

EXTENDED TO NOVEMBER 15, 2022

Form **990**

**Return of Organization Exempt From Income Tax**

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

OMB No. 1545-0047

**2021**

Open to Public Inspection

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](http://www.irs.gov/Form990) for instructions and the latest information.

**A For the 2021 calendar year, or tax year beginning and ending**

**B** Check if applicable:  
 Address change  
 Name change  
 Initial return  
 Final return/terminated  
 Amended return  
 Application pending

**C Name of organization**  
**PROTEUS FUND, INC.**  
 Doing business as  
 Number and street (or P.O. box if mail is not delivered to street address) Room/suite  
**15 RESEARCH DRIVE SUITE**  
 City or town, state or province, country, and ZIP or foreign postal code  
**AMHERST, MA 01002**

**D Employer identification number**  
**04-3243004**

**E Telephone number**  
**413-256-0349**

**G Gross receipts \$** **46,344,396.**

**H(a) Is this a group return for subordinates?**  Yes  No  
**H(b) Are all subordinates included?**  Yes  No  
 If "No," attach a list. See instructions

**F Name and address of principal officer:** **PAUL DI DONATO**  
**15 RESEARCH DRIVE SUITE B, AMHERST, MA 0100**

**I Tax-exempt status:**  501(c)(3)  501(c) ( ) (insert no.)  4947(a)(1) or  527

**J Website:** **WWW.PROTEUSFUND.ORG**

**K Form of organization:**  Corporation  Trust  Association  Other

**L Year of formation:** **1994** **M State of legal domicile:** **MA**

**Part I Summary**

Activities & Governance			
1	Briefly describe the organization's mission or most significant activities: <b>PROTEUS FUND CONNECTS PHILANTHROPY TO THE FRONTLINES OF SOCIAL JUSTICE TO ADVANCE RACIAL,</b>		
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	12
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	12
5	Total number of individuals employed in calendar year 2021 (Part V, line 2a)	5	94
6	Total number of volunteers (estimate if necessary)	6	12
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
7b	Net unrelated business taxable income from Form 990-T, Part I, line 11	7b	0.
Revenue		Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)	41,319,980.	45,373,866.
9	Program service revenue (Part VIII, line 2g)	1,310,520.	713,194.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	403,310.	177,372.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	0.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	43,033,810.	46,264,432.
Expenses		Prior Year	Current Year
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	27,270,711.	19,250,278.
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)	7,986,774.	9,579,802.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
16b	Total fundraising expenses (Part IX, column (D), line 25) <b>1,604,163.</b>		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	5,762,130.	6,920,883.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	41,019,615.	35,750,963.
19	Revenue less expenses. Subtract line 18 from line 12	2,014,195.	10,513,469.
Net Assets or Fund Balances		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	37,109,243.	47,115,132.
21	Total liabilities (Part X, line 26)	5,539,206.	4,921,026.
22	Net assets or fund balances. Subtract line 21 from line 20	31,570,037.	42,194,106.

**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: **Paul D. Donato** Signature of officer Date: **11/14/2022**  
**PAUL DI DONATO, CHIEF EXECUTIVE OFFICER** Type or print name and title

Paid Preparer: **THOMAS DOWLING** Preparer's signature Date: **11-15-22** Check if self-employed  PTIN: **P01232667**  
**WHITTLESEY PC** Firm's name Firm's EIN: **06-0903326**  
**14 BOBALA RD** Firm's address Phone no. **413-536-3970**  
**HOLYOKE, MA 01040**

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

**SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION**

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:
PROTEUS FUND CONNECTS PHILANTHROPY TO THE FRONTLINES OF SOCIAL JUSTICE TO ADVANCE RACIAL, GENDER, QUEER, AND DISABILITY JUSTICE, AS WELL AS AN INCLUSIVE, FULLY REPRESENTATIVE DEMOCRACY.

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
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [ ] Yes [X] No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code: ) (Expenses \$ 20,136,602. including grants of \$ 12,479,848. ) (Revenue \$ 713,194. )
PROTEUS FUND SPECIALIZES IN CONNECTING ENGAGED, MISSION-ALIGNED FUNDERS TO EACH AND TO GRANTEEES THROUGH DONOR COLLABORATIVES. WE ALSO OFFER FISCAL SPONSORSHIP TO DYNAMIC SOCIAL JUSTICE INITIATIVES AS WELL AS DONOR AND GROUP ADVISED FUNDS ALIGNED WITH OUR MISSION, VISION, AND VALUES.

4b (Code: ) (Expenses \$ 5,037,913. including grants of \$ 2,946,825. ) (Revenue \$ )
PIPER FUND IS A DONOR COLLABORATIVE THAT BRINGS TOGETHER INDIVIDUAL DONORS AND FOUNDATIONS TO DEFEND DEMOCRATIC INSTITUTIONS AND THE RULE OF LAW. THE FUND CONNECTS AND RESOURCES GRASSROOTS ORGANIZATIONS DEDICATED TO PROTECTING OUR DEMOCRACY AND ENVISIONING REFORMS TO MAKE IT MORE INCLUSIVE AND REPRESENTATIVE.

