU CRET, VESANCY, FRANCE 01770 | PROGRAM MANAGEMENT SERVICES | 610,000. |
| | | 507,620. |

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **48**

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

| | | | (A) | (B) | (C) | (D) | |
|---|---|----------------------|----------------|------------------------------------|----------------------------|--|--|
| | | | Total revenue | Related or exempt function revenue | Unrelated business revenue | Revenue excluded from tax under sections 512 - 514 | |
| Contributions, Gifts, Grants and Other Similar Amounts | 1 a Federated campaigns | 1a | | | | | |
| | b Membership dues | 1b | | | | | |
| | c Fundraising events | 1c | | | | | |
| | d Related organizations | 1d | | | | | |
| | e Government grants (contributions) | 1e | 10,578,900. | | | | |
| | f All other contributions, gifts, grants, and similar amounts not included above | 1f | 167,864,860. | | | | |
| | g Noncash contributions included in lines 1a-1f | 1g | \$ 50,001,393. | | | | |
| | h Total. Add lines 1a-1f | | | 178,443,760. | | | |
| Program Service Revenue | 2 a PROGRAM CONSULTING REVENUE | Business Code | | | | | |
| | | 541900 | 559,130. | 559,130. | | | |
| | b | | | | | | |
| | c | | | | | | |
| | d | | | | | | |
| | e | | | | | | |
| | f All other program service revenue | | | | | | |
| g Total. Add lines 2a-2f | | | 559,130. | | | | |
| Other Revenue | 3 Investment income (including dividends, interest, and other similar amounts) | | 53,021. | | | 53,021. | |
| | 4 Income from investment of tax-exempt bond proceeds | | | | | | |
| | 5 Royalties | | | | | | |
| | 6 a Gross rents | 6a | (i) Real | | | | |
| | | | (ii) Personal | | | | |
| | | | | | | | |
| | b Less: rental expenses | 6b | | | | | |
| | c Rental income or (loss) | 6c | | | | | |
| | d Net rental income or (loss) | | | | | | |
| | 7 a Gross amount from sales of assets other than inventory | 7a | (i) Securities | 49,641,660. | | | |
| | | | (ii) Other | | | | |
| | | | | | | | |
| | b Less: cost or other basis and sales expenses | 7b | 50,001,393. | | | | |
| | c Gain or (loss) | 7c | -359,733. | | | | |
| | d Net gain or (loss) | | | -359,733. | | -359,733. | |
| 8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18 | 8a | | | | | | |
| b Less: direct expenses | 8b | | | | | | |
| c Net income or (loss) from fundraising events | | | | | | | |
| 9 a Gross income from gaming activities. See Part IV, line 19 | 9a | | | | | | |
| b Less: direct expenses | 9b | | | | | | |
| c Net income or (loss) from gaming activities | | | | | | | |
| 10 a Gross sales of inventory, less returns and allowances | 10a | | | | | | |
| b Less: cost of goods sold | 10b | | | | | | |
| c Net income or (loss) from sales of inventory | | | | | | | |
| Miscellaneous Revenue | 11 a UBI TAX REFUND | Business Code | 900099 | 50,647. | | 50,647. | |
| | b BANKING REFUNDS | 900099 | 28,455. | | | 28,455. | |
| | c | | | | | | |
| | d All other revenue | | | | | | |
| | e Total. Add lines 11a-11d | | | 79,102. | | | |
| 12 Total revenue. See instructions | | | 178,775,280. | 559,130. | 0. | -227,610. | |

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX X

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII. | (A) Total expenses | (B) Program service expenses | (C) Management and general expenses | (D) Fundraising expenses |
|---|-----------------------|---------------------------------|--|-----------------------------|
| 1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21 ... | 38,593,626. | 38,593,626. | | |
| 2 Grants and other assistance to domestic individuals. See Part IV, line 22 | | | | |
| 3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16 | 29,534,137. | 29,534,137. | | |
| 4 Benefits paid to or for members | | | | |
| 5 Compensation of current officers, directors, trustees, and key employees | 3,594,487. | 1,511,476. | 1,430,265. | 652,746. |
| 6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) | | | | |
| 7 Other salaries and wages | 11,565,600. | 9,049,150. | 1,899,577. | 616,873. |
| 8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions) | 1,463,580. | 1,141,516. | 252,272. | 69,792. |
| 9 Other employee benefits | 1,645,129. | 1,151,887. | 412,465. | 80,777. |
| 10 Payroll taxes | 865,264. | 583,988. | 199,118. | 82,158. |
| 11 Fees for services (nonemployees): | | | | |
| a Management | 635,403. | 419,304. | 216,006. | 93. |
| b Legal | 182,170. | 53,513. | 128,657. | |
| c Accounting | 95,250. | | 95,250. | |
| d Lobbying | | | | |
| e Professional fundraising services. See Part IV, line 17 | | | | |
| f Investment management fees | | | | |
| g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.) | 17,549,667. | 17,119,548. | 400,571. | 29,548. |
| 12 Advertising and promotion | | | | |
| 13 Office expenses | 384,835. | 235,590. | 101,156. | 48,089. |
| 14 Information technology | 1,525,496. | 1,214,519. | 206,407. | 104,570. |
| 15 Royalties | | | | |
| 16 Occupancy | 1,761,036. | 1,221,971. | 361,162. | 177,903. |
| 17 Travel | 601,763. | 484,189. | 89,173. | 28,401. |
| 18 Payments of travel or entertainment expenses for any federal, state, or local public officials ... | | | | |
| 19 Conferences, conventions, and meetings | 335,259. | 311,789. | 21,483. | 1,987. |
| 20 Interest | | | | |
| 21 Payments to affiliates | | | | |
| 22 Depreciation, depletion, and amortization | 179,119. | 115,260. | 42,784. | 21,075. |
| 23 Insurance | 49,796. | | 49,796. | |
| 24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.) | | | | |
| a TAX FILING FEES | 12,299. | 1,160. | 11,139. | |
| b CURRENCY LOSS | 5,128. | | 5,128. | |
| c BUSINESS LICENSES | 2,585. | 408. | 2,177. | |
| d TRADEMARK FEES | 2,550. | | 2,550. | |
| e All other expenses | 1,898. | | 1,898. | |
| 25 Total functional expenses. Add lines 1 through 24e | 110,586,077. | 102,743,031. | 5,929,034. | 1,914,012. |
| 26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. | | | | |
| Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) | | | | |

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

| | | (A) Beginning of year | | (B) End of year |
|---|--|--------------------------|--------------|---------------------|
| Assets | 1 Cash - non-interest-bearing | 17,240,248. | 1 | 14,452,428. |
| | 2 Savings and temporary cash investments | 82,645,573. | 2 | 148,594,501. |
| | 3 Pledges and grants receivable, net | 102,157,595. | 3 | 106,988,136. |
| | 4 Accounts receivable, net | 74,884. | 4 | 666,457. |
| | 5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons | | 5 | |
| | 6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B) | | 6 | |
| | 7 Notes and loans receivable, net | | 7 | |
| | 8 Inventories for sale or use | | 8 | |
| | 9 Prepaid expenses and deferred charges | 377,551. | 9 | 567,320. |
| | 10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D | 10a 7,591,924. | | |
| | b Less: accumulated depreciation | 10b 6,669,431. | 905,415. | 10c 922,493. |
| | 11 Investments - publicly traded securities | | 11 | |
| | 12 Investments - other securities. See Part IV, line 11 | | 12 | |
| | 13 Investments - program-related. See Part IV, line 11 | | 13 | |
| | 14 Intangible assets | | 14 | |
| | 15 Other assets. See Part IV, line 11 | 298,473. | 15 | 294,904. |
| 16 Total assets. Add lines 1 through 15 (must equal line 33) | 203,699,739. | 16 | 272,486,239. | |
| Liabilities | 17 Accounts payable and accrued expenses | 5,463,991. | 17 | 4,134,225. |
| | 18 Grants payable | 23,027,937. | 18 | 21,665,177. |
| | 19 Deferred revenue | | 19 | |
| | 20 Tax-exempt bond liabilities | | 20 | |
| | 21 Escrow or custodial account liability. Complete Part IV of Schedule D | 456,849. | 21 | 1,820,000. |
| | 22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons | | 22 | |
| | 23 Secured mortgages and notes payable to unrelated third parties | | 23 | |
| | 24 Unsecured notes and loans payable to unrelated third parties | | 24 | |
| | 25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D | 236,163. | 25 | 902,028. |
| | 26 Total liabilities. Add lines 17 through 25 | 29,184,940. | 26 | 28,521,430. |
| Net Assets or Fund Balances | Organizations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33. | | | |
| | 27 Net assets without donor restrictions | 7,882,530. | 27 | 20,638,422. |
| | 28 Net assets with donor restrictions | 166,632,269. | 28 | 223,326,387. |
| | Organizations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 29 through 33. | | | |
| | 29 Capital stock or trust principal, or current funds | | 29 | |
| | 30 Paid-in or capital surplus, or land, building, or equipment fund | | 30 | |
| | 31 Retained earnings, endowment, accumulated income, or other funds | | 31 | |
| | 32 Total net assets or fund balances | 174,514,799. | 32 | 243,964,809. |
| | 33 Total liabilities and net assets/fund balances | 203,699,739. | 33 | 272,486,239. |

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

| | | | |
|----|--|----|--------------|
| 1 | Total revenue (must equal Part VIII, column (A), line 12) | 1 | 178,775,280. |
| 2 | Total expenses (must equal Part IX, column (A), line 25) | 2 | 110,586,077. |
| 3 | Revenue less expenses. Subtract line 2 from line 1 | 3 | 68,189,203. |
| 4 | Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A)) | 4 | 174,514,799. |
| 5 | Net unrealized gains (losses) on investments | 5 | |
| 6 | Donated services and use of facilities | 6 | |
| 7 | Investment expenses | 7 | |
| 8 | Prior period adjustments | 8 | |
| 9 | Other changes in net assets or fund balances (explain on Schedule O) | 9 | 1,260,807. |
| 10 | Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B)) | 10 | 243,964,809. |

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

| | Yes | No |
|--|-----|----|
| 1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O. | | |
| 2a Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis | | X |
| b Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis | X | |
| c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O. | X | |
| 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____ | | X |
| b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits _____ | | |

Form 990 (2020)

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

Attach to Form 990 or Form 990-EZ.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2020

Open to Public Inspection

Name of the organization: CLIMATEWORKS FOUNDATION; Employer identification number: 26-2303250

Part I Reason for Public Charity Status. (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 [] A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
2 [] A school described in section 170(b)(1)(A)(ii).
3 [] A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
4 [] A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii).
5 [] An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv).
6 [] A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
7 [X] An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi).
8 [] A community trust described in section 170(b)(1)(A)(vi).
9 [] An agricultural research organization described in section 170(b)(1)(A)(ix) operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture.
10 [] An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions...
11 [] An organization organized and operated exclusively to test for public safety.
12 [] An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations...
a [] Type I. A supporting organization operated, supervised, or controlled by its supported organization(s)...
b [] Type II. A supporting organization supervised or controlled in connection with its supported organization(s)...
c [] Type III functionally integrated. A supporting organization operated in connection with, and functionally integrated with, its supported organization(s)...
d [] Type III non-functionally integrated. A supporting organization operated in connection with its supported organization(s) that is not functionally integrated...
e [] Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
f Enter the number of supported organizations []
g Provide the following information about the supported organization(s).

Table with 6 columns: (i) Name of supported organization, (ii) EIN, (iii) Type of organization, (iv) Is the organization listed in your governing document?, (v) Amount of monetary support, (vi) Amount of other support. Includes a Total row at the bottom.

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2016 | (b) 2017 | (c) 2018 | (d) 2019 | (e) 2020 | (f) Total |
|--|-----------|-----------|-----------|-----------|-----------|-----------|
| 1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") | 49793259. | 100047059 | 162762191 | 93251324. | 178443760 | 584297593 |
| 2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | |
| 3 The value of services or facilities furnished by a governmental unit to the organization without charge | | | | | | |
| 4 Total. Add lines 1 through 3 | 49793259. | 100047059 | 162762191 | 93251324. | 178443760 | 584297593 |
| 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) | | | | | | 349720957 |
| 6 Public support. Subtract line 5 from line 4. | | | | | | 234576636 |

Section B. Total Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2016 | (b) 2017 | (c) 2018 | (d) 2019 | (e) 2020 | (f) Total |
|---|-----------|-----------|-----------|-----------|-----------|--------------------------|
| 7 Amounts from line 4 | 49793259. | 100047059 | 162762191 | 93251324. | 178443760 | 584297593 |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources | 28,900. | 46,856. | 81,109. | 113,771. | 53,021. | 323,657. |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on | | | | | | |
| 10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) | 1,800. | | | 166,172. | 79,102. | 247,074. |
| 11 Total support. Add lines 7 through 10 | | | | | | 584868324 |
| 12 Gross receipts from related activities, etc. (see instructions) | | | | | 12 | 645,361. |
| 13 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here | | | | | | <input type="checkbox"/> |

Section C. Computation of Public Support Percentage

| | | |
|---|-----------|-------------------------------------|
| 14 Public support percentage for 2020 (line 6, column (f), divided by line 11, column (f)) | 14 | 40.11 % |
| 15 Public support percentage from 2019 Schedule A, Part II, line 14 | 15 | 37.59 % |
| 16a 33 1/3% support test - 2020. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization | | <input checked="" type="checkbox"/> |
| b 33 1/3% support test - 2019. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization | | <input type="checkbox"/> |
| 17a 10% -facts-and-circumstances test - 2020. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here. Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization | | <input type="checkbox"/> |
| b 10% -facts-and-circumstances test - 2019. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here. Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization | | <input type="checkbox"/> |
| 18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions | | <input type="checkbox"/> |

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

| Calendar year (or fiscal year beginning in) ► | (a) 2016 | (b) 2017 | (c) 2018 | (d) 2019 | (e) 2020 | (f) Total |
|---|----------|----------|----------|----------|----------|-----------|
| 1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") | | | | | | |
| 2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose | | | | | | |
| 3 Gross receipts from activities that are not an unrelated trade or business under section 513 | | | | | | |
| 4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | |
| 5 The value of services or facilities furnished by a governmental unit to the organization without charge | | | | | | |
| 6 Total. Add lines 1 through 5 | | | | | | |
| 7a Amounts included on lines 1, 2, and 3 received from disqualified persons | | | | | | |
| b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year | | | | | | |
| c Add lines 7a and 7b | | | | | | |
| 8 Public support. (Subtract line 7c from line 6.) | | | | | | |

Section B. Total Support

| Calendar year (or fiscal year beginning in) ► | (a) 2016 | (b) 2017 | (c) 2018 | (d) 2019 | (e) 2020 | (f) Total |
|--|----------|----------|----------|----------|----------|-----------|
| 9 Amounts from line 6 | | | | | | |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources | | | | | | |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 | | | | | | |
| c Add lines 10a and 10b | | | | | | |
| 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on | | | | | | |
| 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) | | | | | | |
| 13 Total support. (Add lines 9, 10c, 11, and 12.) | | | | | | |

14 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

| | | |
|---|-----------|---|
| 15 Public support percentage for 2020 (line 8, column (f), divided by line 13, column (f)) | 15 | % |
| 16 Public support percentage from 2019 Schedule A, Part III, line 15 | 16 | % |

Section D. Computation of Investment Income Percentage

| | | |
|--|-----------|---|
| 17 Investment income percentage for 2020 (line 10c, column (f), divided by line 13, column (f)) | 17 | % |
| 18 Investment income percentage from 2019 Schedule A, Part III, line 17 | 18 | % |

19a 33 1/3% support tests - 2020. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2019. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked box 12a, Part I, complete Sections A and B. If you checked box 12b, Part I, complete Sections A and C. If you checked box 12c, Part I, complete Sections A, D, and E. If you checked box 12d, Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

| | Yes | No |
|--|-----|----|
| 1 Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i> | | |
| 2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i> | | |
| 3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer lines 3b and 3c below.</i> | | |
| b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i> | | |
| c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i> | | |
| 4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked box 12a or 12b in Part I, answer lines 4b and 4c below.</i> | | |
| b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i> | | |
| c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i> | | |
| 5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer lines 5b and 5c below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i> | | |
| b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document? | | |
| c Substitutions only. Was the substitution the result of an event beyond the organization's control? | | |
| 6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i> | | |
| 7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i> | | |
| 8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i> | | |
| 9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons, as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i> | | |
| b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i> | | |
| c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i> | | |
| 10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer line 10b below.</i> | | |
| b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i> | | |

Part IV Supporting Organizations (continued)

| | Yes | No |
|--|-----|----|
| 11 Has the organization accepted a gift or contribution from any of the following persons? | | |
| a A person who directly or indirectly controls, either alone or together with persons described in lines 11b and 11c below, the governing body of a supported organization? | | |
| b A family member of a person described in line 11a above? | | |
| c A 35% controlled entity of a person described in line 11a or 11b above? <i>If "Yes" to line 11a, 11b, or 11c, provide detail in Part VI.</i> | | |
| 11a | | |
| 11b | | |
| 11c | | |