4c (Code: ) (Expenses \$ 3,959,372. including grants of \$ 2,617,860. ) (Revenue \$ )
RIGHTS, INCLUSION, SOLIDARITY, AND EQUITY (RISE) TOGETHER FUND IS A DONOR COLLABORATIVE THAT BRINGS TOGETHER INDIVIDUAL DONORS AND FOUNDATIONS TO WORK ALONGSIDE IMPACTED BLACK, AFRICAN, ARAB, MUSLIM, MIDDLE EASTERN, AND SOUTH ASIAN COMMUNITIES TO ADVANCE THEIR CIVIL RIGHTS, FIGHT FOR FULL INCLUSION, AND PROMOTE THEIR CONTRIBUTIONS TO DEMOCRACY, CULTURE, AND SOCIETY.

4d Other program services (Describe on Schedule O.)
(Expenses \$ 1,780,378. including grants of \$ 1,205,745. ) (Revenue \$ )

4e Total program service expenses 30,914,265.

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> 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> .....	<b>X</b>	
<b>2</b> Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ? See instructions .....	<b>X</b>	
<b>3</b> 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> .....		<b>X</b>
<b>4 Section 501(c)(3) organizations.</b> 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> .....	<b>X</b>	
<b>5</b> 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 Rev. Proc. 98-19? <i>If "Yes," complete Schedule C, Part III</i> .....		<b>X</b>
<b>6</b> 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> .....	<b>X</b>	
<b>7</b> 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> .....		<b>X</b>
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> .....		<b>X</b>
<b>9</b> 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> .....		<b>X</b>
<b>10</b> 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> .....		<b>X</b>
<b>11</b> 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.		
<b>a</b> 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> .....	<b>X</b>	
<b>b</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> .....		<b>X</b>
<b>c</b> 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> .....		<b>X</b>
<b>d</b> 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> .....		<b>X</b>
<b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> .....	<b>X</b>	
<b>f</b> 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> .....		<b>X</b>
<b>12a</b> Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i> .....	<b>X</b>	
<b>b</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> .....		<b>X</b>
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i> .....		<b>X</b>
<b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States? .....		<b>X</b>
<b>b</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> .....		<b>X</b>
<b>15</b> 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> .....		<b>X</b>
<b>16</b> 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> .....		<b>X</b>
<b>17</b> 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> See instructions .....	<b>X</b>	
<b>18</b> 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> .....		<b>X</b>
<b>19</b> 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> .....		<b>X</b>
<b>20a</b> Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i> .....		<b>X</b>
<b>b</b> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? .....		
<b>21</b> 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> .....	<b>X</b>	

Part IV Checklist of Required Schedules (continued)

Table with 3 columns: Question ID, Question Text, Yes, No. Rows 22-38 covering various organizational requirements.

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

Table with 3 columns: Question ID, Question Text, Yes, No. Rows 1a-1c regarding Form 1096 and backup withholding rules.

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

Table with columns for question number, question text, and Yes/No checkboxes. Includes questions 2a through 17 regarding employee counts, tax returns, 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

**Section A. Governing Body and Management**

		Yes	No
<b>1a</b>	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.		
	1a	12	
<b>b</b>	Enter the number of voting members included on line 1a, above, who are independent		
	1b	12	
<b>2</b>	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
<b>3</b>	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person?		X
<b>4</b>	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
<b>5</b>	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
<b>6</b>	Did the organization have members or stockholders?		X
<b>7a</b>	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
<b>b</b>	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
<b>7a</b>			X
<b>7b</b>			X
<b>8</b>	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
<b>a</b>	The governing body?	X	
<b>b</b>	Each committee with authority to act on behalf of the governing body?	X	
<b>8a</b>		X	
<b>8b</b>		X	
<b>9</b>	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses on Schedule O		X

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

		Yes	No
<b>10a</b>	Did the organization have local chapters, branches, or affiliates?		X
<b>b</b>	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
<b>10b</b>			
<b>11a</b>	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
<b>b</b>	Describe on Schedule O the process, if any, used by the organization to review this Form 990.		
<b>12a</b>	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
<b>b</b>	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
<b>12b</b>		X	
<b>c</b>	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe on Schedule O how this was done	X	
<b>12c</b>		X	
<b>13</b>	Did the organization have a written whistleblower policy?	X	
<b>14</b>	Did the organization have a written document retention and destruction policy?	X	
<b>15</b>	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
<b>a</b>	The organization's CEO, Executive Director, or top management official	X	
<b>15a</b>		X	
<b>b</b>	Other officers or key employees of the organization	X	
<b>15b</b>		X	
	If "Yes" to line 15a or 15b, describe the process on Schedule O. See instructions.		
<b>16a</b>	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
<b>b</b>	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		
<b>16b</b>			

**Section C. Disclosure**

- 17** List the states with which a copy of this Form 990 is required to be filed **▶ MA, NY, DC, CA, CO, IL, MD, MN, ME, MT, NC, NJ**
- 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.  
 Own website     Another's website     Upon request     Other (explain on Schedule O)
- 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 ▶  
**PATTI AFFENITO - 413-256-0349**  
**15 RESEARCH DRIVE, SUITE B, AMHERST, MA 01002**

**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 the 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, Form 1099-MISC, and/or box 1 of Form 1099-NEC) 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 the 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/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(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) PAUL DI DONATO PRESIDENT & CEO	40.00 1.00			X				290,032.	0.	39,015.
(2) MICHAEL JARVIS PROGRAM DIRECTOR-TAI	40.00 1.00					X		192,007.	0.	43,063.
(3) JILL PRICE MARSHALL CHIEF OPERATING OFFICER	40.00 1.00			X				167,360.	0.	20,557.
(4) AMARDEEP SINGH BHALLA VP OF PRGARMING	40.00 1.00					X		145,087.	0.	40,120.
(5) BEERY JIMENEZ DIRECTOR OF PHILANTHROPY &	40.00 1.00					X		144,593.	0.	16,416.
(6) RYAN CHAVEZ CHIEF FINANCIAL OFFICER	40.00 1.00			X				137,909.	0.	19,444.
(7) ANA CONNER PROGRAM CO-DIRECTOR THIRDWAVE	40.00 1.00					X		131,176.	0.	16,239.
(8) MELISSA S SPATZ EXECUTIVE DIRECTOR-PIPER	40.00 1.00					X		127,381.	0.	17,547.
(9) LAUREN BENICE PROTEUS HR DIRECTOR	40.00 1.00					X		120,940.	0.	16,721.
(10) KIYOMI FUJIKAWA PROGRAM DIRECTOR SRC	40.00 1.00					X		118,887.	0.	16,212.
(11) ERIC WARD CHAIR	5.00 1.00	X		X				0.	0.	0.
(12) NATASHA MINSKER VICE CHAIR	5.00 1.00	X		X				0.	0.	0.
(13) ODELL MAYS TREASURER	5.00	X		X				0.	0.	0.
(14) NIMA SHIRAZI SECRETARY	2.00	X		X				0.	0.	0.
(15) RYAN ALEXANDER DIRECTOR	2.00 2.00	X						0.	0.	0.
(16) RICHARD BURNS DIRECTOR	2.00	X						0.	0.	0.
(17) PATRICIA ENG 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/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(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) MAI-ANH TRAN DIRECTOR	2.00	X						0.	0.	0.
(19) TIA OROS PETERS DIRECTOR	2.00	X						0.	0.	0.
(20) BETSY SCHMIDT DIRECTOR	2.00	X						0.	0.	0.
(21) RICK SCOTT DIRECTOR	2.00	X						0.	0.	0.
(22) TAMMY DOWLEY-BLACKMAN DIRECTOR	2.00	X						0.	0.	0.
<b>1b Subtotal</b> .....								1,575,372.	0.	245,334.
<b>c Total from continuation sheets to Part VII, Section A</b> .....								0.	0.	0.
<b>d Total (add lines 1b and 1c)</b> .....								1,575,372.	0.	245,334.

**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 **10**

	Yes	No
<b>3</b> Did the organization list any <b>former</b> officer, director, trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i> .....		X
<b>4</b> 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	
<b>5</b> 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
REOS PARTNERS 1 BROADWAY, CAMBRIDGE, MA 02142	PROGRAM CONSULTING	345,000.
FRIDAY PARTNERS LLC 1632 BROADWAY #422, EUREKA, CA 95501	COMMUNICATIONS CONSULTING	186,975.
GEORGETOWN UNIVERSITY, ON BEHALF OF THE O'N 3700 O ST NW, WASHINGTON DC, DC 20057	PROGRAM CONSULTING	157,500.
WILLIAM BAUGH 11170 RASAR DR APT A, BOW, WA 98232	RESEARCH & EVALUATION CONSULTIN	149,750.
SENSATA SAS CLL 128A 72-50 CASA 8, , BOGOTA , COLOMBIA	RESEARCH & EVALUATION CONSULTIN	145,713.