Section B. Type I Supporting Organizations

| | Yes | No |
|---|-----|----|
| 1 Did the governing body, members of the governing body, officers acting in their official capacity, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's officers, directors, or trustees at all times during the tax year? <i>If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove officers, directors, or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.</i> | | |
| 2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? <i>If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.</i> | | |
| 1 | | |
| 2 | | |

Section C. Type II Supporting Organizations

| | Yes | No |
|--|-----|----|
| 1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? <i>If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).</i> | | |
| 1 | | |

Section D. All Type III Supporting Organizations

| | Yes | No |
|---|-----|----|
| 1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided? | | |
| 2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i> | | |
| 3 By reason of the relationship described in line 2, above, did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i> | | |
| 1 | | |
| 2 | | |
| 3 | | |

Section E. Type III Functionally Integrated Supporting Organizations

| | | | |
|---|--|--|--|
| 1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions). | | | |
| a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below. | | | |
| b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below. | | | |
| c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a governmental entity (see instructions). | | | |
| 2 Activities Test. Answer lines 2a and 2b below. | | | |
| a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? <i>If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.</i> | | | |
| b Did the activities described in line 2a, above, constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? <i>If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.</i> | | | |
| 3 Parent of Supported Organizations. Answer lines 3a and 3b below. | | | |
| a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? <i>If "Yes" or "No" provide details in Part VI.</i> | | | |
| b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i> | | | |
| 2a | | | |
| 2b | | | |
| 3a | | | |
| 3b | | | |

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI). See instructions.
 All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

| Section A - Adjusted Net Income | | (A) Prior Year | (B) Current Year (optional) |
|---------------------------------|--|----------------|-----------------------------|
| 1 | Net short-term capital gain | 1 | |
| 2 | Recoveries of prior-year distributions | 2 | |
| 3 | Other gross income (see instructions) | 3 | |
| 4 | Add lines 1 through 3. | 4 | |
| 5 | Depreciation and depletion | 5 | |
| 6 | Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions) | 6 | |
| 7 | Other expenses (see instructions) | 7 | |
| 8 | Adjusted Net Income (subtract lines 5, 6, and 7 from line 4) | 8 | |

| Section B - Minimum Asset Amount | | (A) Prior Year | (B) Current Year (optional) |
|----------------------------------|---|----------------|-----------------------------|
| 1 | Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year): | | |
| a | Average monthly value of securities | 1a | |
| b | Average monthly cash balances | 1b | |
| c | Fair market value of other non-exempt-use assets | 1c | |
| d | Total (add lines 1a, 1b, and 1c) | 1d | |
| e | Discount claimed for blockage or other factors (explain in detail in Part VI): | | |
| 2 | Acquisition indebtedness applicable to non-exempt-use assets | 2 | |
| 3 | Subtract line 2 from line 1d. | 3 | |
| 4 | Cash deemed held for exempt use. Enter 0.015 of line 3 (for greater amount, see instructions). | 4 | |
| 5 | Net value of non-exempt-use assets (subtract line 4 from line 3) | 5 | |
| 6 | Multiply line 5 by 0.035. | 6 | |
| 7 | Recoveries of prior-year distributions | 7 | |
| 8 | Minimum Asset Amount (add line 7 to line 6) | 8 | |

| Section C - Distributable Amount | | | Current Year |
|----------------------------------|---|---|--------------|
| 1 | Adjusted net income for prior year (from Section A, line 8, column A) | 1 | |
| 2 | Enter 0.85 of line 1. | 2 | |
| 3 | Minimum asset amount for prior year (from Section B, line 8, column A) | 3 | |
| 4 | Enter greater of line 2 or line 3. | 4 | |
| 5 | Income tax imposed in prior year | 5 | |
| 6 | Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions). | 6 | |
| 7 | <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions). | | |

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

| Section D - Distributions | | Current Year |
|----------------------------------|--|---------------------|
| 1 | Amounts paid to supported organizations to accomplish exempt purposes | 1 |
| 2 | Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity | 2 |
| 3 | Administrative expenses paid to accomplish exempt purposes of supported organizations | 3 |
| 4 | Amounts paid to acquire exempt-use assets | 4 |
| 5 | Qualified set-aside amounts (prior IRS approval required - provide details in Part VI) | 5 |
| 6 | Other distributions (describe in Part VI). See instructions. | 6 |
| 7 | Total annual distributions. Add lines 1 through 6. | 7 |
| 8 | Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions. | 8 |
| 9 | Distributable amount for 2020 from Section C, line 6 | 9 |
| 10 | Line 8 amount divided by line 9 amount | 10 |

| Section E - Distribution Allocations (see instructions) | (i) Excess Distributions | (ii) Underdistributions Pre-2020 | (iii) Distributable Amount for 2020 |
|--|-------------------------------------|---|--|
| 1 Distributable amount for 2020 from Section C, line 6 | | | |
| 2 Underdistributions, if any, for years prior to 2020 (reasonable cause required - explain in Part VI). See instructions. | | | |
| 3 Excess distributions carryover, if any, to 2020 | | | |
| a From 2015 | | | |
| b From 2016 | | | |
| c From 2017 | | | |
| d From 2018 | | | |
| e From 2019 | | | |
| f Total of lines 3a through 3e | | | |
| g Applied to underdistributions of prior years | | | |
| h Applied to 2020 distributable amount | | | |
| i Carryover from 2015 not applied (see instructions) | | | |
| j Remainder. Subtract lines 3g, 3h, and 3i from line 3f. | | | |
| 4 Distributions for 2020 from Section D, line 7: \$ | | | |
| a Applied to underdistributions of prior years | | | |
| b Applied to 2020 distributable amount | | | |
| c Remainder. Subtract lines 4a and 4b from line 4. | | | |
| 5 Remaining underdistributions for years prior to 2020, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions. | | | |
| 6 Remaining underdistributions for 2020. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions. | | | |
| 7 Excess distributions carryover to 2021. Add lines 3j and 4c. | | | |
| 8 Breakdown of line 7: | | | |
| a Excess from 2016 | | | |
| b Excess from 2017 | | | |
| c Excess from 2018 | | | |
| d Excess from 2019 | | | |
| e Excess from 2020 | | | |

Schedule A (Form 990 or 990-EZ) 2020

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:

MISCELLANEOUS REVENUE

2016 AMOUNT: \$ 1,800.

2019 AMOUNT: \$ 166,172.

2020 AMOUNT: \$ 79,102.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2020

Name of the organization

CLIMATEWORKS FOUNDATION

Employer identification number

26-2303250

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

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

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

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

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

| | |
|--|---|
| Name of organization CLIMATEWORKS FOUNDATION | Employer identification number 26-2303250 |
|--|---|

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 | <hr/> <hr/> <hr/> | \$ <u>15,875,000.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 2 | <hr/> <hr/> <hr/> | \$ <u>14,945,157.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 3 | <hr/> <hr/> <hr/> | \$ <u>9,055,601.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 4 | <hr/> <hr/> <hr/> | \$ <u>50,001,393.</u> | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.) |
| 5 | <hr/> <hr/> <hr/> | \$ <u>8,848,403.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 6 | <hr/> <hr/> <hr/> | \$ <u>6,096,415.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |

| | |
|--|---|
| Name of organization CLIMATEWORKS FOUNDATION | Employer identification number 26-2303250 |
|--|---|

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 |
|------------|-----------------------------------|----------------------------|---|
| 7 | <hr/> <hr/> <hr/> | \$ <u>6,533,199.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 8 | <hr/> <hr/> <hr/> | \$ <u>40,291,202.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| 9 | <hr/> <hr/> <hr/> | \$ <u>4,045,701.</u> | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | <hr/> <hr/> <hr/> | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | <hr/> <hr/> <hr/> | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |
| | <hr/> <hr/> <hr/> | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.) |

| | |
|--|---|
| Name of organization CLIMATEWORKS FOUNDATION | Employer identification number 26-2303250 |
|--|---|

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

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (See instructions.) | (d) Date received |
|------------------------------|---|---|----------------------|
| <u>4</u> | PUBLICLY TRADED SECURITIES _____ _____ _____ | \$ <u>50,001,393.</u> | <u>11/13/20</u> |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |
| _____ | _____ _____ _____ | \$ _____ | _____ |

| | |
|--|---|
| Name of organization CLIMATEWORKS FOUNDATION | Employer identification number 26-2303250 |
|--|---|

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 info. once.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

| | | | |
|--|----------------------------|---|--|
| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| | | | |
| (e) Transfer of gift | | | |
| Transferee's name, address, and ZIP + 4 | | Relationship of transferor to transferee | |
| | | | |
| | | | |

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2020

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (See separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (See separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

| | |
|--|---|
| Name of organization CLIMATEWORKS FOUNDATION | Employer identification number 26-2303250 |
|--|---|

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political campaign activity expenditures ▶ \$ _____
- 3 Volunteer hours for political campaign activities _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

| (a) Name | (b) Address | (c) EIN | (d) Amount paid from filing organization's funds. If none, enter -0-. | (e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-. |
|----------|-------------|---------|---|--|
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. **Schedule C (Form 990 or 990-EZ) 2020**

LHA

032041 12-02-20

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check if the filing organization checked box A and "limited control" provisions apply.

| Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.) | | (a) Filing organization's totals | (b) Affiliated group totals | | | | | | | | | | | | |
|--|---|---|--|--------------------|-------------------------------|---|--|---|--|--|---|-------------------|--------------|--|--|
| 1a | Total lobbying expenditures to influence public opinion (grassroots lobbying) | 75,000. | | | | | | | | | | | | | |
| b | Total lobbying expenditures to influence a legislative body (direct lobbying) | 255,000. | | | | | | | | | | | | | |
| c | Total lobbying expenditures (add lines 1a and 1b) | 330,000. | | | | | | | | | | | | | |
| d | Other exempt purpose expenditures | 110256077. | | | | | | | | | | | | | |
| e | Total exempt purpose expenditures (add lines 1c and 1d) | 110586077. | | | | | | | | | | | | | |
| f | Lobbying nontaxable amount. Enter the amount from the following table in both columns. | 1,000,000. | | | | | | | | | | | | | |
| <table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">If the amount on line 1e, column (a) or (b) is:</th> <th style="width: 50%;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table> | | If the amount on line 1e, column (a) or (b) is: | The lobbying nontaxable amount is: | Not over \$500,000 | 20% of the amount on line 1e. | Over \$500,000 but not over \$1,000,000 | \$100,000 plus 15% of the excess over \$500,000. | Over \$1,000,000 but not over \$1,500,000 | \$175,000 plus 10% of the excess over \$1,000,000. | Over \$1,500,000 but not over \$17,000,000 | \$225,000 plus 5% of the excess over \$1,500,000. | Over \$17,000,000 | \$1,000,000. | | |
| If the amount on line 1e, column (a) or (b) is: | The lobbying nontaxable amount is: | | | | | | | | | | | | | | |
| Not over \$500,000 | 20% of the amount on line 1e. | | | | | | | | | | | | | | |
| Over \$500,000 but not over \$1,000,000 | \$100,000 plus 15% of the excess over \$500,000. | | | | | | | | | | | | | | |
| Over \$1,000,000 but not over \$1,500,000 | \$175,000 plus 10% of the excess over \$1,000,000. | | | | | | | | | | | | | | |
| Over \$1,500,000 but not over \$17,000,000 | \$225,000 plus 5% of the excess over \$1,500,000. | | | | | | | | | | | | | | |
| Over \$17,000,000 | \$1,000,000. | | | | | | | | | | | | | | |
| g | Grassroots nontaxable amount (enter 25% of line 1f) | 250,000. | | | | | | | | | | | | | |
| h | Subtract line 1g from line 1a. If zero or less, enter -0- | 0. | | | | | | | | | | | | | |
| i | Subtract line 1f from line 1c. If zero or less, enter -0- | 0. | | | | | | | | | | | | | |
| j | If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? | | <input type="checkbox"/> Yes <input type="checkbox"/> No | | | | | | | | | | | | |

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

| Lobbying Expenditures During 4-Year Averaging Period | | | | | |
|---|------------|------------|------------|------------|------------|
| Calendar year (or fiscal year beginning in) | (a) 2017 | (b) 2018 | (c) 2019 | (d) 2020 | (e) Total |
| 2a Lobbying nontaxable amount | 1,000,000. | 1,000,000. | 1,000,000. | 1,000,000. | 4,000,000. |
| b Lobbying ceiling amount (150% of line 2a, column(e)) | | | | | 6,000,000. |
| c Total lobbying expenditures | 540,000. | 545,072. | 661,000. | 330,000. | 2,076,072. |
| d Grassroots nontaxable amount | 250,000. | 250,000. | 250,000. | 250,000. | 1,000,000. |
| e Grassroots ceiling amount (150% of line 2d, column (e)) | | | | | 1,500,000. |
| f Grassroots lobbying expenditures | 112,500. | 45,000. | 131,600. | 75,000. | 364,100. |

Schedule C (Form 990 or 990-EZ) 2020

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

| | (a) | | (b) |
|---|-----|----|--------|
| | Yes | No | Amount |
| <i>For each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.</i> | | | |
| 1 During the year, did the filing organization attempt to influence foreign, national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of: | | | |
| a Volunteers? | | | |
| b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? .. | | | |
| c Media advertisements? | | | |
| d Mailings to members, legislators, or the public? | | | |
| e Publications, or published or broadcast statements? | | | |
| f Grants to other organizations for lobbying purposes? | | | |
| g Direct contact with legislators, their staffs, government officials, or a legislative body? | | | |
| h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means? | | | |
| i Other activities? | | | |
| j Total. Add lines 1c through 1i | | | |
| 2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)? | | | |
| b If "Yes," enter the amount of any tax incurred under section 4912 | | | |
| c If "Yes," enter the amount of any tax incurred by organization managers under section 4912 | | | |
| d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year? | | | |

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

| | Yes | No |
|--|----------|----|
| 1 Were substantially all (90% or more) dues received nondeductible by members? | 1 | |
| 2 Did the organization make only in-house lobbying expenditures of \$2,000 or less? | 2 | |
| 3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year? | 3 | |

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

| | |
|---|-----------|
| 1 Dues, assessments and similar amounts from members | 1 |
| 2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid). | |
| a Current year | 2a |
| b Carryover from last year | 2b |
| c Total | 2c |
| 3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues | 3 |
| 4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year? | 4 |
| 5 Taxable amount of lobbying and political expenditures (See instructions) | 5 |

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (See instructions); and Part II-B, line 1. Also, complete this part for any additional information.

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2020

Open to Public Inspection

Name of the organization: CLIMATEWORKS FOUNDATION; Employer identification number: 26-2303250

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include total number at end of year, aggregate value of contributions, grants, and end of year, and two questions about donor property and grant fund usage.

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include purpose of easements, lines 2a-2d, number of modified easements, states where located, monitoring policy, staff hours, expenses, and requirements of section 170(h)(4)(B)(i).

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include 1a) text of footnote, 1b) amounts for revenue and assets, and 2) amounts for financial gain.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule D (Form 990) 2020

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that make significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange program
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|---------------------------------|--------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

| | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance | | | | | |
| b Contributions | | | | | |
| c Net investment earnings, gains, and losses | | | | | |
| d Grants or scholarships | | | | | |
| e Other expenditures for facilities and programs | | | | | |
| f Administrative expenses | | | | | |
| g End of year balance | | | | | |

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment _____%
 - b Permanent endowment _____%
 - c Term endowment _____%
- The percentages on lines 2a, 2b, and 2c should equal 100%.
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|--|--------|----|
| (i) Unrelated organizations | 3a(i) | |
| (ii) Related organizations | 3a(ii) | |
| b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |
- 4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

| Description of property | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|--|--------------------------------------|---------------------------------|------------------------------|-----------------|
| 1a Land | | | | |
| b Buildings | | | | |
| c Leasehold improvements | | 5,807,071. | 5,093,244. | 713,827. |
| d Equipment | | 551,532. | 511,121. | 40,411. |
| e Other | | 1,233,321. | 1,065,066. | 168,255. |
| Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.) | | | | 922,493. |

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

| (a) Description of security or category (including name of security) | (b) Book value | (c) Method of valuation: Cost or end-of-year market value |
|---|----------------|---|
| (1) Financial derivatives | | |
| (2) Closely held equity interests | | |
| (3) Other | | |
| (A) | | |
| (B) | | |
| (C) | | |
| (D) | | |
| (E) | | |
| (F) | | |
| (G) | | |
| (H) | | |
| Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶ | | |

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

| (a) Description of investment | (b) Book value | (c) Method of valuation: Cost or end-of-year market value |
|---|----------------|---|
| (1) | | |
| (2) | | |
| (3) | | |
| (4) | | |
| (5) | | |
| (6) | | |
| (7) | | |
| (8) | | |
| (9) | | |
| Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶ | | |

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

| (a) Description | (b) Book value |
|---|----------------|
| (1) | |
| (2) | |
| (3) | |
| (4) | |
| (5) | |
| (6) | |
| (7) | |
| (8) | |
| (9) | |
| Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶ | |

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

| 1. (a) Description of liability | (b) Book value |
|---|----------------|
| (1) Federal income taxes | |
| (2) DEFERRED RENT LIABILITY | 902,028. |
| (3) | |
| (4) | |
| (5) | |
| (6) | |
| (7) | |
| (8) | |
| (9) | |
| Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶ | 902,028. |

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ...