**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 **8**



**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	<b>1 a</b> Federated campaigns	<b>1a</b>					
	<b>b</b> Membership dues	<b>1b</b>					
	<b>c</b> Fundraising events	<b>1c</b>					
	<b>d</b> Related organizations	<b>1d</b>					
	<b>e</b> Government grants (contributions)	<b>1e</b>	1,280,675.				
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above	<b>1f</b>	44,093,191.				
	<b>g</b> Noncash contributions included in lines 1a-1f	<b>1g</b>	\$				
	<b>h Total.</b> Add lines 1a-1f			45,373,866.			
Program Service Revenue	<b>2 a</b> EARNED INCOME FROM CONSULTING	<b>Business Code</b>					
		541610	661,833.	661,833.			
	<b>b</b> MANAGEMENT SERVICE INCOME	541900	51,361.	51,361.			
	<b>c</b>						
	<b>d</b>						
	<b>e</b>						
	<b>f</b> All other program service revenue						
<b>g Total.</b> Add lines 2a-2f			713,194.				
Other Revenue	<b>3</b> Investment income (including dividends, interest, and other similar amounts)		128,668.			128,668.	
	<b>4</b> Income from investment of tax-exempt bond proceeds						
	<b>5</b> Royalties						
	<b>6 a</b> Gross rents	<b>6a</b>	(i) Real				
			(ii) Personal				
	<b>b</b> Less: rental expenses	<b>6b</b>					
	<b>c</b> Rental income or (loss)	<b>6c</b>					
	<b>d</b> Net rental income or (loss)						
	<b>7 a</b> Gross amount from sales of assets other than inventory	<b>7a</b>	(i) Securities	128,668.			
			(ii) Other				
	<b>b</b> Less: cost or other basis and sales expenses	<b>7b</b>	79,964.				
	<b>c</b> Gain or (loss)	<b>7c</b>	48,704.				
<b>d</b> Net gain or (loss)			48,704.		48,704.		
<b>8 a</b> Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	<b>8a</b>						
<b>b</b> Less: direct expenses	<b>8b</b>						
<b>c</b> Net income or (loss) from fundraising events							
<b>9 a</b> Gross income from gaming activities. See Part IV, line 19	<b>9a</b>						
<b>b</b> Less: direct expenses	<b>9b</b>						
<b>c</b> Net income or (loss) from gaming activities							
<b>10 a</b> Gross sales of inventory, less returns and allowances	<b>10a</b>						
<b>b</b> Less: cost of goods sold	<b>10b</b>						
<b>c</b> Net income or (loss) from sales of inventory							
Miscellaneous Revenue	<b>11 a</b>	<b>Business Code</b>					
	<b>b</b>						
	<b>c</b>						
	<b>d</b> All other revenue						
	<b>e Total.</b> Add lines 11a-11d						
<b>12 Total revenue.</b> See instructions			46,264,432.	713,194.	0.	177,372.	

**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
<b>1</b> Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	19,250,278.	19,250,278.		
<b>2</b> Grants and other assistance to domestic individuals. See Part IV, line 22				
<b>3</b> Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
<b>4</b> Benefits paid to or for members				
<b>5</b> Compensation of current officers, directors, trustees, and key employees	691,161.	295,272.	351,927.	43,962.
<b>6</b> Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
<b>7</b> Other salaries and wages	6,756,835.	4,421,756.	1,364,398.	970,681.
<b>8</b> Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	263,759.	156,861.	61,824.	45,074.
<b>9</b> Other employee benefits	1,312,512.	748,629.	359,878.	204,005.
<b>10</b> Payroll taxes	555,535.	319,128.	148,623.	87,784.
<b>11</b> Fees for services (nonemployees):				
<b>a</b> Management				
<b>b</b> Legal	193,832.	58,912.	134,920.	
<b>c</b> Accounting	21,381.		19,781.	1,600.
<b>d</b> Lobbying				
<b>e</b> Professional fundraising services. See Part IV, line 17				
<b>f</b> Investment management fees				
<b>g</b> Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Sch O.)	5,293,750.	4,980,277.	215,658.	97,815.
<b>12</b> Advertising and promotion	5,779.	3,959.	1,320.	500.
<b>13</b> Office expenses	189,099.	49,951.	119,143.	20,005.
<b>14</b> Information technology	401,825.	278,463.	112,650.	10,712.
<b>15</b> Royalties				
<b>16</b> Occupancy	361,207.	62,410.	263,109.	35,688.
<b>17</b> Travel	385,129.	256,656.	52,434.	76,039.
<b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials				
<b>19</b> Conferences, conventions, and meetings				
<b>20</b> Interest				
<b>21</b> Payments to affiliates				
<b>22</b> Depreciation, depletion, and amortization	7,055.		7,055.	
<b>23</b> Insurance				
<b>24</b> 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.)				
<b>a MEMBERSHIPS &amp; SUBSCRIPT</b>	61,826.	31,713.	19,815.	10,298.
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b> All other expenses				
<b>25 Total functional expenses.</b> Add lines 1 through 24e	35,750,963.	30,914,265.	3,232,535.	1,604,163.
<b>26 Joint costs.</b> Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here  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
<b>Assets</b>	<b>1</b> Cash - non-interest-bearing .....	3,674,952.	<b>1</b>	4,308,362.
	<b>2</b> Savings and temporary cash investments .....	22,689,624.	<b>2</b>	27,164,156.
	<b>3</b> Pledges and grants receivable, net .....	8,474,552.	<b>3</b>	12,173,952.
	<b>4</b> Accounts receivable, net .....		<b>4</b>	
	<b>5</b> 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 .....		<b>5</b>	
	<b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B) .....		<b>6</b>	
	<b>7</b> Notes and loans receivable, net .....		<b>7</b>	
	<b>8</b> Inventories for sale or use .....		<b>8</b>	
	<b>9</b> Prepaid expenses and deferred charges .....	176,405.	<b>9</b>	179,333.
	<b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D .....	<b>10a</b> 130,961.		
	<b>b</b> Less: accumulated depreciation .....	<b>10b</b> 71,312.	29,552.	<b>10c</b> 59,649.
	<b>11</b> Investments - publicly traded securities .....	2,064,158.	<b>11</b>	3,229,680.
	<b>12</b> Investments - other securities. See Part IV, line 11 .....		<b>12</b>	
	<b>13</b> Investments - program-related. See Part IV, line 11 .....		<b>13</b>	
	<b>14</b> Intangible assets .....		<b>14</b>	
	<b>15</b> Other assets. See Part IV, line 11 .....		<b>15</b>	
<b>16 Total assets.</b> Add lines 1 through 15 (must equal line 33) .....	37,109,243.	<b>16</b>	47,115,132.	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses .....	3,475,342.	<b>17</b>	4,444,663.
	<b>18</b> Grants payable .....		<b>18</b>	
	<b>19</b> Deferred revenue .....		<b>19</b>	
	<b>20</b> Tax-exempt bond liabilities .....		<b>20</b>	
	<b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D .....		<b>21</b>	
	<b>22</b> 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 .....		<b>22</b>	
	<b>23</b> Secured mortgages and notes payable to unrelated third parties .....		<b>23</b>	
	<b>24</b> Unsecured notes and loans payable to unrelated third parties .....		<b>24</b>	
	<b>25</b> 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 .....	2,063,864.	<b>25</b>	476,363.
	<b>26 Total liabilities.</b> Add lines 17 through 25 .....	5,539,206.	<b>26</b>	4,921,026.
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow FASB ASC 958, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27, 28, 32, and 33.</b>			
	<b>27</b> Net assets without donor restrictions .....	2,676,667.	<b>27</b>	4,796,932.
	<b>28</b> Net assets with donor restrictions .....	28,893,370.	<b>28</b>	37,397,174.
	<b>Organizations that do not follow FASB ASC 958, check here</b> <input type="checkbox"/> <b>and complete lines 29 through 33.</b>			
	<b>29</b> Capital stock or trust principal, or current funds .....		<b>29</b>	
	<b>30</b> Paid-in or capital surplus, or land, building, or equipment fund .....		<b>30</b>	
	<b>31</b> Retained earnings, endowment, accumulated income, or other funds .....		<b>31</b>	
	<b>32</b> Total net assets or fund balances .....	31,570,037.	<b>32</b>	42,194,106.
	<b>33</b> Total liabilities and net assets/fund balances .....	37,109,243.	<b>33</b>	47,115,132.

**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	46,264,432.
2	Total expenses (must equal Part IX, column (A), line 25)	2	35,750,963.
3	Revenue less expenses. Subtract line 2 from line 1	3	10,513,469.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	31,570,037.
5	Net unrealized gains (losses) on investments	5	110,600.
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	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	42,194,106.

**Part XII Financial Statements and Reporting**

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

- 1 Accounting method used to prepare the Form 990:  Cash  Accrual  Other \_\_\_\_\_  
If the organization changed its method of accounting from a prior year or checked "Other," explain on 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:  
 Separate basis  Consolidated basis  Both consolidated and separate basis
- 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:  
 Separate basis  Consolidated basis  Both consolidated and separate basis
- 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.
- 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? .....
- 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 .....

	Yes	No
1		
2a		X
2b	X	
2c	X	
3a		X
3b		

Form 990 (2021)

SCHEDULE A (Form 990)

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

2021

Open to Public Inspection

Name of the organization

PROTEUS FUND, INC.

Employer identification number

04-3243004

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 described in section 509(a)(1) or section 509(a)(2).
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) 2017	(b) 2018	(c) 2019	(d) 2020	(e) 2021	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....	30247132.	29998474.	29696178.	42630500.	46087060.	178659344
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge .....						
<b>4 Total.</b> Add lines 1 through 3 .....	30247132.	29998474.	29696178.	42630500.	46087060.	178659344
<b>5</b> 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) .....						
<b>6 Public support.</b> Subtract line 5 from line 4.						178659344

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2017	(b) 2018	(c) 2019	(d) 2020	(e) 2021	(f) Total
<b>7</b> Amounts from line 4 .....	30247132.	29998474.	29696178.	42630500.	46087060.	178659344
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources .....	149,893.	263,571.	339,119.	305,904.	128,668.	1187155.
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on .....						
<b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....						
<b>11 Total support.</b> Add lines 7 through 10						179846499
<b>12</b> Gross receipts from related activities, etc. (see instructions) .....					12	
<b>13 First 5 years.</b> 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 <b>stop here</b> .....						<input type="checkbox"/>

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2021 (line 6, column (f), divided by line 11, column (f)) .....	<b>14</b>	99.34 %
<b>15</b> Public support percentage from 2020 Schedule A, Part II, line 14 .....	<b>15</b>	68.31 %
<b>16a 33 1/3% support test - 2021.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....		<input checked="" type="checkbox"/>
<b>b 33 1/3% support test - 2020.</b> 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 <b>stop here.</b> The organization qualifies as a publicly supported organization .....		<input type="checkbox"/>
<b>17a 10% -facts-and-circumstances test - 2021.</b> 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 <b>stop here.</b> 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>b 10% -facts-and-circumstances test - 2020.</b> 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 <b>stop here.</b> 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>18 Private foundation.</b> 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) 2017	(b) 2018	(c) 2019	(d) 2020	(e) 2021	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....						
<b>2</b> 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 .....						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 .....						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge .....						
<b>6 Total.</b> Add lines 1 through 5 .....						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons .....						
<b>b</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 .....						
<b>c</b> Add lines 7a and 7b .....						
<b>8 Public support.</b> (Subtract line 7c from line 6.)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2017	(b) 2018	(c) 2019	(d) 2020	(e) 2021	(f) Total
<b>9</b> Amounts from line 6 .....						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources .....						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 .....						
<b>c</b> Add lines 10a and 10b .....						
<b>11</b> Net income from unrelated business activities not included on line 10b, whether or not the business is regularly carried on .....						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....						
<b>13 Total support.</b> (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**