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

| | | | | |
|----------|--|-----------|-----------|--------------|
| 1 | Total revenue, gains, and other support per audited financial statements | | 1 | 178,724,633. |
| 2 | Amounts included on line 1 but not on Form 990, Part VIII, line 12: | | | |
| a | Net unrealized gains (losses) on investments | 2a | | |
| b | Donated services and use of facilities | 2b | | |
| c | Recoveries of prior year grants | 2c | | |
| d | Other (Describe in Part XIII.) | 2d | | |
| e | Add lines 2a through 2d | | 2e | 0. |
| 3 | Subtract line 2e from line 1 | | 3 | 178,724,633. |
| 4 | Amounts included on Form 990, Part VIII, line 12, but not on line 1: | | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | | |
| b | Other (Describe in Part XIII.) | 4b | 50,647. | |
| c | Add lines 4a and 4b | | 4c | 50,647. |
| 5 | Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.) | | 5 | 178,775,280. |

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

| | | | | |
|----------|---|-----------|-------------|--------------|
| 1 | Total expenses and losses per audited financial statements | | 1 | 109,274,623. |
| 2 | Amounts included on line 1 but not on Form 990, Part IX, line 25: | | | |
| a | Donated services and use of facilities | 2a | | |
| b | Prior year adjustments | 2b | | |
| c | Other losses | 2c | | |
| d | Other (Describe in Part XIII.) | 2d | -1,311,454. | |
| e | Add lines 2a through 2d | | 2e | -1,311,454. |
| 3 | Subtract line 2e from line 1 | | 3 | 110,586,077. |
| 4 | Amounts included on Form 990, Part IX, line 25, but not on line 1: | | | |
| a | Investment expenses not included on Form 990, Part VIII, line 7b | 4a | | |
| b | Other (Describe in Part XIII.) | 4b | | |
| c | Add lines 4a and 4b | | 4c | 0. |
| 5 | Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.) | | 5 | 110,586,077. |

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART IV, LINE 2B:

DURING 2020, CLIMATEWORKS ACTED AS A CONDUIT FOR PASS-THROUGH GRANTS FOR THE ULTIMATE BENEFIT OF OUTSIDE ORGANIZATIONS. CLIMATEWORKS RECORDED AN ASSET UPON RECEIPT OF THE GRANT FUNDS, AND A SUBSEQUENT CORRESPONDING LIABILITY WHICH HAS BEEN REPORTED ON FORM 990, PART X, LINE 21.

PART X, LINE 2:

AT JANUARY 1, 2009, THE FOUNDATION ADOPTED THE GUIDANCE ON UNCERTAIN TAX POSITIONS AND HAS IDENTIFIED AND EVALUATED ITS SIGNIFICANT TAX POSITIONS FOR WHICH THE STATUTE OF LIMITATIONS REMAIN OPEN. THERE HAVE BEEN NO MATERIAL CHANGES IN UNRECOGNIZED BENEFITS AS OF DECEMBER 31, 2020 AND 2019, NOR ARE ANY MATERIAL CHANGES ANTICIPATED IN THE TWELVE MONTHS

Part XIII Supplemental Information (continued)

FOLLOWING DECEMBER 31, 2020. THERE HAVE BEEN NO RELATED TAX PENALTIES OR INTEREST, WHICH WOULD BE CLASSIFIED AS A TAX EXPENSE IN THE CONSOLIDATED STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

UBI TAX REFUND RECLASSIFIED TO REVENUE 50,647.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

RECOVERY OF PRIOR YEAR GRANT EXPENSES -1,260,807.

UBI REFUNDS RECLASSIFIED TO REVENUE -50,647.

TOTAL TO SCHEDULE D, PART XII, LINE 2D -1,311,454.

**SCHEDULE F
(Form 990)**

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2020

Open to Public
Inspection

Name of the organization

Employer identification number

CLIMATEWORKS FOUNDATION

26-2303250

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

| (a) Region | (b) Number of offices in the region | (c) Number of employees, agents, and independent contractors in the region | (d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region) | (e) If activity listed in (d) is a program service, describe specific type of service(s) in the region | (f) Total expenditures for and investments in the region |
|---|-------------------------------------|--|--|--|--|
| CENTRAL AMERICA AND THE CARIBBEAN | 0 | 0 | GRANTMAKING | | 63,789. |
| CENTRAL AMERICA AND THE CARIBBEAN | 0 | 0 | PROGRAM SERVICES | TRAVEL & MEETINGS; OTHER COSTS | 179,123. |
| EAST ASIA AND THE PACIFIC | 0 | 0 | GRANTMAKING | | 7,004,289. |
| EAST ASIA AND THE PACIFIC | 0 | 0 | PROGRAM SERVICES | TRAVEL & MEETINGS; OTHER COSTS | 2,187,471. |
| EUROPE (INCLUDING ICELAND & GREENLAND) | 0 | 0 | GRANTMAKING | | 11,936,114. |
| EUROPE (INCLUDING ICELAND & GREENLAND) | 0 | 3 | PROGRAM SERVICES | TRAVEL & MEETINGS; OTHER COSTS | 6,485,810. |
| MIDDLE EAST AND NORTH AFRICA | 0 | 0 | PROGRAM SERVICES | TRAVEL & MEETINGS; OTHER COSTS | 69. |
| NORTH AMERICA | 0 | 0 | GRANTMAKING | | 845,514. |
| 3 a Subtotal | 0 | 3 | | | 28,702,179. |
| b Total from continuation sheets to Part I | 0 | 1 | | | 11,405,430. |
| c Totals (add lines 3a and 3b) | 0 | 4 | | | 40,107,609. |

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2020

Part I Continuation of Activities per Region. (Schedule F (Form 990), Part I, line 3)

| (a) Region | (b) Number of offices in the region | (c) Number of employees or agents in region | (d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region) | (e) If activity listed in (d) is a program service, describe specific type of service(s) in region | (f) Total expenditures for region |
|---------------------|-------------------------------------|---|--|--|-----------------------------------|
| NORTH AMERICA | 0 | 1 | PROGRAM SERVICES | TRAVEL & MEETINGS; OTHER COSTS | 399,016. |
| SOUTH AMERICA | 0 | 0 | GRANTMAKING | | 9,019,432. |
| SOUTH AMERICA | 0 | 0 | PROGRAM SERVICES | TRAVEL & MEETINGS; OTHER COSTS | 1,128,536. |
| SOUTH ASIA | 0 | 0 | PROGRAM SERVICES | TRAVEL & MEETINGS; OTHER COSTS | 107,532. |
| SUB-SAHARAN AFRICA | 0 | 0 | GRANTMAKING | | 665,000. |
| SUB-SAHARAN AFRICA | 0 | 0 | PROGRAM SERVICES | TRAVEL & MEETINGS; OTHER COSTS | 85,914. |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| Totals | | 1 | | | 11,405,430. |

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of noncash assistance | (h) Description of noncash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
|-------------------------------|--|-----------------------------------|----------------------|--------------------------|---------------------------------|----------------------------------|---------------------------------------|---|
| | | CENTRAL AMERICA AND THE CARIBBEAN | PROJECT SUPPORT | 63,789. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 83,250. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 39,866. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 200,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 105,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 750,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 150,000. | WIRE | 0. | | |

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as a tax exempt 501(c)(3) organization by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter **161**

3 Enter total number of other organizations or entities **4**

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|---------------------------|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 150,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 249,527. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 300,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 97,500. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 51,806. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 249,725. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 69,350. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 85,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 115,944. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|---------------------------|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 161,889. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 81,693. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 69,290. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 300,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 150,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 100,396. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|---------------------------|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 750,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 30,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 300,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 249,971. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 49,998. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 426,955. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 75,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 130,000. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|--|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 129,000. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 49,933. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 88,396. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 176,458. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 32,576. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 153,247. | WIRE | 0. | | |
| | | EAST ASIA AND THE PACIFIC | PROJECT SUPPORT | 300,819. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 120,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 20,000. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|--|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 173,450. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 320,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 395,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 75,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 507,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 405,165. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 200,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 350,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 62,605. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|--|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 50,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 380,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 20,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 160,497. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 10,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 1081000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 43,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 203,250. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 119,000. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|--|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 50,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 39,887. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 300,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 99,646. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 150,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 200,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 40,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 225,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 295,001. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|--|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 600,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 150,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 140,519. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 400,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 16,125. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 833,264. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 330,876. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|--|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 12,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 147,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 250,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 40,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 120,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 203,555. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 20,383. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 490,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 66,675. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|--|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 439,526. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 146,923. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 53,041. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 455,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 12,500. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 300,000. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 37,500. | WIRE | 0. | | |
| | | EUROPE (INCLUDING ICELAND AND GREENLAND) | PROJECT SUPPORT | 260,000. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|--|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | NORTH AMERICA | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |
| | | NORTH AMERICA - CANADA AND MEXICO, BUT NOT THE UNITED STATES | PROJECT SUPPORT | 200,000. | WIRE | 0. | | |
| | | NORTH AMERICA - CANADA AND MEXICO, BUT NOT THE UNITED STATES | PROJECT SUPPORT | 87,500. | WIRE | 0. | | |
| | | NORTH AMERICA - CANADA AND MEXICO, BUT NOT THE UNITED STATES | PROJECT SUPPORT | 94,095. | WIRE | 0. | | |
| | | NORTH AMERICA - CANADA AND MEXICO, BUT NOT THE UNITED STATES | PROJECT SUPPORT | 30,053. | WIRE | 0. | | |
| | | NORTH AMERICA - CANADA AND MEXICO, BUT NOT THE UNITED STATES | PROJECT SUPPORT | 46,500. | WIRE | 0. | | |
| | | NORTH AMERICA - CANADA AND MEXICO, BUT NOT THE UNITED STATES | PROJECT SUPPORT | 51,000. | WIRE | 0. | | |
| | | NORTH AMERICA - CANADA AND MEXICO, BUT NOT THE UNITED STATES | PROJECT SUPPORT | 35,000. | WIRE | 0. | | |
| | | NORTH AMERICA - CANADA AND MEXICO, BUT NOT THE UNITED STATES | PROJECT SUPPORT | 201,366. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|---|---|-------------------|-----------------------------|---------------------------------|--|--|---|--|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | SOUTH AMERICA | PROJECT SUPPORT | 142,314. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 230,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 81,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 21,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 188,674. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 11,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 21,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 162,521. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 121,500. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|---------------|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | SOUTH AMERICA | PROJECT SUPPORT | 200,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 11,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 16,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 400,069. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 471,107. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 498,698. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 143,514. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 120,829. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 100,000. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|---------------|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | SOUTH AMERICA | PROJECT SUPPORT | 165,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 261,685. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 350,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 200,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 108,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 239,188. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 179,996. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 153,989. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 35,075. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|---------------|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | SOUTH AMERICA | PROJECT SUPPORT | 73,531. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 20,882. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 300,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 300,014. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 11,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 408,614. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 21,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 366,644. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 63,680. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|---------------|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | SOUTH AMERICA | PROJECT SUPPORT | 54,136. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 20,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 516,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 21,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 245,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 216,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 416,496. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 239,881. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 129,567. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|---|---|-------------------|-----------------------------|---------------------------------|--|--|---|--|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | SOUTH AMERICA | PROJECT SUPPORT | 27,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 21,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 336,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 167,015. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 156,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 60,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 40,000. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 41,500. | WIRE | 0. | | |
| | | SOUTH AMERICA | PROJECT SUPPORT | 11,500. | WIRE | 0. | | |

| Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1) | | | | | | | | |
|--|--|--------------------|----------------------|--------------------------|---------------------------------|-----------------------------------|--|---|
| 1 (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
| | | SOUTH AMERICA | PROJECT SUPPORT | 97,313. | WIRE | 0. | | |
| | | SUB-SAHARAN AFRICA | PROJECT SUPPORT | 600,000. | WIRE | 0. | | |
| | | SUB-SAHARAN AFRICA | PROJECT SUPPORT | 35,000. | WIRE | 0. | | |
| | | SUB-SAHARAN AFRICA | PROJECT SUPPORT | 30,000. | WIRE | 0. | | |
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Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed.

| (a) Type of grant or assistance | (b) Region | (c) Number of recipients | (d) Amount of cash grant | (e) Manner of cash disbursement | (f) Amount of noncash assistance | (g) Description of noncash assistance | (h) Method of valuation (book, FMV, appraisal, other) |
|---------------------------------|------------|--------------------------|--------------------------|---------------------------------|----------------------------------|---------------------------------------|---|
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Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; don't file with Form 990)* Yes No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect to Certain Foreign Corporations (see Instructions for Form 5471)* Yes No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see Instructions for Form 8865)* Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713; don't file with Form 990)* Yes No

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

PART I, LINE 2:

CLIMATEWORKS PROGRAM STAFF PERFORM DUE DILIGENCE ON PROSPECTIVE GRANTS AND EVALUATE THE PAST SUCCESS AND FINANCIAL HEALTH OF THE PROSPECTIVE GRANTEE. ALL ORGANIZATIONS ARE REQUIRED TO SUBMIT A GRANT NARRATIVE PROPOSAL AND BUDGET. PROPOSALS ARE EVALUATED ON THEIR PROJECTED OUTCOMES AND ALIGNMENT WITH CLIMATEWORKS' MISSION AND STRATEGIES. OTHER REQUIRED DOCUMENTATION INCLUDES: THE CURRENT YEAR BUDGET; YEAR-TO-DATE FINANCIAL STATEMENTS; PRIOR YEAR AUDITED FINANCIAL STATEMENTS; GOVERNMENT-ISSUED TAX STATUS DETERMINATION DOCUMENTATION; A LIST OF BOARD OF DIRECTORS, OFFICERS, AND AFFILIATIONS; AND BIOGRAPHIES OF KEY STAFF INVOLVED IN THE PROJECT.

ALL GRANTEES ARE REQUIRED TO SIGN AND RETURN A GRANT AGREEMENT, WHICH STATES THAT FUNDS MAY BE SPENT ONLY FOR THE SPECIFIC CHARITABLE PURPOSES STATED IN THE PROPOSAL. ALL GRANTEES MUST BE IN COMPLIANCE WITH ALL APPLICABLE ANTI-TERRORIST FINANCING AND ASSET CONTROL LAWS, REGULATIONS, RULES, AND EXECUTIVE ORDERS. ALTHOUGH NOT LEGALLY REQUIRED, CLIMATEWORKS USES EXPENDITURE RESPONSIBILITY BEST PRACTICES TO MONITOR ITS FOREIGN GRANTS. CLIMATEWORKS CONFIRMS THAT GRANTEES' BOARD MEMBERS AND KEY STAFF DO NOT APPEAR ON THE SPECIALLY DESIGNATED NATIONALS (SDN) LIST. DEPENDING ON THE DOLLAR AMOUNT, EITHER THE BOARD OF DIRECTORS, THE PRESIDENT & CEO, OR A VICE PRESIDENT APPROVES THE GRANT.

CLIMATEWORKS REVIEWS EXPENDITURE RESPONSIBILITY REPORTS TO ENSURE THAT THE FUNDS WERE SPENT EXCLUSIVELY FOR THE CHARITABLE PURPOSES STATED IN THE PROPOSAL AND WITHIN THE CONFINES OF THE OTHER RESTRICTIONS OF THE GRANT.

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

PART I, LINE 3:

ACCRUAL METHOD

PART II, LINE 1 (ACCOUNTING METHOD):

ACCRUAL METHOD

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ **Attach to Form 990.**

▶ **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2020

**Open to Public
Inspection**

Name of the organization **CLIMATEWORKS FOUNDATION** Employer identification number **26-2303250**

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

| 1 (a) Name and address of organization or government | (b) EIN | (c) IRC section (if applicable) | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of noncash assistance | (h) Purpose of grant or assistance |
|---|----------------|--|---------------------------------|--|--|--|---|
| AMAZON CONSERVATION TEAM (ACT) 4211 NORTH FAIRFAX DRIVE ARLINGTON, VA 22203 | 54-1915987 | 501(C)(3) | 104,469. | 0. | | | PROJECT SUPPORT |
| AMERICAN FORESTS 1220 L ST. NW, SUITE 750 WASHINGTON, DC 20005 | 53-0196544 | 501(C)(3) | 115,000. | 0. | | | PROJECT SUPPORT |
| AMERICANS FOR FINANCIAL REFORM 1615 L STREET, NE SUITE 450 WASHINGTON, DC 20002 | 82-2553525 | 501(C)(3) | 100,000. | 0. | | | LOBBYING |
| BANK INFORMATION CENTER 1023 15TH STREET, NW 10TH FLOOR WASHINGTON, DC 20005 | 52-1682441 | 501(C)(3) | 200,000. | 0. | | | PROJECT SUPPORT |
| BIODIVERSITY FUNDERS GROUP PO BOX 29361 SAN FRANCISCO, CA 94129-0361 | 13-3431076 | 501(C)(3) | 20,000. | 0. | | | PROJECT SUPPORT |
| BIPARTISAN POLICY CENTER, INC. 1225 I STREET, NW, SUITE 1000 WASHINGTON, DC 20005 | 73-1628382 | 501(C)(3) | 750,000. | 0. | | | PROJECT SUPPORT |

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **110.**
- 3** Enter total number of other organizations listed in the line 1 table **6.**

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) 2020

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

| (a) Name and address of organization or government | (b) EIN | (c) IRC section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance |
|--|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| BLACK ORGANIZING PROJECT 1035 W. GRAND AVENUE OAKLAND, CA 94607 | 46-4578588 | 501(C)(3) | 35,000. | 0. | | | PROJECT SUPPORT |
| BLUEGREEN ALLIANCE FOUNDATION 1300 GODWARD ST. NE SUITE 2625 MINNEAPOLIS, MN 55413 | 20-3477309 | 501(C)(3) | 40,000. | 0. | | | PROJECT SUPPORT |
| BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIVERSITY - 3160 PORTER DRIVE, SUITE 100 - PALO ALTO, CA 94304 | 94-1156365 | 501(C)(3) | 50,000. | 0. | | | PROJECT SUPPORT |
| BROOKINGS INSTITUTION 1775 MASSACHUSETTS AVE NW WASHINGTON, DC 20036 | 53-0196577 | 501(C)(3) | 42,117. | 0. | | | PROJECT SUPPORT |
| C40 CITIES CLIMATE LEADERSHIP GROUP INC - 120 PARK AVE., 23RD FLOOR - NEW YORK, NY 10017 | 90-0634376 | 501(C)(3) | 200,000. | 0. | | | PROJECT SUPPORT |
| CALCEF INNOVATIONS DBA NEW ENERGY NEXUS - 436 14TH ST., STE. 1220 - OAKLAND, CA 94612 | 26-1339988 | 501(C)(3) | 2,000,000. | 0. | | | PROJECT SUPPORT |
| CALSTART, INC. 48 S. CHESTER AVE. PASADENA, CA 91106 | 95-4375022 | 501(C)(3) | 350,000. | 0. | | | PROJECT SUPPORT |
| CDP NORTH AMERICA 127 WEST 26TH STREET, SUITE 300 NEW YORK, NY 10001 | 36-4709977 | 501(C)(3) | 676,999. | 0. | | | PROJECT SUPPORT |
| CENTER FOR AMERICAN PROGRESS 1333 H STREET NW, 10TH FLOOR WASHINGTON, DC 20005 | 30-0126510 | 501(C)(3) | 450,000. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

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|---|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| CENTER FOR CARBON REMOVAL 1140 THIRD STREET, NE WASHINGTON, DC 20002 | 81-2560407 | 501(C)(3) | 100,000. | 0. | | | PROJECT SUPPORT |
| CENTER FOR STRATEGIC AND INTERNATIONAL STUDIES - 1616 RHODE ISLAND AVENUE, NW - WASHINGTON, DC 20036 | 52-1505082 | 501(C)(3) | 175,000. | 0. | | | PROJECT SUPPORT |
| CERES INC. 99 CHAUNCY STREET, 6TH FLOOR BOSTON, MA 02111 | 22-3053747 | 501(C)(3) | 1,815,742. | 0. | | | PROJECT SUPPORT |
| CLASP 1401 K ST. NW, SUITE 1100 WASHINGTON, DC 20005 | 33-1112770 | 501(C)(3) | 150,162. | 0. | | | PROJECT SUPPORT |
| CLEAN AIR TASK FORCE 18 TREMONT ST., SUITE 530 BOSTON, MA 02108 | 04-3512550 | 501(C)(3) | 255,000. | 0. | | | PROJECT SUPPORT |
| CLIMATE AND HEALTH RESEARCH NETWORK - 269 WHITE ROAD - BOWDOINHAM, ME 04008 | 46-4421906 | 501(C)(3) | 70,000. | 0. | | | PROJECT SUPPORT |
| CLIMATE FOCUS CORP 1730 RHODE ISLAND AVE NW, SUITE 601 WASHINGTON, DC 20036 | 26-0767250 | | 314,214. | 0. | | | PROJECT SUPPORT |
| CLIMATE POLICY INITIATIVE 180 SANSOME STREET, SUITE 1000 SAN FRANCISCO, CA 94104 | 26-4129153 | 501(C)(3) | 588,788. | 0. | | | PROJECT SUPPORT |
| COALSWARM 1254 UTAH ST SAN FRANCISCO, CA 94110 | 82-2723327 | 501(C)(3) | 145,000. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

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|--|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| COALITION FOR GREEN CAPITAL 750 NINTH STREET NW, SUITE 520 WASHINGTON, DC 20001 | 90-0868299 | 501(C)(3) | 270,000. | 0. | | | PROJECT SUPPORT |
| COALITION FOR GREEN CAPITAL ACTION FUND - 1875 CONNECTICUT AVE NW, 10TH FL - WASHINGTON, DC 20009 | 27-2124806 | 501(C)(4) | 100,000. | 0. | | | LOBBYING |
| COLLECTIVE CONSCIENCE 2801 SHERMAN AVE NW WASHINGTON, DC 20001 | 85-2075033 | | 440,067. | 0. | | | PROJECT SUPPORT |
| COMPASS FAMILY SERVICES 37 GROVE STREET SAN FRANCISCO, CA 94102 | 94-1156622 | 501(C)(3) | 25,000. | 0. | | | PROJECT SUPPORT |
| CONSERVATION INTERNATIONAL FOUNDATION - 2011 CRYSTAL DRIVE, SUITE 600 - ARLINGTON, VA 22202 | 52-1497470 | 501(C)(3) | 274,775. | 0. | | | PROJECT SUPPORT |
| DIRECT RELIEF 6100 WALLACE BECKNEIL ROAD SANTA BARBARA, CA 93117 | 95-1831116 | 501(C)(3) | 235,000. | 0. | | | PROJECT SUPPORT |
| DOGWOOD ALLIANCE 93 CHURCH ST ASHEVILLE, NC 28801 | 56-2139120 | 501(C)(3) | 100,000. | 0. | | | PROGRAM SUPPORT |
| DUKE UNIVERSITY 2200 W. MAIN ST SUITE 710 DURHAM, NC 27705-4677 | 56-0532129 | 501(C)(3) | 50,000. | 0. | | | PROJECT SUPPORT |
| ELECTRIC TRANSPORTATION COMMUNITY DEVELOPMENT CORPORATION - 1015 K STREET, SUITE 200 - SACRAMENTO, CA 95814 | 83-4007876 | 501(C)(3) | 50,000. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

| (a) Name and address of organization or government | (b) EIN | (c) IRC section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance |
|--|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| ENERGY FOUNDATION 301 BATTERY ST. SAN FRANCISCO, CA 94111 | 32-0582896 | 501(C)(3) | 300,000. | 0. | | | PROJECT SUPPORT |
| ENERGY FUTURES INITIATIVE 900 17TH STREET NW WASHINGTON, DC 20006 | 82-1230082 | 501(C)(3) | 156,177. | 0. | | | PROJECT SUPPORT |
| ENVIRONMENTAL DEFENSE FUND, INC. 257 PARK AVENUE SOUTH NEW YORK, NY 10010 | 11-6107128 | 501(C)(3) | 140,000. | 0. | | | PROJECT SUPPORT |
| ENVIRONMENTAL INTEGRITY PROJECT 1000 VERMONT AVENUE, NW., SUITE 110 WASHINGTON, DC 20005 | 20-1326922 | 501(C)(3) | 500,000. | 0. | | | PROJECT SUPPORT |
| ENVIRONMENTAL INVESTIGATION AGENCY PO BOX 53343 WASHINGTON, DC 20009 | 52-1654284 | 501(C)(3) | 50,000. | 0. | | | LOBBYING |
| EVHYBRIDNOIRE 1700 NORTHSIDE DRIVE, SUITE A7-1606 ATLANTA, GA 30318 | 83-2138544 | 501(C)(3) | 20,000. | 0. | | | PROJECT SUPPORT |
| FORTH 2035 NW FRONT AVE, SUITE 101 PORTLAND, OR 97209 | 27-4764989 | 501(C)(6) | 15,000. | 0. | | | PROJECT SUPPORT |
| FRIENDS OF THE EARTH 1101 15TH STREET NW, 11TH FLOOR WASHINGTON, DC 20005 | 23-7420660 | 501(C)(3) | 175,000. | 0. | | | PROJECT SUPPORT & LOBBYING |
| GLOBAL CATHOLIC CLIMATE MOVEMENT 1050 K STREET NW, SUITE 400 WASHINGTON, DC 20001 | 82-3332997 | 501(C)(3) | 75,000. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

| (a) Name and address of organization or government | (b) EIN | (c) IRC section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance |
|--|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| GLOBAL PHILANTHROPY PARTNERSHIP 1916 N MOHAWK ST. #7 CHICAGO, IL 60614 | 56-2342600 | 501(C)(3) | 100,000. | 0. | | | PROJECT SUPPORT |
| GLOBAL WATER CHALLENGE 2900 S. QUINCY STREET, SUITE 375 ARLINGTON, VA 22206 | 26-1407784 | 501(C)(3) | 165,780. | 0. | | | PROJECT SUPPORT |
| GREAT PLAINS INSTITUTE 2801 21ST AVE S MINNEAPOLIS, MN 55407 | 41-1921126 | 501(C)(3) | 150,000. | 0. | | | PROJECT SUPPORT |
| GREENPEACE FUND, INC. 702 H STREET, NW, SUITE 300 WASHINGTON, DC 20001 | 95-3313195 | 501(C)(3) | 200,000. | 0. | | | PROJECT SUPPORT |
| ICLEI - LOCAL GOVERNMENTS FOR SUSTAINABILITY USA, INC. - 1536 WYNKOOP STREET, SUITE 901 - DENVER, CO 80202 | 04-3116623 | 501(C)(3) | 125,000. | 0. | | | PROJECT SUPPORT |
| IF NOT US THEN WHO? 1112 MONTANA AVENUE, SUITE 379 SANTA MONICA, CA 90403 | 81-4186787 | 501(C)(3) | 147,090. | 0. | | | PROJECT SUPPORT |
| INSTITUTE FOR TRANSPORTATION & DEVELOPMENT POLICY - 9 EAST 19TH ST., 7TH FLOOR - NEW YORK, NY 10003 | 52-1399520 | 501(C)(3) | 250,000. | 0. | | | PROJECT SUPPORT |
| INSTITUTE FOR ENERGY ECONOMICS AND FINANCIAL ANALYSIS, INC. - 14900 DETROIT AVENUE, SUITE 206 - LAKEWOOD, OH 44107 | 45-4244605 | 501(C)(3) | 255,000. | 0. | | | PROJECT SUPPORT |
| INSTITUTE FOR SUSTAINABLE COMMUNITIES - 535 STONE CUTTERS WAY - MONTPELIER, VT 05602 | 22-3098727 | 501(C)(3) | 200,000. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

| (a) Name and address of organization or government | (b) EIN | (c) IRC section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance |
|---|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| INTERACTION AMERICAN COUNCIL FOR VOLUNTARY INTERNATIONAL ACTION, INC. - 1400 16TH STREET NW, SUITE 210 - WASHINGTON, DC 20036 | 13-3287064 | 501(C)(3) | 125,000. | 0. | | | PROJECT SUPPORT |
| INTERNATIONAL COUNCIL ON CLEAN TRANSPORTATION - 1225 I STREET NW SUITE 900 - WASHINGTON, DC 20005 | 20-3076690 | 501(C)(3) | 1,308,000. | 0. | | | GENERAL SUPPORT & PROJECT SUPPORT |
| JOHN HOPKINS UNIVERSITY 3400 N. CHARLES STREET BALTIMORE, MD 21218 | 52-0595110 | 501(C)(3) | 171,849. | 0. | | | PROJECT SUPPORT |
| LAWRENCE BERKELEY NATIONAL LAB 1 CYCLOTRON ROAD BERKELEY, CA 94720 | 94-6036494 | 501(C)(3) | 1,015,000. | 0. | | | PROJECT SUPPORT |
| MERIDIAN INSTITUTE PO BOX 1829, 105 VILLAGE PL. DILLON, CO 80435 | 84-1435420 | 501(C)(3) | 112,168. | 0. | | | PROJECT SUPPORT |
| MGM INNOVA CAP MANAGEMENT LLC 2 S BISCAYNE BLVD. #2610 MIAMI, FL 33131 | 82-4989826 | | 20,922. | 0. | | | PROJECT SUPPORT |
| MONGABAY ORG CORP 15 CLINTON ST. #1 REDWOOD CITY, CA 94062 | 45-3714703 | 501(C)(3) | 134,550. | 0. | | | PROJECT SUPPORT |
| NATIONAL ACADEMY OF SCIENCES 500 FIFTH STREET, NW WASHINGTON, DC 20001-2736 | 53-0196932 | 501(C)(3) | 675,000. | 0. | | | PROJECT SUPPORT |
| NATIONAL ASSOCIATION OF CITY TRANSPORTATION OFFICIALS, INC. - 120 PARK AVENUE, 20TH FLOOR - NEW YORK, NY 10017 | 20-1874085 | 501(C)(3) | 30,000. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

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|---|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE ROAD, SUITE 1200 JENKINTOWN, PA 19046 | 23-7825575 | 501(C)(3) | 500,883. | 0. | | | PROJECT SUPPORT |
| NATIVE AMERICANS IN PHILANTHROPY (NAP) - 1140 3RD STREET NE - WASHINGTON, DC 20002 | 56-1989598 | 501(C)(3) | 100,000. | 0. | | | PROJECT SUPPORT |
| NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET, 11TH FLOOR NEW YORK, NY 10011 | 13-2654926 | 501(C)(3) | 1,426,588. | 0. | | | PROJECT SUPPORT |
| NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON, DC 20036 | 20-5806345 | 501(C)(3) | 150,000. | 0. | | | PROJECT SUPPORT |
| NISKANEN CENTER 820 1ST STREET NE, SUITE 675 WASHINGTON, DC 20002 | 45-5308952 | 501(C)(3) | 67,674. | 0. | | | PROJECT SUPPORT |
| NONPROFIT ENTERPRISE AND SELF-SUSTAINABILITY TEAM, INC (NESST) - 5917 JORDAN AVENUE - EL CERRITO, CA 94530 | 52-2018791 | 501(C)(3) | 74,760. | 0. | | | PROJECT SUPPORT |
| NORTH AMERICAN COUNCIL FOR FREIGHT EFFICIENCY - 6041 STELLHORN RD., #15935 - FORT WAYNE, IN 46885 | 27-2442344 | 501(C)(3) | 100,000. | 0. | | | PROJECT SUPPORT |
| OCEAN VISIONS INC. 225 BAKER STREET ATLANTA, CA 30313 | 84-2130219 | 501(C)(3) | 237,000. | 0. | | | PROJECT SUPPORT |
| OPENAQ 1226 9TH STREET NW #200 WASHINGTON, DC 20001 | 47-5324172 | 501(C)(3) | 150,000. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

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|---|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| OREGON STATE UNIVERSITY 1701 SW WESTERN BLVD. CORVALLIS, OR 97333 | 61-1730890 | STATE OF OR | 412,671. | 0. | | | PROJECT SUPPORT |
| PACIFIC ENVIRONMENT AND RESOURCES CENTER - 473 PINE STREET, THIRD FLOOR - SAN FRANCISCO, CA 94104 | 94-2628924 | 501(C)(3) | 300,000. | 0. | | | PROJECT SUPPORT |
| PARTNERSHIP PROJECT INC. 1501 M STREET, NW SUITE 1010 WASHINGTON, DC 20005 | 52-2192070 | 501(C)(3) | 400,000. | 0. | | | PROJECT SUPPORT |
| PROJECT ON ORGANIZING, DEVELOPMENT, EDUCATION & RESEARCH (PODER) - P.O. BOX 2086 - NEW YORK, NY 10013 | 27-1732776 | 501(C)(3) | 300,000. | 0. | | | PROJECT SUPPORT |
| PUBLIC CITIZEN INC. 1600 20TH STREET NW WASHINGTON, DC 20009 | 23-7104508 | 501(C)(3) | 40,000. | 0. | | | PROJECT SUPPORT |
| RAINFORERST FOUNDATION, INC (RFUS) 180 VARICK STREET, SUITE 528 NEW YORK, NY 10014 | 95-1622945 | 501(C)(3) | 300,000. | 0. | | | PROJECT SUPPORT |
| ROCKEFELLER BROTHERS FUND, INC. 475 RIVERSIDE DRIVE, SUITE 900 NEW YORK,, NY 10115 | 13-1760106 | 501(C)(3) | 2,800,000. | 0. | | | PROJECT SUPPORT |
| ROCKEFELLER FAMILY FUND 475 RIVERSIDE DRIVE, SUITE 900 NEW YORK, NY 10115 | 13-6257658 | 501(C)(3) | 1,250,000. | 0. | | | PROJECT SUPPORT |
| ROCKEFELLER PHILANTHROPY ADVISORS, INC. - 6 WEST 48TH STREET, 10TH FLOOR - NEW YORK, NY 10036 | 13-3615533 | 501(C)(3) | 3,000,000. | 0. | | | GENERAL SUPPORT & PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