<b>15</b> Public support percentage for 2021 (line 8, column (f), divided by line 13, column (f)) .....	<b>15</b>	%
<b>16</b> Public support percentage from 2020 Schedule A, Part III, line 15 .....	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2021 (line 10c, column (f), divided by line 13, column (f)) .....	<b>17</b>	%
<b>18</b> Investment income percentage from 2020 Schedule A, Part III, line 17 .....	<b>18</b>	%

**19a 33 1/3% support tests - 2021.** 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 - 2020.** 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
<b>1</b> 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>		
<b>2</b> 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>		
<b>3a</b> 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>b</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>		
<b>c</b> 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>		
<b>4a</b> 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>b</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>		
<b>c</b> 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>		
<b>5a</b> 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>b Type I or Type II only.</b> Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
<b>c Substitutions only.</b> Was the substitution the result of an event beyond the organization's control?		
<b>6</b> 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>		
<b>7</b> 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).</i>		
<b>8</b> Did the organization make a loan to a disqualified person (as defined in section 4958) not described on line 7? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
<b>9a</b> 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>b</b> Did one or more disqualified persons (as defined on 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>		
<b>c</b> Did a disqualified person (as defined on 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>		
<b>10a</b> 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>b</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)

Table with 3 columns: Question, Yes, No. Row 11: Has the organization accepted a gift or contribution from any of the following persons? Sub-rows 11a, 11b, 11c.

Section B. Type I Supporting Organizations

Table with 3 columns: Question, Yes, No. Row 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? Row 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?

Section C. Type II Supporting Organizations

Table with 3 columns: Question, Yes, No. Row 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)?

Section D. All Type III Supporting Organizations

Table with 3 columns: Question, Yes, No. Row 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? Row 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? Row 3: By reason of the relationship described on 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?

Section E. Type III Functionally Integrated Supporting Organizations

Table with 3 columns: Question, Yes, No. Row 1: Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions). Sub-rows a, b, c. Row 2: Activities Test. Answer lines 2a and 2b below. Sub-rows a, b. Row 3: Parent of Supported Organizations. Answer lines 3a and 3b below. Sub-rows a, b.

**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	<b>Adjusted Net Income</b> (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	<b>Total</b> (add lines 1a, 1b, and 1c)	1d	
e	<b>Discount</b> claimed for blockage or other factors ( <i>explain in detail in Part VI</i> ):		
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	<b>Minimum Asset Amount</b> (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	<b>Distributable Amount.</b> 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)

<b>Section D - Distributions</b>		<b>Current Year</b>
<b>1</b>	Amounts paid to supported organizations to accomplish exempt purposes	<b>1</b>
<b>2</b>	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	<b>2</b>
<b>3</b>	Administrative expenses paid to accomplish exempt purposes of supported organizations	<b>3</b>
<b>4</b>	Amounts paid to acquire exempt-use assets	<b>4</b>
<b>5</b>	Qualified set-aside amounts (prior IRS approval required - <i>provide details in Part VI</i> )	<b>5</b>
<b>6</b>	Other distributions ( <i>describe in Part VI</i> ). See instructions.	<b>6</b>
<b>7</b>	<b>Total annual distributions.</b> Add lines 1 through 6.	<b>7</b>
<b>8</b>	Distributions to attentive supported organizations to which the organization is responsive ( <i>provide details in Part VI</i> ). See instructions.	<b>8</b>
<b>9</b>	Distributable amount for 2021 from Section C, line 6	<b>9</b>
<b>10</b>	Line 8 amount divided by line 9 amount	<b>10</b>