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|---|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| ROCKY MOUNTAIN INSTITUTE 1820 FOLSOM STREET BOULDER, CO 80302 | 74-2244146 | 501(C)(3) | 960,000. | 0. | | | PROJECT SUPPORT |
| SIERRA CLUB CALIFORNIA 909 12TH SUITE 202 SACRAMENTO, CA 95814 | 94-1153307 | 501(C)(3) | 30,000. | 0. | | | LOBBYING |
| SOCIAL AND ENVIRONMENTAL ENTREPRENEURS, INC. - 23532 CALABASAS ROAD, SUITE A - CALABASAS, CA 91302 | 95-4116679 | 501(C)(3) | 100,000. | 0. | | | PROJECT SUPPORT |
| SUNRISE MOVEMENT EDUCATION FUND 50 F ST., NW STE 700 WASHINGTON, DC 20001 | 46-4773036 | 501(C)(3) | 225,000. | 0. | | | PROJECT SUPPORT |
| SUSTAINABLE MARKETS FOUNDATION 45 WEST 36TH STREET, 6TH FLOOR NEW YORK, NY 10018 | 13-4188834 | 501(C)(3) | 435,000. | 0. | | | PROJECT SUPPORT |
| THE ASIA FOUNDATION 465 CALIFORNIA STREET, FLOOR 9 SAN FRANCISCO, CA 94104 | 94-1191246 | 501(C)(3) | 697,677. | 0. | | | PROJECT SUPPORT |
| THE ASPEN INSTITUTE ONE DUPONT CIRCLE, NW, SUITE 700 WASHINGTON, DC 20036 | 84-0399006 | 501(C)(3) | 200,000. | 0. | | | PROJECT SUPPORT |
| THE CLIMATE GROUP INC. 145 W 58TH STREET, SUITE 2A NEW YORK, NY 10019 | 43-2073566 | 501(C)(3) | 250,000. | 0. | | | PROJECT SUPPORT |
| THE COMMONWEALTH CLUB 595 MARKET STREET SAN FRANCISCO, CA 94105 | 94-0399260 | 501(C)(3) | 60,000. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

| (a) Name and address of organization or government | (b) EIN | (c) IRC section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance |
|---|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| THE GREENLINING INSTITUTE 360 14TH STREET, 2ND FLOOR OAKLAND, CA 94612 | 94-3173571 | 501(C)(3) | 15,000. | 0. | | | PROJECT SUPPORT |
| THE NATURE CONSERVANCY, INC. 4245 N. FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22201 | 53-0242652 | 501(C)(3) | 350,000. | 0. | | | PROJECT SUPPORT |
| THE REGENTS OF THE UNIVERSITY OF CALIFORNIA AT BERKELEY - ONE CYCLOTRON ROAD - BERKELEY, CA 94720 | 94-6002123 | STATE OF CA | 410,948. | 0. | | | PROJECT SUPPORT |
| THE REGENTS OF THE UNIVERSITY OF CALIFORNIA AT DAVIS - 1605 TILIA ST STE 100 - DAVIS, CA 95616-8762 | 94-6036494 | STATE OF CA | 270,000. | 0. | | | PROJECT SUPPORT |
| THE REGENTS OF THE UNIVERSITY OF CALIFORNIA, LOS ANGELES - 420 WESTWOOD PLAZA, 5731-J, BOELTER HALL - LOS ANGELES, CA 90095 | 95-6006143 | STATE OF CA | 50,000. | 0. | | | PROJECT SUPPORT |
| THE REGENTS OF THE UNIVERSITY OF CALIFORNIA, SANTA BARBARA - 3227 CHEADLE HALL - SANTA BARBARA, CA 93106-2050 | 95-6006145 | STATE OF CA | 347,716. | 0. | | | PROJECT SUPPORT |
| THE REGENTS OF THE UNIVERSITY OF COLORADO - 3100 MARINE STREET, ROOM 479 - BOULDER, CO 80309 | 84-6000525 | STATE OF CO | 35,000. | 0. | | | PROJECT SUPPORT |
| THE WILDERNESS SOCIETY 1615 M ST. NW WASHINGTON, DC 20036 | 53-0167933 | 501(C)(3) | 250,000. | 0. | | | PROJECT SUPPORT |
| THE WORLD BANK 1818 H STREET WASHINGTON, DC 20433 | | UNITED NATIONS | 27,288. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

| (a) Name and address of organization or government | (b) EIN | (c) IRC section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance |
|--|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| THIRD WAY INSTITUTE 1025 CONNECTICUT AVE NW, SUITE 400 WASHINGTON, DC 20036 | 26-0535276 | 501(C)(3) | 300,000. | 0. | | | PROJECT SUPPORT |
| TRUSTEES OF BOSTON UNIVERSITY CENTER FOR FINANCE, LAW, POLICY - OFFICE OF SPONSORED PROGRAMS - BOSTON, MA | 04-2103547 | 501(C)(3) | 110,000. | 0. | | | PROJECT SUPPORT |
| TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK - 615 WEST 131ST STREET MAIL CODE 8725 - NEW YORK, NY 10027 | 13-5598093 | 501(C)(3) | 639,203. | 0. | | | PROJECT SUPPORT |
| TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA - 220 SOUTH 33RD STREET - PHILADELPHIA, PA 19104-6391 | 23-1352685 | 501(C)(3) | 170,000. | 0. | | | PROJECT SUPPORT |
| UCLA FOUNDATION LUSKIN CENTER FOR INNOVATION, 3323 LUSKING SCHOOL OF PUBLIC AFFAIRS BOX 9516 | 95-6006143 | 501(C)(3) | 30,000. | 0. | | | PROJECT SUPPORT |
| UNITED NATIONS ENVIRONMENT PROG UNEP - 304 EAST 45TH STREET, FF 970 - NEW YORK, NY 10017 | | UNITED NATIONS | 310,362. | 0. | | | PROJECT SUPPORT |
| U.S. INTERNATIONAL DEVELOPMENT FINANCE CORPORATION (DFC) - 1100 NEW YORK AVENUE, NW - WASHINGTON, DC 20527 | | U.S. GOVT | 400,000. | 0. | | | PROJECT SUPPORT |
| UNITED STATES ENERGY FOUNDATION 301 BATTERY STREET, 5TH FLOOR SAN FRANCISCO, CA 94111 | 83-1740146 | 501(C)(3) | 500,000. | 0. | | | PROJECT SUPPORT |
| UNIVERSITY OF MARYLAND OFFICE OF SPAC 4101 CHESAPEAKE BUILDING - COLLEGE PARK, MD 20742-3141 | 52-1125663 | STATE OF MD | 449,981. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

| (a) Name and address of organization or government | (b) EIN | (c) IRC section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance |
|---|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| UNIVERSITY OF PITTSBURGH 4200 FIFTH AVE PITTSBURGH, PA 15260 | 25-0965591 | 501(C)(3) | 28,000. | 0. | | | PROJECT SUPPORT |
| VITAL STRATEGIES, INC. 100 BROADWAY, 4TH FLOOR NEW YORK, NY 10005 | 22-3419667 | 501(C)(3) | 220,000. | 0. | | | PROJECT SUPPORT |
| WASHINGTON UNIVERSITY ONE BROOKINGS DRIVE SAINT LOUIS, MO 63130 | 43-0653611 | 501(C)(3) | 150,000. | 0. | | | PROJECT SUPPORT |
| WAXMAN STRATEGIES 1900 M STREET NW WASHINGTON, DC 20036 | 46-2453965 | | 250,000. | 0. | | | PROJECT SUPPORT |
| WILDAID INC. 333 PINE ST. #300 SAN FRANCISCO, CA 94104 | 20-3644441 | 501(C)(3) | 122,100. | 0. | | | PROJECT SUPPORT |
| WINROCK INTERNATIONAL 2121 CRYSTAL DRIVE, SUITE 500 ARLINGTON, VA 22202 | 71-0603560 | 501(C)(3) | 144,038. | 0. | | | PROJECT SUPPORT |
| WOODS & WAYSIDE INT'L, INC. P.O. BOX 8 HOPEWELL, NJ 08525 | 26-0743445 | 501(C)(3) | 200,000. | 0. | | | PROJECT SUPPORT |
| WORCESTER POLYTECHNIC INSTITUTE ONE INSTITUTE ROAD WORCESTER, MA 01609 | 04-2121659 | 501(C)(3) | 20,000. | 0. | | | PROJECT SUPPORT |
| WORLD RESOURCES INSTITUTE 10 G STREET, NE WASHINGTON, DC 20002 | 52-1257057 | 501(C)(3) | 1,040,027. | 0. | | | PROJECT SUPPORT |

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments (Schedule I (Form 990), Part II.)

| (a) Name and address of organization or government | (b) EIN | (c) IRC section if applicable | (d) Amount of cash grant | (e) Amount of non-cash assistance | (f) Method of valuation (book, FMV, appraisal, other) | (g) Description of non-cash assistance | (h) Purpose of grant or assistance |
|---|------------|-------------------------------|--------------------------|-----------------------------------|---|--|------------------------------------|
| WORLD WILDLIFE FUND 1250 24TH STREET, NW WASHINGTON, DC 20037 | 52-1693387 | 501(C)(3) | 220,000. | 0. | | | PROJECT SUPPORT |
| YALE UNIVERSITY 195 PROSPECT ST NEW HAVEN, CT 06511 | 06-0646973 | 501(C)(3) | 50,000. | 0. | | | PROJECT SUPPORT |
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Part III **Grants and Other Assistance to Domestic Individuals.** Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

| (a) Type of grant or assistance | (b) Number of recipients | (c) Amount of cash grant | (d) Amount of non-cash assistance | (e) Method of valuation (book, FMV, appraisal, other) | (f) Description of noncash assistance |
|---------------------------------|--------------------------|--------------------------|-----------------------------------|---|---------------------------------------|
| | | | | | |
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Part IV **Supplemental Information.** Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:

CLIMATEWORKS PROGRAM STAFF PERFORM DUE DILIGENCE ON PROSPECTIVE GRANTS AND
 EVALUATE THE PAST SUCCESS AND FINANCIAL HEALTH OF THE PROSPECTIVE GRANTEE.
 ALL ORGANIZATIONS ARE REQUIRED TO SUBMIT A GRANT NARRATIVE PROPOSAL AND
 BUDGET. PROPOSALS ARE EVALUATED ON THEIR PROJECTED OUTCOMES AND ALIGNMENT
 WITH CLIMATEWORKS' MISSION AND STRATEGIES. OTHER REQUIRED DOCUMENTATION
 INCLUDES: THE CURRENT YEAR BUDGET; YEAR-TO-DATE FINANCIAL STATEMENTS; PRIOR
 YEAR AUDITED FINANCIAL STATEMENTS; GOVERNMENT-ISSUED TAX STATUS
 DETERMINATION DOCUMENTATION; A LIST OF BOARD OF DIRECTORS, OFFICERS, AND

Part IV Supplemental Information

AFFILIATIONS; AND BIOGRAPHIES OF KEY STAFF INVOLVED IN THE PROJECT.

ALL GRANTEES ARE REQUIRED TO SIGN AND RETURN A GRANT AGREEMENT, WHICH STATES THAT FUNDS MAY BE SPENT ONLY FOR THE SPECIFIC CHARITABLE PURPOSES STATED IN THE PROPOSAL. ALL GRANTEES MUST BE IN COMPLIANCE WITH ALL APPLICABLE ANTI-TERRORIST FINANCING AND ASSET CONTROL LAWS, REGULATIONS, RULES, EXECUTIVE ORDERS, AND CANNOT VIOLATE ANY IRS EXPENDITURE PROHIBITIONS. CLIMATEWORKS VERIFIES THE ORGANIZATION'S EXISTENCE AND TAX STATUS USING GUIDESTAR CHARITY CHECK. DEPENDING ON THE DOLLAR AMOUNT, EITHER THE BOARD OF DIRECTORS, THE PRESIDENT & CEO, OR A VICE PRESIDENT APPROVES THE GRANT.

CLIMATEWORKS REVIEWS NARRATIVE AND FINANCIAL REPORTS TO ENSURE THAT THE FUNDS WERE SPENT EXCLUSIVELY FOR THE CHARITABLE PURPOSES STATED IN THE PROPOSAL AND WITHIN THE CONFINES OF THE OTHER RESTRICTIONS OF THE GRANT.

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

2020

Open to Public Inspection

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
 ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
 ▶ Attach to Form 990.
 ▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury
Internal Revenue Service

Name of the organization

CLIMATEWORKS FOUNDATION

Employer identification number

26-2303250

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|---|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input checked="" type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in or receive payment from a supplemental nonqualified retirement plan?
- c** Participate in or receive payment from an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

| | Yes | No |
|-----------|-----|----|
| 1b | X | |
| 2 | X | |
| 4a | | X |
| 4b | | X |
| 4c | | X |
| 5a | | X |
| 5b | | X |
| 6a | | X |
| 6b | | X |
| 7 | X | |
| 8 | | X |
| 9 | | |

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2020

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

| (A) Name and Title | | (B) Breakdown of W-2 and/or 1099-MISC compensation | | | (C) Retirement and other deferred compensation | (D) Nontaxable benefits | (E) Total of columns (B)(i)-(D) | (F) Compensation in column (B) reported as deferred on prior Form 990 |
|--|------|--|-------------------------------------|-------------------------------------|--|-------------------------|---------------------------------|---|
| | | (i) Base compensation | (ii) Bonus & incentive compensation | (iii) Other reportable compensation | | | | |
| (1) CHARLOTTE PERA PRESIDENT AND CEO | (i) | 564,729. | 0. | 1,932. | 42,750. | 13,228. | 622,639. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (2) SHAWN P. REIFSTECK VP, STRATEGY, COLLABORATIONS & BRAND | (i) | 409,187. | 0. | 1,260. | 41,325. | 36,838. | 488,610. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (3) CHARLES MCELWEE VP, PROGRAMS | (i) | 401,900. | 5,000. | 5,544. | 42,750. | 32,853. | 488,047. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (4) SUSAN ELIZABETH COOK VP, OPERATIONS AND PLANNING | (i) | 404,729. | 8,457. | 6,945. | 42,750. | 14,133. | 477,014. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (5) IRENE KIM VP, DEVELOPMENT | (i) | 390,000. | 0. | 3,612. | 39,450. | 37,075. | 470,137. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (6) SURABI MENON VP, GLOBAL INTELLIGENCE | (i) | 342,671. | 7,539. | 1,260. | 41,325. | 25,927. | 418,722. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (7) BRIAN MCCrackEN CFO, TREASURER | (i) | 317,375. | 8,457. | 1,932. | 42,750. | 36,438. | 406,952. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (8) DANIEL ZARIN SR. DIRECTOR OF PROGRAMS, CLUA | (i) | 296,594. | 5,000. | 3,612. | 42,750. | 31,748. | 379,704. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (9) MARY RAFTERY SR. ADVISOR, FUNDER COLLABORATIONS | (i) | 279,124. | 15,947. | 3,612. | 40,966. | 15,237. | 354,886. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (10) JAN DERRICKSON PROG. DIR., CARBON DIOXIDE REMOVAL | (i) | 280,000. | 1,000. | 3,612. | 41,017. | 21,898. | 347,527. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (11) ILMI GRANOFF PROG. DIR., SUSTAINABLE FINANCE | (i) | 267,187. | 0. | 840. | 39,640. | 37,132. | 344,799. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (12) ANTHONY EGGERT PROGRAM DIRECTOR, TRANSPORTATION | (i) | 280,000. | 1,000. | 1,260. | 40,100. | 20,352. | 342,712. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (13) GRETCHEN RAU SECRETARY | (i) | 153,967. | 5,277. | 2,142. | 23,250. | 10,801. | 195,437. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| (14) DANIEL HAMZA-GOODACRE FORMER EXECUTIVE DIRECTOR, K-CEP | (i) | 153,900. | 14,455. | 15,628. | 0. | 8,030. | 192,013. | 0. |
| | (ii) | 0. | 0. | 0. | 0. | 0. | 0. | 0. |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |
| | (i) | | | | | | | |
| | (ii) | | | | | | | |

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART I, LINE 1A:

SUSAN ELIZABETH COOK (VP, OPERATIONS AND PLANNING), BRIAN MCCRACKEN (CFO AND TREASURER), SURABI MENON (VP, GLOBAL INTELLIGENCE), MARY RAFTERY (SR. ADVISOR, FUNDER COLLABORATIONS), AND GRETCHEN RAU (ASSOCIATE DIRECTOR FOR THE EXECUTIVE OFFICE AND BOARD SECRETARY) RECEIVED A TAX GROSS-UP AS PART OF A BONUS PAID TO THEM IN 2020. THESE TAX GROSS-UP PAYMENTS WERE REPORTED ON FORM W-2'S AS TAXABLE INCOME, AS REQUIRED, AND REPORTED AS COMPENSATION ON SCHEDULE J, PART II, COLUMN (B)(III).

PART I, LINE 7:

THE ORGANIZATION AWARDED BONUSES TO CERTAIN INDIVIDUALS WHICH WERE DETERMINED BY A SUPERVISOR, WHO UTILIZED DISCRETION IN DETERMINING THE AMOUNT OF PAYMENT, AND THUS WOULD BE CONSIDERED A NON-FIXED PAYMENT.

SCHEDULE L
(Form 990 or 990-EZ)

Transactions With Interested Persons

OMB No. 1545-0047

2020

Open To Public Inspection

Department of the Treasury Internal Revenue Service

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b. Attach to Form 990 or Form 990-EZ. Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization CLIMATEWORKS FOUNDATION Employer identification number 26-2303250

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and section 501(c)(29) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

Table with 4 main columns: (a) Name of disqualified person, (b) Relationship between disqualified person and organization, (c) Description of transaction, (d) Corrected? (Yes/No)

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958 \$
3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization \$

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

Table with 9 main columns: (a) Name of interested person, (b) Relationship with organization, (c) Purpose of loan, (d) Loan to or from the organization? (To/From), (e) Original principal amount, (f) Balance due, (g) In default? (Yes/No), (h) Approved by board or committee? (Yes/No), (i) Written agreement? (Yes/No)

Total \$

Part III Grants or Assistance Benefiting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

Table with 5 main columns: (a) Name of interested person, (b) Relationship between interested person and the organization, (c) Amount of assistance, (d) Type of assistance, (e) Purpose of assistance

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

| (a) Name of interested person | (b) Relationship between interested person and the organization | (c) Amount of transaction | (d) Description of transaction | (e) Sharing of organization's revenues? | |
|-------------------------------|---|---------------------------|--------------------------------|---|----|
| | | | | Yes | No |
| YOUR GREEN HEART, LTD. | GREATER THAN 35% CO | 184,473. | PROGRAM AND | | X |
| VESANCY FORESTRY CONSULTAN | GREATER THAN 35% CO | 507,620. | PROGRAM MAN | | X |
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Part V Supplemental Information.

Provide additional information for responses to questions on Schedule L (see instructions).

SCH L, PART IV, BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: YOUR GREEN HEART, LTD.

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

GREATER THAN 35% CONTROLLED ENTITY OF FORMER KEY EMP DANIEL HAMZA-GOODACRE

(D) DESCRIPTION OF TRANSACTION: PROGRAM AND PROFESSIONAL SERVICES

(A) NAME OF PERSON: VESANCY FORESTRY CONSULTANTS

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

GREATER THAN 35% CONTROLLED ENTITY OF FORMER KEY EMP CHRIS ELLIOTT

(D) DESCRIPTION OF TRANSACTION: PROGRAM MANAGEMENT SERVICES

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2020

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization **CLIMATEWORKS FOUNDATION** Employer identification number **26-2303250**

| Part I | Types of Property | (a) Check if applicable | (b) Number of contributions or items contributed | (c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g | (d) Method of determining noncash contribution amounts |
|--------|---|----------------------------|---|--|---|
| 1 | Art - Works of art | | | | |
| 2 | Art - Historical treasures | | | | |
| 3 | Art - Fractional interests | | | | |
| 4 | Books and publications | | | | |
| 5 | Clothing and household goods | | | | |
| 6 | Cars and other vehicles | | | | |
| 7 | Boats and planes | | | | |
| 8 | Intellectual property | | | | |
| 9 | Securities - Publicly traded | X | 1 | 50,001,393. | FMV |
| 10 | Securities - Closely held stock | | | | |
| 11 | Securities - Partnership, LLC, or trust interests | | | | |
| 12 | Securities - Miscellaneous | | | | |
| 13 | Qualified conservation contribution - Historic structures | | | | |
| 14 | Qualified conservation contribution - Other | | | | |
| 15 | Real estate - Residential | | | | |
| 16 | Real estate - Commercial | | | | |
| 17 | Real estate - Other | | | | |
| 18 | Collectibles | | | | |
| 19 | Food inventory | | | | |
| 20 | Drugs and medical supplies | | | | |
| 21 | Taxidermy | | | | |
| 22 | Historical artifacts | | | | |
| 23 | Scientific specimens | | | | |
| 24 | Archeological artifacts | | | | |
| 25 | Other () | | | | |
| 26 | Other () | | | | |
| 27 | Other () | | | | |
| 28 | Other () | | | | |

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part V, Donee Acknowledgement **29** **0**

| | Yes | No |
|---|-----|----|
| 30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period? | | X |
| b If "Yes," describe the arrangement in Part II. | | |
| 31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions? | X | |
| 32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? | | X |
| b If "Yes," describe in Part II. | | |
| 33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II. | | |

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, PART I, COLUMN (B):

THE ORGANIZATION IS REPORTING THE NUMBER OF ITEMS CONTRIBUTED (DEFINED AS EACH SEPARATE GIFT) IN SCHEDULE M, PART I, COLUMN (B).

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2020

Open to Public
Inspection

Name of the organization

CLIMATEWORKS FOUNDATION

Employer identification number

26-2303250

FORM 990, PART III, LINE 1:

THE CLIMATEWORKS FOUNDATION'S MISSION IS TO END THE CLIMATE CRISIS BY
AMPLIFYING THE POWER OF PHILANTHROPY.

WE ARE A GLOBAL PLATFORM FOR PHILANTHROPY TO INNOVATE, COLLABORATE, AND
ACCELERATE CLIMATE SOLUTIONS THAT SCALE BY BRINGING TOGETHER A UNIQUE
NETWORK OF FUNDERS, GRANTEES, RESEARCHERS, AND OTHER PARTNERS. WE
PROVIDE A SUITE OF GLOBAL PROGRAMS AND GLOBAL SERVICES UNIQUELY
DESIGNED TO AMPLIFY THE POWER OF A CLIMATE PHILANTHROPY COMMUNITY THAT
IS LARGER, MORE COORDINATED, MORE INTERNATIONAL, AND GROWING FASTER
THAN EVER.

CLIMATEWORKS GLOBAL PROGRAMS SUPPORT CLIMATE CHANGE MITIGATION EFFORTS
FROM EARLY EXPLORATIONS TO SCALED INITIATIVES. WE HELP DEVELOP
INNOVATIVE AND IMPACTFUL SOLUTIONS, FUND THEIR IMPLEMENTATION, AND
SCALE UP THOSE THAT SHOW THE GREATEST PROMISE. OUR DIVERSE SET OF
PHILANTHROPIC PROGRAMS ARE CRITICAL TO CLIMATE MITIGATION SUCCESS AND
INCLUDE CARBON DIOXIDE REMOVAL; COOLING; FINANCE; FOOD & AGRICULTURE;
FORESTS & LAND USE; GOVERNANCE & DIPLOMACY; INDUSTRY; POWER; SUPER
POLLUTANTS; TRANSPORTATION; AS WELL AS EXPERTISE AND ADVISORY SERVICES
TO HELP DESIGN AND IMPLEMENT GRANTMAKING STRATEGIES THAT DRIVE CLIMATE
PROGRESS.

CLIMATEWORKS GLOBAL SERVICES INCLUDE: (I) GLOBAL INTELLIGENCE THAT
PROVIDES FUNDERS WITH THE KNOWLEDGE NECESSARY TO BUILD THEIR CLIMATE
INVESTMENT STRATEGIES, WHICH HELPS THEM EXPLORE AREAS FOR CLIMATE

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) 2020

032211 11-20-20

| | |
|---|--|
| Name of the organization CLIMATEWORKS FOUNDATION | Employer identification number 26-2303250 |
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ACTION AND IDENTIFY OPPORTUNITIES FOR GREATER IMPACT AND PARTNERSHIP;
 (II) GLOBAL COLLABORATIONS THAT ENABLE CLIMATE FUNDERS TO INCREASE
 INDIVIDUAL AND COLLECTIVE IMPACT; AND (III) GLOBAL GRANTMAKING THAT
 ENABLE FUNDERS TO INVEST IN CLIMATE STRATEGIES AROUND THE GLOBE.

THROUGH OUR PROGRAMS AND SERVICES, CLIMATEWORKS HELPS THE FIELD OF
 CLIMATE PHILANTHROPY ACT WITH THE AMBITION, URGENCY, CAPABILITIES, AND
 INTERCONNECTIONS NEEDED TO END THE CLIMATE CRISIS.

FORM 990, PART III, LINE 4A:
 WE COLLABORATED WITH OUR EXPANSIVE NETWORK OF PARTNERS AND GRANTEES TO
 CONTRIBUTE TO A VARIETY OF ACHIEVEMENTS AROUND THE GLOBE, DRIVING
 MEANINGFUL PROGRESS ON CLIMATE ACTION.

CLIMATEWORKS GLOBAL PROGRAMS:
 THROUGH OUR GLOBAL PROGRAMS, WE DRIVE INNOVATION AND CLIMATE SOLUTIONS
 THAT SCALE. OUR PORTFOLIO OF GLOBAL AND TRANSNATIONAL CLIMATE
 MITIGATION STRATEGIES AND GRANTMAKING HELP FUNDERS MAXIMIZE THEIR
 PHILANTHROPIC IMPACT. WE SUPPORT CLIMATE CHANGE MITIGATION EFFORTS
 FROM EARLY EXPLORATIONS TO SCALED INITIATIVES. WE HELP DEVELOP
 INNOVATIVE AND HIGH-IMPACT SOLUTIONS, FUND THEIR IMPLEMENTATION, AND
 SCALE UP THOSE THAT SHOW THE GREATEST PROMISE.

2020 GLOBAL PROGRAMS ACTIVITIES INCLUDED:
 (I) CARBON DIOXIDE REMOVAL: WE BOOSTED CARBON REMOVAL EFFORTS WITH NEW
 INITIATIVES, INCLUDING THE LAUNCH OF OCEAN CDR, A NEW KNOWLEDGE HUB TO
 SUPPORT OCEAN-BASED CARBON DIOXIDE REMOVAL.

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(II) FOOD & AGRICULTURE: WE WORKED IN EUROPE, THE U.S., ASIA, AND SOUTH AMERICA TO ACCELERATE THE TRANSITION TO A GLOBAL FOOD SYSTEM THAT IS HEALTHIER AND MORE SUSTAINABLE.

(III) ROAD TRANSPORTATION: CALIFORNIA, QUEBEC, AND THE U.K. MEMBERS OF THE ZERO-EMISSION VEHICLE ALLIANCE ALL ACCELERATED THE TRANSITION TO ELECTRIC VEHICLES BY ANNOUNCING PHASEOUTS OF OIL COMBUSTION VEHICLES IN FAVOR OF 100% ZERO-EMISSION PASSENGER VEHICLE SALES BY 2035 OR EARLIER.

(IV) INDUSTRY: BUY CLEAN A PUBLIC PROCUREMENT POLICY DESIGNED TO LOWER EMISSIONS WAS IMPLEMENTED IN CALIFORNIA AND INTRODUCED IN NEW YORK STATE AND THE U.S. CONGRESS.

(V) SHIPPING: THE EUROPEAN PARLIAMENT VOTED TO INCLUDE THE MARITIME SHIPPING SECTOR IN ITS EMISSIONS TRADING SYSTEM, AS WELL AS THE OVERARCHING EU CLIMATE LAW, MAKING IT MANDATORY TO ACHIEVE FULL DECARBONIZATION BY 2050.

(VI) FINANCE: WE DEVELOPED A FINANCIAL REFORM PLAYBOOK WITH PARTNERS TO GUIDE THE BIDEN TRANSITION TEAM ON HOW TO REDUCE THE RISK POSED BY CLIMATE CHANGE TO THE FINANCIAL SYSTEM. THE BIDEN ADMINISTRATION HAS ADOPTED MANY OF THE RECOMMENDATIONS FOR EARLY ACTION.

(VII) POWER: CHINA AND JAPAN ENHANCED THEIR 2030 EMISSION REDUCTION TARGETS, WHILE SOUTH KOREA PUT AN END TO COAL FINANCING AND COMMITTED \$35 BILLION TO ITS CLEAN ENERGY TRANSITION.

(VIII) COOLING: CHINA IMPLEMENTED ENERGY EFFICIENCY STANDARDS FOR ROOM AIR CONDITIONER UNITS, AND AS A RESULT, THE DOMESTIC MARKET IS ALREADY ON ITS WAY TO ACHIEVING A 30% EFFICIENCY IMPROVEMENT.

CLIMATEWORKS GLOBAL SERVICES:

OUR INTELLIGENCE, COLLABORATIONS, AND GRANTMAKING SERVICES GIVE FUNDERS THE TOOLS THEY NEED TO MAKE THEIR CLIMATE GIVING AS EFFECTIVE AS

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POSSIBLE. DESIGNED WITH THE UNIQUE NEEDS OF INDIVIDUAL FUNDERS IN MIND, THESE SERVICES ALSO ENABLE THE BROADER CLIMATE PHILANTHROPY COMMUNITY TO OPERATE COLLABORATIVELY FOR GREATER COLLECTIVE IMPACT.

GLOBAL INTELLIGENCE:

CLIMATEWORKS GLOBAL INTELLIGENCE PROVIDES FUNDERS WITH THE KNOWLEDGE NECESSARY TO BUILD THEIR CLIMATE INVESTMENT STRATEGIES. IT HELPS THEM EXPLORE AREAS FOR CLIMATE ACTION AND IDENTIFY OPPORTUNITIES FOR GREATER IMPACT AND PARTNERSHIP.

2020 GLOBAL INTELLIGENCE HIGHLIGHTS INCLUDE:

(I) IN SEPTEMBER 2020, CLIMATEWORKS GLOBAL INTELLIGENCE ISSUED A FIRST-OF-ITS-KIND PUBLICATION THAT SHED LIGHT ON THE STATE OF CLIMATE PHILANTHROPY. THE REPORT, "FUNDING TRENDS: CLIMATE CHANGE MITIGATION PHILANTHROPY", OFFERED UNPARALLELED INSIGHTS ON PHILANTHROPIC FUNDING FLOWS FOR CLIMATE CHANGE MITIGATION, INCLUDING A BREAKDOWN OF FOUNDATION FUNDING ACROSS REGIONS AND SECTORS. NOTABLY, OUR RESEARCH REVEALED THAT LESS THAN 2% OF GLOBAL PHILANTHROPIC GIVING IS DEDICATED TO CLIMATE CHANGE MITIGATION NOT NEARLY ENOUGH TO MEET THE SCALE OF THE GLOBAL CHALLENGE. ALTHOUGH THE FIELD OF CLIMATE CHANGE MITIGATION PHILANTHROPY HAS BEEN DEVELOPING RAPIDLY, THERE REMAINS IMMENSE ROOM FOR SUSTAINED GROWTH. THE FUNDING TRENDS REPORT ENABLED FUNDERS TO BETTER UNDERSTAND THE RELATIONSHIP BETWEEN WHERE FUNDING IS MOST NEEDED AND WHERE IT IS GOING, MORE ACCURATELY SCOPE NEW STRATEGIES AND REFINE THEIR EXISTING WORK, AND IDENTIFY EMERGING PARTNERSHIP OPPORTUNITIES. DATA FROM THE REPORT HAVE BEEN WIDELY CITED BY INFLUENTIAL MEDIA OUTLETS WORLDWIDE, HELPING TO DRIVE AWARENESS OF CURRENT FUNDING LEVELS AND THE NEED TO DEPLOY SIGNIFICANTLY MORE PHILANTHROPIC RESOURCES OVER

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THE COMING YEARS TO TACKLE THIS EXISTENTIAL THREAT.