<b>Section E - Distribution Allocations</b> (see instructions)	<b>(i) Excess Distributions</b>	<b>(ii) Underdistributions Pre-2021</b>	<b>(iii) Distributable Amount for 2021</b>
<b>1</b> Distributable amount for 2021 from Section C, line 6			
<b>2</b> Underdistributions, if any, for years prior to 2021 (reasonable cause required - <i>explain in Part VI</i> ). See instructions.			
<b>3</b> Excess distributions carryover, if any, to 2021			
<b>a</b> From 2016			
<b>b</b> From 2017			
<b>c</b> From 2018			
<b>d</b> From 2019			
<b>e</b> From 2020			
<b>f</b> <b>Total</b> of lines 3a through 3e			
<b>g</b> Applied to underdistributions of prior years			
<b>h</b> Applied to 2021 distributable amount			
<b>i</b> Carryover from 2016 not applied (see instructions)			
<b>j</b> Remainder. Subtract lines 3g, 3h, and 3i from line 3f.			
<b>4</b> Distributions for 2021 from Section D, line 7: \$			
<b>a</b> Applied to underdistributions of prior years			
<b>b</b> Applied to 2021 distributable amount			
<b>c</b> Remainder. Subtract lines 4a and 4b from line 4.			
<b>5</b> Remaining underdistributions for years prior to 2021, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, <i>explain in Part VI</i> . See instructions.			
<b>6</b> Remaining underdistributions for 2021. Subtract lines 3h and 4b from line 1. For result greater than zero, <i>explain in Part VI</i> . See instructions.			
<b>7</b> <b>Excess distributions carryover to 2022.</b> Add lines 3j and 4c.			
<b>8</b> Breakdown of line 7:			
<b>a</b> Excess from 2017			
<b>b</b> Excess from 2018			
<b>c</b> Excess from 2019			
<b>d</b> Excess from 2020			
<b>e</b> Excess from 2021			

Schedule A (Form 990) 2021

**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.)

Horizontal lines for supplemental information input.

**SCHEDULE C**  
**(Form 990)**

**Political Campaign and Lobbying Activities**

OMB No. 1545-0047

**2021**

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](http://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 <b>PROTEUS FUND, INC.</b>	Employer identification number <b>04-3243004</b>
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**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) 2021

**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.

<b>Limits on Lobbying Expenditures</b> (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
<b>1a</b>	Total lobbying expenditures to influence public opinion (grassroots lobbying) .....	195,876.													
<b>b</b>	Total lobbying expenditures to influence a legislative body (direct lobbying) .....	587,626.													
<b>c</b>	Total lobbying expenditures (add lines 1a and 1b) .....	783,502.													
<b>d</b>	Other exempt purpose expenditures .....	30,130,763.													
<b>e</b>	Total exempt purpose expenditures (add lines 1c and 1d) .....	30,914,265.													
<b>f</b>	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.														
<b>g</b>	Grassroots nontaxable amount (enter 25% of line 1f) .....	250,000.													
<b>h</b>	Subtract line 1g from line 1a. If zero or less, enter -0- .....	0.													
<b>i</b>	Subtract line 1f from line 1c. If zero or less, enter -0- .....	0.													
<b>j</b>	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.)

<b>Lobbying Expenditures During 4-Year Averaging Period</b>					
Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) Total
<b>2a</b> Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
<b>b</b> Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000.
<b>c</b> Total lobbying expenditures	744,452.	887,000.	691,731.	783,502.	3,106,685.
<b>d</b> Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
<b>e</b> Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
<b>f</b> Grassroots lobbying expenditures	178,670.	226,535.	172,683.	195,876.	773,764.

Schedule C (Form 990) 2021

**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
<b>1</b> 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:			
<b>a</b> Volunteers? .....			
<b>b</b> Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? ..			
<b>c</b> Media advertisements? .....			
<b>d</b> Mailings to members, legislators, or the public? .....			
<b>e</b> Publications, or published or broadcast statements? .....			
<b>f</b> Grants to other organizations for lobbying purposes? .....			
<b>g</b> Direct contact with legislators, their staffs, government officials, or a legislative body? .....			
<b>h</b> Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means? .....			
<b>i</b> Other activities? .....			
<b>j</b> Total. Add lines 1c through 1i .....			
<b>2a</b> Did the activities in line 1 cause the organization to be not described in section 501(c)(3)? .....			
<b>b</b> If "Yes," enter the amount of any tax incurred under section 4912 .....			
<b>c</b> If "Yes," enter the amount of any tax incurred by organization managers under section 4912 .....			
<b>d</b> 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
<b>1</b> Were substantially all (90% or more) dues received nondeductible by members? .....	<b>1</b>	
<b>2</b> Did the organization make only in-house lobbying expenditures of \$2,000 or less? .....	<b>2</b>	
<b>3</b> Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year? .....	<b>3</b>	

**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."**

<b>1</b> Dues, assessments and similar amounts from members .....	<b>1</b>
<b>2</b> Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).	
<b>a</b> Current year .....	<b>2a</b>
<b>b</b> Carryover from last year .....	<b>2b</b>
<b>c</b> Total .....	<b>2c</b>
<b>3</b> Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues .....	<b>3</b>
<b>4</b> 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? .....	<b>4</b>
<b>5</b> Taxable amount of lobbying and political expenditures. See instructions .....	<b>5</b>

**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.

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**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](http://www.irs.gov/Form990) for instructions and the latest information.**

OMB No. 1545-0047

**2021**

**Open to Public Inspection**

Name of the organization **PROTEUS FUND, INC.** Employer identification number **04-3243004**

**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.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	8	
2 Aggregate value of contributions to (during year)	7,981,067.	
3 Aggregate value of grants from (during year)	9,037,100.	
4 Aggregate value at end of year	1,305,783.	
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No

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

1 Purpose(s) of conservation easements held by the organization (check all that apply):

Preservation of land for public use (for example, recreation or education)  Preservation of a historically important land area

Protection of natural habitat  Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	
b Total acreage restricted by conservation easements	
c Number of conservation easements on a certified historic structure included in (a)	
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ \_\_\_\_\_

4 Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?  Yes  No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ \_\_\_\_\_

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ \$ \_\_\_\_\_

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?  Yes  No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**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.