(II) IN ADDITION TO THE FUNDING TRENDS REPORT, CLIMATEWORKS GLOBAL INTELLIGENCE RELEASED 24 PUBLICATIONS AND CONDUCTED 66 TAILORED ANALYSES AND BRIEFINGS IN 2020. AS A SERVICE, CLIMATEWORKS GLOBAL INTELLIGENCE CONTINUES TO LEAD CORE FUNCTIONS AND PROVIDE THE BACKBONE TO A GLOBAL COMMUNITY. OUR TOOLS SYNTHESIZE STRATEGY, GRANTMAKING, AND PROGRESS REPORTING DATA FROM ACROSS THE CLIMATE PHILANTHROPY ECOSYSTEM. OUR UNIQUE VIEW MAKES VISIBLE THE "COLLECTIVE PORTFOLIO" OF CLIMATE PHILANTHROPY STRATEGIES AND INVESTMENTS, ENABLING FUNDERS TO UNDERSTAND HISTORIC TRENDS, CURRENT FUNDING PATTERNS, AND FUTURE PLANS TO MORE STRATEGICALLY ALLOCATE THEIR OWN FUNDING.

GLOBAL COLLABORATIONS:

BUILT TO SERVE RESULTS-DRIVEN PHILANTHROPY, CLIMATEWORKS LEADS COLLABORATIONS THAT ENABLE FUNDERS TO STRATEGIZE, LEARN, AND EXECUTE NEW AND EXISTING CLIMATE INITIATIVES. OUR SUITE OF BEST-IN-CLASS COLLABORATIONS EMPOWERS CLIMATE FUNDERS TO INCREASE INDIVIDUAL AND COLLECTIVE IMPACT.

GLOBAL COLLABORATIONS HIGHLIGHTS FROM 2020 INCLUDED CONVENING TWO VIRTUAL MEETINGS OF THE FUNDERS TABLE, AN INFORMAL COLLABORATION OF NOT-FOR-PROFIT FOUNDATIONS DEDICATED TO CLIMATE CHANGE MITIGATION. FACILITATED BY THE CLIMATEWORKS, THE FUNDERS TABLE IS A WAY FOR THESE ORGANIZATIONS TO LEARN FROM AND WORK MORE CLOSELY WITH ONE ANOTHER.

OTHER GLOBAL COLLABORATIONS ACTIVITIES INCLUDED THE INDIA CLIMATE PHILANTHROPY LEARNING NETWORK (ICPLN), WHICH CLIMATEWORKS LAUNCH FIVE YEARS AGO TO FACILITATE INCREASED COORDINATION AND COLLABORATION AMONG

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PHILANTHROPISTS ACTIVE IN INDIA. SUSTAINED ENGAGEMENT THROUGH THE ICPLN IN 2020 CULMINATED WITH AN INDIA DEEP DIVE (IDD) VIRTUAL DISCUSSION IN JANUARY 2021, WITH OVER 80 PARTICIPANTS FROM OVER 50 FUNDERS AROUND THE WORLD.

THE COORDINATION AND RELATIONSHIPS NURTURED BY ICPLN PROVIDE A STRONG FOUNDATION FOR FUNDERS TO QUICKLY GET TOGETHER TO RESPOND TO NEW DEVELOPMENTS, INCREASE FUNDING, WORK THROUGH EMERGING CHALLENGES, AND ALSO FOLLOW UP ON RECOMMENDATIONS FROM THE IDD.

GLOBAL GRANTMAKING:

CLIMATEWORKS PROVIDES AN ARRAY OF GRANTMAKING SERVICES THAT ENABLE FUNDERS TO INVEST IN CLIMATE STRATEGIES AROUND THE GLOBE. THROUGH OUR PORTFOLIO OF GLOBAL AND TRANSNATIONAL CLIMATE MITIGATION STRATEGIES AND GRANTMAKING, WE HELP FUNDERS MAXIMIZE THEIR PHILANTHROPIC IMPACT.

GLOBAL GRANTMAKING ACTIVITIES INCLUDED AWARDING \$48.5 MILLION TO 171 GRANTEES THROUGH 262 GRANTS IN SUPPORT OF GLOBAL AND TRANSNATIONAL PROGRAMS AND INITIATIVES IN BRAZIL, CHINA, EUROPE, INDIA, LATIN AMERICA, AND SOUTHEAST ASIA. THIS GRANTMAKING SUPPORTED ADVANCES IN A RANGE OF AREAS ESSENTIAL TO ENDING THE CLIMATE CRISIS, INCLUDING CARBON DIOXIDE REMOVAL, COOLING, FINANCE, FOOD AND AGRICULTURE, FORESTS AND LAND USE, GOVERNANCE AND DIPLOMACY, INDUSTRY, POWER, SUPER POLLUTANTS, AND TRANSPORTATION.

FORM 990, PART III, LINE 4B:

IN 2020, CLIMATEWORKS FOUNDATION ADVANCED LAND-USE POLICIES AND

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PRACTICES THAT MITIGATE CLIMATE CHANGE, BENEFIT PEOPLE, AND PROTECT THE ENVIRONMENT THROUGH ITS SUPPORT FOR AND ADMINISTRATION OF THE CLIMATE AND LAND USE ALLIANCE (CLUA), A COLLABORATIVE PHILANTHROPIC INITIATIVE.

THE CLIMATE AND LAND USE ALLIANCE HAD AN EVENTFUL AND PRODUCTIVE 2020, IMPLEMENTING THE THIRD YEAR OF ITS 2018-2022 STRATEGY, DEVELOPING STRATEGIC FRAMEWORKS FOR NEW WORKSTREAMS, AND SUCCESSFULLY DELIVERING ON KEY ELEMENTS OF ITS FIRST ANNUAL OPERATIONAL WORK PLAN, GUIDED BY THE PRINCIPLES IN CLUA'S HIGHER-LEVEL ORGANIZATIONAL PLAN.

THROUGH CLUA, IN 2020 CLIMATEWORKS MADE 148 GRANTS TOTALING \$19.6 MILLION TO 127 GRANTEES FOCUSED ON HALTING AND REVERSING FOREST LOSS, ADVANCING SUSTAINABLE LAND USE AND DEVELOPMENT, AND SECURING THE RIGHTS AND LIVELIHOODS OF INDIGENOUS AND FOREST COMMUNITIES.

FORM 990, PART VI, SECTION A, LINE 3:

DURING 2020, THE ORGANIZATION CONTRACTED WITH VESANCY FORESTRY CONSULTANTS/CHRIS ELLIOTT TO MANAGE THE CLIMATE AND LAND USE ALLIANCE. COMPENSATION PAID TO VESANCY FORESTRY CONSULTANTS DURING THE 2020 TAX YEAR IN EXCHANGE FOR THESE SERVICES TOTALED \$507,620.

FORM 990, PART VI, SECTION B, LINE 11B:

THE FORM 990 IS PREPARED JOINTLY BY CLIMATEWORKS FOUNDATION STAFF AND AN OUTSIDE ACCOUNTING FIRM. THE DRAFT IS REVIEWED BY THE CFO/TREASURER, PRESIDENT & CHIEF EXECUTIVE OFFICER, AND GENERAL COUNSEL. CLIMATEWORKS' FINANCIAL MANAGEMENT AND THE ACCOUNTING FIRM'S TAX LEAD REVIEWS THE DRAFT WITH CLIMATEWORKS' AUDIT COMMITTEE. THE AUDIT COMMITTEE RECOMMENDS

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APPROVAL OF THE RETURN TO THE BOARD, WHO RECEIVES THE FORM 990 PRIOR TO FILING WITH THE INTERNAL REVENUE SERVICE.

FORM 990, PART VI, SECTION B, LINE 12C:

CLIMATEWORKS FOUNDATION'S POLICY REQUIRES THAT ANY APPARENT OR POTENTIAL CONFLICTS OF INTEREST BE FULLY DISCLOSED BEFORE A DECISION IS MADE ON THE MATTER INVOLVED, AND THAT NO DIRECTOR, OFFICER, OR STAFF MEMBER PARTICIPATE (OTHER THAN BY PROVIDING INFORMATION) IN ANY DECISION IN WHICH HE OR SHE HAS A CONFLICT OF INTEREST.

CLIMATEWORKS' CONFLICT OF INTEREST POLICY IS INCLUDED AS PART OF THE FORMAL ORIENTATION FOR ALL NEW BOARD OF DIRECTORS, OFFICERS, AND STAFF.

ADDITIONALLY, ALL OFFICERS, DIRECTORS, AND STAFF ARE REQUIRED TO COMPLETE AN ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT. POTENTIAL OFFICER AND BOARD MEMBER CONFLICTS ARE REVIEWED BY THE CHAIR OF THE BOARD, WHO WILL INVESTIGATE THE FACTS, SEEK ADVICE FROM OUTSIDE COUNSEL AS NECESSARY, AND REPORT BACK TO THE BOARD AT THE TIME IT CONSIDERS THE TRANSACTION. AN INTERESTED DIRECTOR OR OFFICER WILL NOT PARTICIPATE IN DELIBERATIONS OR THE VOTE. POTENTIAL STAFF MEMBER CONFLICTS ARE REVIEWED BY THE PRESIDENT & CHIEF EXECUTIVE OFFICER, WHO WILL INVESTIGATE THE FACTS, SEEK ADVICE FROM OUTSIDE COUNSEL AS NECESSARY, AND TAKE APPROPRIATE ACTION IN ACCORDANCE WITH THE POLICY.

FORM 990, PART VI, SECTION B, LINE 15:

THE BOARD ANNUALLY REVIEWS THE COMPENSATION OF THE PRESIDENT AND CHIEF EXECUTIVE OFFICER AND APPROVES CHANGES. CONSISTENT WITH ITS CONFLICT OF INTEREST POLICY, THE PRESIDENT AND CHIEF EXECUTIVE OFFICER, WHO IS ALSO A DIRECTOR, DID NOT PARTICIPATE IN ANY BOARD DELIBERATIONS OR VOTES REGARDING

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HER COMPENSATION. THE BOARD APPROVES CHANGES TO THE CFO/TREASURER'S COMPENSATION, UNLESS THE CHANGE APPLIES TO SUBSTANTIALLY ALL EMPLOYEES. THE BOARD USES THIRD-PARTY COMPENSATION SURVEYS AND COMPENSATION INFORMATION OF COMPARABLE ORGANIZATIONS, INCLUDING OTHER FOUNDATIONS, PUBLIC CHARITIES, AND NGOS TO BENCHMARK COMPENSATION FOR THESE POSITIONS. CLIMATEWORKS FOUNDATION DOCUMENTS THE DELIBERATIONS REGARDING COMPENSATION IN MINUTES OF THE MEETINGS OF ITS BOARD.

COMPENSATION FOR KEY EMPLOYEES IS REVIEWED ANNUALLY BY DIRECT SUPERVISORS, WITH FINAL REVIEW BY THE PRESIDENT AND CHIEF EXECUTIVE OFFICER. THIRD-PARTY SURVEYS, COMPILING DATA FROM OTHER FOUNDATIONS, PUBLIC CHARITIES, AND NGOS ARE USED TO BENCHMARK COMPENSATION FOR EACH POSITION.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:
CA, DC, IL, KY, MA, MN, MO, NJ, NY, OH, PA, TX, WA

FORM 990, PART VI, SECTION C, LINE 18:
CLIMATEWORKS FOUNDATION PROVIDES A COPY OF THE FORM 990 DIRECTLY TO GUIDESTAR TO PUBLISH ON ITS WEBSITE, IN ADDITION TO POSTING THE FORM 990 ON ITS WEBSITE AND PROVIDING A COPY OF THE FORM 990 UPON REQUEST BY THE GENERAL PUBLIC.

FORM 990, PART VI, SECTION C, LINE 19:
CLIMATEWORKS FOUNDATION MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND AUDITED FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON REQUEST.

FORM 990, PART IX, LINE 11G, OTHER FEES:

| | |
|--|---|
| Name of the organization CLIMATEWORKS FOUNDATION | Employer identification number 26-2303250 |
|--|---|

PROGRAM CONSULTING:

| | |
|--|--------------------|
| PROGRAM SERVICE EXPENSES | 15,709,756. |
| MANAGEMENT AND GENERAL EXPENSES | 48,000. |
| FUNDRAISING EXPENSES | 0. |
| TOTAL EXPENSES | 15,757,756. |

COMMUNICATIONS:

| | |
|--|-----------------|
| PROGRAM SERVICE EXPENSES | 393,573. |
| MANAGEMENT AND GENERAL EXPENSES | 334,910. |
| FUNDRAISING EXPENSES | 16,598. |
| TOTAL EXPENSES | 745,081. |

CONSULTING AND PROFESSIONAL SERVICES:

| | |
|--|-----------------|
| PROGRAM SERVICE EXPENSES | 143,595. |
| MANAGEMENT AND GENERAL EXPENSES | 2,800. |
| FUNDRAISING EXPENSES | 0. |
| TOTAL EXPENSES | 146,395. |

TEMPORARY STAFFING:

| | |
|--|-----------------|
| PROGRAM SERVICE EXPENSES | 396,628. |
| MANAGEMENT AND GENERAL EXPENSES | 71,500. |
| FUNDRAISING EXPENSES | 12,950. |
| TOTAL EXPENSES | 481,078. |

PROGRAM MEASUREMENT AND EVALUATION:

| | |
|--|-----------------|
| PROGRAM SERVICE EXPENSES | 462,718. |
| MANAGEMENT AND GENERAL EXPENSES | 0. |
| FUNDRAISING EXPENSES | 0. |

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TOTAL EXPENSES 462,718.

RECRUITING:

PROGRAM SERVICE EXPENSES 13,278.

MANAGEMENT AND GENERAL EXPENSES -56,639.

FUNDRAISING EXPENSES 0.

TOTAL EXPENSES -43,361.

TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A 17,549,667.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

RECOVERY OF PRIOR YEAR GRANT EXPENSES 1,260,807.

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2020

Open to Public Inspection

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| Name of the organization CLIMATEWORKS FOUNDATION | Employer identification number 26-2303250 |
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Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

| (a) Name, address, and EIN (if applicable) of disregarded entity | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Total income | (e) End-of-year assets | (f) Direct controlling entity |
|--|-------------------------|---|---------------------|---------------------------|-------------------------------------|
| CLIMATE AND LAND USE ALLIANCE LLC - 45-3944486, 235 MONTGOMERY STREET, SUITE 1300, SAN FRANCISCO, CA 94104 | ENVIRONMENTAL | DELAWARE | 31,839,835. | 15,397,430. | CLIMATEWORKS FOUNDATION |
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Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Exempt Code section | (e) Public charity status (if section 501(c)(3)) | (f) Direct controlling entity | (g) Section 512(b)(13) controlled entity? | |
|--|-------------------------|---|-------------------------------|---|-------------------------------------|--|----|
| | | | | | | Yes | No |
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For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2020

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Predominant income (related, unrelated, excluded from tax under sections 512-514) | (f) Share of total income | (g) Share of end-of-year assets | (h) Disproportionate allocations? | | (i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065) | (j) General or managing partner? | | (k) Percentage ownership |
|--|-------------------------|---|-------------------------------------|---|---------------------------------|--|---|----|---|---|----|--------------------------------|
| | | | | | | | Yes | No | | Yes | No | |
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Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Type of entity (C corp, S corp, or trust) | (f) Share of total income | (g) Share of end-of-year assets | (h) Percentage ownership | (i) Section 512(b)(13) controlled entity? | |
|--|-------------------------|---|-------------------------------------|--|---------------------------------|--|--------------------------------|---|----|
| | | | | | | | | Yes | No |
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Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

| | Yes | No |
|--|-----------|----|
| a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity | 1a | |
| b Gift, grant, or capital contribution to related organization(s) | 1b | |
| c Gift, grant, or capital contribution from related organization(s) | 1c | |
| d Loans or loan guarantees to or for related organization(s) | 1d | |
| e Loans or loan guarantees by related organization(s) | 1e | |
| f Dividends from related organization(s) | 1f | |
| g Sale of assets to related organization(s) | 1g | |
| h Purchase of assets from related organization(s) | 1h | |
| i Exchange of assets with related organization(s) | 1i | |
| j Lease of facilities, equipment, or other assets to related organization(s) | 1j | |
| k Lease of facilities, equipment, or other assets from related organization(s) | 1k | |
| l Performance of services or membership or fundraising solicitations for related organization(s) | 1l | |
| m Performance of services or membership or fundraising solicitations by related organization(s) | 1m | |
| n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) | 1n | |
| o Sharing of paid employees with related organization(s) | 1o | |
| p Reimbursement paid to related organization(s) for expenses | 1p | |
| q Reimbursement paid by related organization(s) for expenses | 1q | |
| r Other transfer of cash or property to related organization(s) | 1r | |
| s Other transfer of cash or property from related organization(s) | 1s | |

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

| (a) Name of related organization | (b) Transaction type (a-s) | (c) Amount involved | (d) Method of determining amount involved |
|-------------------------------------|-------------------------------|------------------------|--|
| (1) | | | |
| (2) | | | |
| (3) | | | |
| (4) | | | |
| (5) | | | |
| (6) | | | |

Part VI Unrelated Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

Table with 11 columns: (a) Name, address, and EIN of entity; (b) Primary activity; (c) Legal domicile; (d) Predominant income; (e) Are all partners sec. 501(c)(3) orgs.?; (f) Share of total income; (g) Share of end-of-year assets; (h) Disproportionate allocations?; (i) Code V-UBI amount; (j) General or managing partner?; (k) Percentage ownership.

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R. See instructions.

Multiple horizontal lines for providing supplemental information.

Exempt Organization Business Income Tax Return (and proxy tax under section 6033(e))

2020

Department of the Treasury
Internal Revenue Service

For calendar year 2020 or other tax year beginning _____, and ending _____

▶ **Go to www.irs.gov/Form990T for instructions and the latest information.**
▶ **Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).**

Open to Public Inspection for
501(c)(3) Organizations Only

| | | | |
|---|------------------------------|---|---|
| <p>A <input type="checkbox"/> Check box if address changed.</p> <p>B Exempt under section <input checked="" type="checkbox"/> 501(c)(3)) <input type="checkbox"/> 408(e) <input type="checkbox"/> 220(e) <input type="checkbox"/> 408A <input type="checkbox"/> 530(a) <input type="checkbox"/> 529(a) <input type="checkbox"/> 529S</p> | <p>Print or Type</p> | <p>Name of organization (<input type="checkbox"/> Check box if name changed and see instructions.) CLIMATEWORKS FOUNDATION</p> <p>Number, street, and room or suite no. If a P.O. box, see instructions. 235 MONTGOMERY STREET, NO. 1300</p> <p>City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94104</p> | <p>D Employer identification number 26-2303250</p> <p>E Group exemption number (see instructions)</p> <p>F <input type="checkbox"/> Check box if an amended return.</p> |
| <p>C Book value of all assets at end of year ▶ 272,486,239.</p> | | | |

G Check organization type ▶ 501(c) corporation 501(c) trust 401(a) trust Other trust Applicable reinsurance entity

H Check if filing only to ▶ Claim credit from Form 8941 Claim a refund shown on Form 2439

I Check if a 501(c)(3) organization filing a consolidated return with a 501(c)(2) titleholding corporation ▶

J Enter the number of attached Schedules A (Form 990-T) ▶

K During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? ▶ Yes No
If "Yes," enter the name and identifying number of the parent corporation. ▶

L The books are in care of ▶ **GRETCHEN RAU** Telephone number ▶ **(415) 433-0500**

| Part I Total Unrelated Business Taxable Income | |
|--|-----------|
| 1 Total of unrelated business taxable income computed from all unrelated trades or businesses (see instructions) | 1 0. |
| 2 Reserved | 2 |
| 3 Add lines 1 and 2 | 3 |
| 4 Charitable contributions (see instructions for limitation rules) | 4 0. |
| 5 Total unrelated business taxable income before net operating losses. Subtract line 4 from line 3 | 5 |
| 6 Deduction for net operating loss. See instructions | 6 |
| 7 Total of unrelated business taxable income before specific deduction and section 199A deduction. Subtract line 6 from line 5 | 7 |
| 8 Specific deduction (generally \$1,000, but see instructions for exceptions) | 8 1,000. |
| 9 Trusts. Section 199A deduction. See instructions | 9 |
| 10 Total deductions. Add lines 8 and 9 | 10 1,000. |
| 11 Unrelated business taxable income. Subtract line 10 from line 7. If line 10 is greater than line 7, enter zero | 11 0. |

| Part II Tax Computation | |
|---|------|
| 1 Organizations taxable as corporations. Multiply Part I, line 11 by 21% (0.21) | 1 0. |
| 2 Trusts taxable at trust rates. See instructions for tax computation. Income tax on the amount on Part I, line 11 from: <input type="checkbox"/> Tax rate schedule or <input type="checkbox"/> Schedule D (Form 1041) | 2 |
| 3 Proxy tax. See instructions | 3 |
| 4 Other tax amounts. See instructions | 4 |
| 5 Alternative minimum tax (trusts only) | 5 |
| 6 Tax on noncompliant facility income. See instructions | 6 |
| 7 Total. Add lines 3 through 6 to line 1 or 2, whichever applies | 7 0. |

LHA For Paperwork Reduction Act Notice, see instructions.

| Part III Tax and Payments | | | |
|--|-----------|-----------|-----------------|
| 1a Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116) | 1a | | |
| b Other credits (see instructions) | 1b | | |
| c General business credit. Attach Form 3800 (see instructions) | 1c | | |
| d Credit for prior year minimum tax (attach Form 8801 or 8827) | 1d | | |
| e Total credits. Add lines 1a through 1d | | 1e | |
| 2 Subtract line 1e from Part II, line 7 | | 2 | 0. |
| 3 Other taxes. Check if from: <input type="checkbox"/> Form 4255 <input type="checkbox"/> Form 8611 <input type="checkbox"/> Form 8697 <input type="checkbox"/> Form 8866 <input type="checkbox"/> Other (attach statement) | | 3 | |
| 4 Total tax. Add lines 2 and 3 (see instructions). <input type="checkbox"/> Check if includes tax previously deferred under section 1294. Enter tax amount here | | 4 | 0. |
| 5 2020 net 965 tax liability paid from Form 965-A or Form 965-B, Part II, column (k), line 4 | | 5 | 0. |
| 6a Payments: A 2019 overpayment credited to 2020 | 6a | | |
| b 2020 estimated tax payments. Check if section 643(g) election applies | 6b | | |
| c Tax deposited with Form 8868 | 6c | | |
| d Foreign organizations: Tax paid or withheld at source (see instructions) | 6d | | |
| e Backup withholding (see instructions) | 6e | | |
| f Credit for small employer health insurance premiums (attach Form 8941) | 6f | | |
| g Other credits, adjustments, and payments: <input type="checkbox"/> Form 2439 | | | |
| <input type="checkbox"/> Form 4136 | | | |
| <input type="checkbox"/> Other | | | |
| Total | 6g | | |
| 7 Total payments. Add lines 6a through 6g | | 7 | |
| 8 Estimated tax penalty (see instructions). Check if Form 2220 is attached | | 8 | |
| 9 Tax due. If line 7 is smaller than the total of lines 4, 5, and 8, enter amount owed | | 9 | |
| 10 Overpayment. If line 7 is larger than the total of lines 4, 5, and 8, enter amount overpaid | | 10 | |
| 11 Enter the amount of line 10 you want: Credited to 2021 estimated tax | | 11 | |
| | | | Refunded |

| Part IV Statements Regarding Certain Activities and Other Information (see instructions) | | | |
|--|--|--------------|----------|
| 1 At any time during the 2020 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If "Yes," the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If "Yes," enter the name of the foreign country here | | | |
| | | INDIA | X |
| 2 During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? | | | X |
| If "Yes," see instructions for other forms the organization may have to file. | | | |
| 3 Enter the amount of tax-exempt interest received or accrued during the tax year | | \$ | |
| 4a Did the organization change its method of accounting? (see instructions) | | | X |
| b If 4a is "Yes," has the organization described the change on Form 990, 990-EZ, 990-PF, or Form 1128? If "No," explain in Part V | | | |

Part V Supplemental Information

Provide the explanation required by Part IV, line 4b. Also, provide any other additional information. See instructions.

| | | | | |
|-------------------------------|--|---------------------------|---|---|
| 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 _____ Date _____ | ACTING CEO Title _____ | May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | |
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check <input type="checkbox"/> if self-employed |
| | MICHAEL LUMSDEN | MICHAEL LUMSDEN | 10/14/21 | PTIN P01262236 |
| | Firm's name | Firm's EIN | | |
| | MOSS ADAMS LLP | 91-0189318 | | |
| | Firm's address | Phone no. | | |
| | 101 SECOND STREET SUITE 900 SAN FRANCISCO, CA 94105 | 415-956-1500 | | |

FOOTNOTES

STATEMENT 1

THE ORGANIZATION DID NOT GENERATE ANY UNRELATED BUSINESS INCOME IN 2020; RATHER, FORM 990-T IS BEING FILED TO ATTACH FORM 5713, INTERNATIONAL BOYCOTT REPORT.

Electronic Filing PDF Attachment

International Boycott Report

(Rev. December 2010)
Department of the Treasury
Internal Revenue Service

For tax year beginning JANUARY 1, 20 20,
and ending DECEMBER 31, 20 20.
▶ **Controlled groups, see instructions.**

**Attachment
Sequence No. 123**

**Paper filers must file in
duplicate (see When and Where
to File in the instructions)**

Name CLIMATEWORKS FOUNDATION Identifying number 26-2303250

Number, street, and room or suite no. If a P.O. box, see instructions.
235 MONTGOMERY STREET, NO. 1300

City or town, state, and ZIP code
SAN FRANCISCO CA 94014

Address of service center where your tax return is filed
E-FILED

Type of filer (check one):
 Individual Partnership Corporation Trust Estate Other

1 Individuals—Enter adjusted gross income from your tax return (see instructions)

2 Partnerships and corporations:

a Partnerships—Enter each partner’s name and identifying number.

b Corporations—Enter the name and employer identification number of each member of the controlled group (as defined in section 993(a)(3)). Do not list members included in the consolidated return; instead, attach a copy of Form 851. List all other members of the controlled group not included in the consolidated return.

If you list any corporations below or if you attach Form 851, you must designate a common tax year. Enter on line 4b the name and employer identification number of the corporation whose tax year is designated.

| Name | Identifying number |
|------|--------------------|
| | |
| | |
| | |
| | |
| | |
| | |

If more space is needed, attach additional sheets and check this box

c Enter principal business activity code and description (see instructions)

| Code | Description |
|--------|-------------|
| 813211 | GRANTMAKING |

d IC-DISCs—Enter principal product or service code and description (see instructions)

3 Partnerships—Each partnership filing Form 5713 must give the following information:

a Partnership’s total assets (see instructions)

b Partnership’s ordinary income (see instructions)

4 Corporations—Each corporation filing Form 5713 must give the following information:

a Type of form filed (Form 1120, 1120-FSC, 1120-IC-DISC, 1120-L, 1120-PC, etc.) FORM 990-T

b Common tax year election (see instructions)

(1) Name of corporation ▶

(2) Employer identification number

(3) Common tax year beginning _____, 20_____, and ending _____, 20_____.

c Corporations filing this form enter:

(1) Total assets (see instructions) 272,486,239

(2) Taxable income before net operating loss and special deductions (see instructions) 0

5 Estates or trusts—Enter total income (Form 1041, page 1)

6 Enter the total amount (before reduction for boycott participation or cooperation) of the following tax benefits (see instructions):

a Foreign tax credit 0

b Deferral of earnings of controlled foreign corporations 0

c Deferral of IC-DISC income 0

d FSC exempt foreign trade income 0

e Foreign trade income qualifying for the extraterritorial income exclusion 0

**Please
Sign
Here**

Under penalties of perjury, I declare that I have examined this report, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete.

Signature _____ Date _____ Title _____

| | | | |
|-----------|--|-----|----|
| 7a | Are you a U.S. shareholder (as defined in section 951(b)) of any foreign corporation (including a FSC that does not use the administrative pricing rules) that had operations reportable under section 999(a)? | Yes | No |
| b | If the answer to question 7a is "Yes," is any foreign corporation a controlled foreign corporation (as defined in section 957(a))? | | |
| c | Do you own any stock of an IC-DISC? | | ✓ |
| d | Do you claim any foreign tax credit? | | ✓ |
| e | Do you control (within the meaning of section 304(c)) any corporation (other than a corporation included in this report) that has operations reportable under section 999(a)? | | ✓ |
| | If "Yes," did that corporation participate in or cooperate with an international boycott at any time during its tax year that ends with or within your tax year? | | |
| f | Are you controlled (within the meaning of section 304(c)) by any person (other than a person included in this report) who has operations reportable under section 999(a)? | | ✓ |
| | If "Yes," did that person participate in or cooperate with an international boycott at any time during its tax year that ends with or within your tax year? | | |
| g | Are you treated under section 671 as the owner of a trust that has reportable operations under section 999(a)? | | ✓ |
| h | Are you a partner in a partnership that has reportable operations under section 999(a)? | | ✓ |
| i | Are you a foreign sales corporation (FSC) (as defined in section 922(a), as in effect before its repeal)? | | ✓ |
| j | Are you excluding extraterritorial income (defined in section 114(e), as in effect before its repeal) from gross income? | | ✓ |

Part I Operations in or Related to a Boycotting Country (see instructions)

| | | | |
|----------|---|-----|----|
| 8 | Boycott of Israel —Did you have any operations in or related to any country (or with the government, a company, or a national of that country) associated in carrying out the boycott of Israel which is on the list maintained by the Secretary of the Treasury under section 999(a)(3)? (See Boycotting Countries in the instructions.) | Yes | No |
| | If "Yes," complete the following table. If more space is needed, attach additional sheets using the exact format and check this box <input type="checkbox"/> | | |

| (1) Name of country | (2) Identifying number of person having operations | (3) Principal business activity | | (5) IC-DISCs only—Enter product code |
|------------------------|---|------------------------------------|-----------------------------|---|
| | | (3) Code | (4) Description | |
| a KUWAIT | 26-2303250 | 451211 | Book Purchased Via Internet | |
| b | | | | |
| c | | | | |
| d | | | | |
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9 Nonlisted countries boycotting Israel— Did you have operations in any nonlisted country which you know or have reason to know requires participation in or cooperation with an international boycott directed against Israel?

| | |
|-----|----|
| Yes | No |
| | ✓ |

If "Yes," complete the following table. If more space is needed, attach additional sheets using the exact format and check this box

| Name of country (1) | Identifying number of person having operations (2) | Principal business activity | | IC-DISCs only—Enter product code (5) |
|------------------------|---|-----------------------------|--------------------|---|
| | | Code (3) | Description (4) | |
| a | | | | |
| b | | | | |
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| h | | | | |

10 Boycotts other than the boycott of Israel—Did you have operations in any other country which you know or have reason to know requires participation in or cooperation with an international boycott other than the boycott of Israel?

| | |
|-----|----|
| Yes | No |
| | ✓ |

If "Yes," complete the following table. If more space is needed, attach additional sheets using the exact format and check this box

| Name of country (1) | Identifying number of person having operations (2) | Principal business activity | | IC-DISCs only—Enter product code (5) |
|------------------------|---|-----------------------------|--------------------|---|
| | | Code (3) | Description (4) | |
| a | | | | |
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11 Were you requested to participate in or cooperate with an international boycott?
If "Yes," attach a copy (in English) of any and all such requests received during your tax year. If the request was in a form other than a written request, attach a separate sheet explaining the nature and form of any and all such requests. (See instructions.)

| | |
|-----|----|
| Yes | No |
| | ✓ |

12 Did you participate in or cooperate with an international boycott?
If "Yes," attach a copy (in English) of any and all boycott clauses agreed to, and attach a general statement of the agreement. If the agreement was in a form other than a written agreement, attach a separate sheet explaining the nature and form of any and all such agreements. (See instructions.)

| | |
|--|---|
| | ✓ |
|--|---|

Note: If the answer to either question 11 or 12 is "Yes," you must complete the rest of Form 5713. If you answered "Yes" to question 12, you must complete Schedules A and C or B and C (Form 5713).

Part II Requests for and Acts of Participation in or Cooperation With an International Boycott

| Requests | | Agreements | |
|----------|----|------------|----|
| Yes | No | Yes | No |

13a Did you receive requests to enter into, or did you enter into, any agreement (see instructions):

- (1)** As a condition of doing business directly or indirectly within a country or with the government, a company, or a national of a country to—
 - (a)** Refrain from doing business with or in a country which is the object of an international boycott or with the government, companies, or nationals of that country?
 - (b)** Refrain from doing business with any U.S. person engaged in trade in a country which is the object of an international boycott or with the government, companies, or nationals of that country?
 - (c)** Refrain from doing business with any company whose ownership or management is made up, in whole or in part, of individuals of a particular nationality, race, or religion, or to remove (or refrain from selecting) corporate directors who are individuals of a particular nationality, race, or religion?
 - (d)** Refrain from employing individuals of a particular nationality, race, or religion?
- (2)** As a condition of the sale of a product to the government, a company, or a national of a country, to refrain from shipping or insuring products on a carrier owned, leased, or operated by a person who does not participate in or cooperate with an international boycott?

| | | | |
|--|--|--|--|
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b Requests and agreements—if the answer to any part of 13a is “Yes,” complete the following table. If more space is needed, attach additional sheets using the exact format and check this box

| Name of country (1) | Identifying number of person receiving the request or having the agreement (2) | Principal business activity | | IC-DISCs only— Enter product code (5) | Type of cooperation or participation | | | |
|----------------------------|---|-----------------------------|-----------------|---------------------------------------|--------------------------------------|----------|----------------------|----------|
| | | Code (3) | Description (4) | | Number of requests | | Number of agreements | |
| | | | | | Total (6) | Code (7) | Total (8) | Code (9) |
| a | | | | | | | | |
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