1a If the organization elected, as permitted under FASB ASC 958, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide in Part XIII the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under FASB ASC 958, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1 ▶ \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X ▶ \$ \_\_\_\_\_

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under FASB ASC 958 relating to these items:

a Revenue included on Form 990, Part VIII, line 1 ▶ \$ \_\_\_\_\_

b Assets included in Form 990, Part X ▶ \$ \_\_\_\_\_

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

Schedule D (Form 990) 2021



**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? <input type="checkbox"/> | 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		69,369.	21,643.	47,726.
d Equipment		61,592.	49,669.	11,923.
e Other				
<b>Total.</b> Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				59,649.

**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)		
<b>Total.</b> (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)		
<b>Total.</b> (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)	
<b>Total.</b> (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) REFUNDABLE ADVANCE - PAYCHECK	
(3) PROTECTION PROGRAM	476,363.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	476,363.

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.

<b>1</b>	Total revenue, gains, and other support per audited financial statements .....	<b>1</b>	46,375,032.
<b>2</b>	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
<b>a</b>	Net unrealized gains (losses) on investments .....	<b>2a</b>	110,600.
<b>b</b>	Donated services and use of facilities .....	<b>2b</b>	
<b>c</b>	Recoveries of prior year grants .....	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIII.) .....	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> .....	<b>2e</b>	110,600.
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> .....	<b>3</b>	46,264,432.
<b>4</b>	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b .....	<b>4a</b>	
<b>b</b>	Other (Describe in Part XIII.) .....	<b>4b</b>	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> .....	<b>4c</b>	0.
<b>5</b>	Total revenue. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12.) .....	<b>5</b>	46,264,432.

**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.

<b>1</b>	Total expenses and losses per audited financial statements .....	<b>1</b>	35,750,963.
<b>2</b>	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
<b>a</b>	Donated services and use of facilities .....	<b>2a</b>	
<b>b</b>	Prior year adjustments .....	<b>2b</b>	
<b>c</b>	Other losses .....	<b>2c</b>	
<b>d</b>	Other (Describe in Part XIII.) .....	<b>2d</b>	
<b>e</b>	Add lines <b>2a</b> through <b>2d</b> .....	<b>2e</b>	0.
<b>3</b>	Subtract line <b>2e</b> from line <b>1</b> .....	<b>3</b>	35,750,963.
<b>4</b>	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
<b>a</b>	Investment expenses not included on Form 990, Part VIII, line 7b .....	<b>4a</b>	
<b>b</b>	Other (Describe in Part XIII.) .....	<b>4b</b>	
<b>c</b>	Add lines <b>4a</b> and <b>4b</b> .....	<b>4c</b>	0.
<b>5</b>	Total expenses. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18.) .....	<b>5</b>	35,750,963.

**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 X, LINE 2:**

THE FUND ACCOUNTS FOR UNCERTAINTY IN INCOME TAXES IN ACCORDANCE WITH ASC TOPIC, INCOME TAXES. THIS STANDARD CLARIFIES THE ACCOUNTING FOR UNCERTAINTY IN TAX POSITIONS AND PRESCRIBES A RECOGNITION THRESHOLD AND MEASUREMENT ATTRIBUTE FOR THE FINANCIAL STATEMENTS REGARDING A TAX POSITION TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. THE FUND HAS DETERMINED THAT THERE ARE NO UNCERTAIN TAX POSITIONS WHICH QUALIFY FOR EITHER RECOGNITION OR DISCLOSURE IN THE FINANCIAL STATEMENTS AT DECEMBER 31, 2021. THE FUND'S INFORMATION RETURNS ARE SUBJECT TO EXAMINATION BY THE FEDERAL AND STATE JURISDICTIONS.



**SCHEDULE G  
(Form 990)**

**Supplemental Information Regarding Fundraising or Gaming Activities**

OMB No. 1545-0047

Complete if the organization answered "Yes" on Form 990, Part IV, line 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

**2021**

▶ Attach to Form 990 or Form 990-EZ.

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

Name of the organization **PROTEUS FUND, INC.** Employer identification number **04-3243004**

**Part I Fundraising Activities.** Complete if the organization answered "Yes" on Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a  Mail solicitations
- b  Internet and email solicitations
- c  Phone solicitations
- d  In-person solicitations
- e  Solicitation of non-government grants
- f  Solicitation of government grants
- g  Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees, or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?  Yes  No

b If "Yes," list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
BLUEPRING NONPROFIT CONSULTING - 8412 COMMANDER	FUNDRAISING CONSULTANT		X	0.	3,000.	-3,000.
HIGH MILEAGE COMMUNICATIONS - 1183 ZIMMER DRIVE NE ,	FUNDRAISING CONSULTANT		X	0.	23,040.	-23,040.
LOPEZ-CALDERON CONSULTING, LLC - 2383 PEACOCK VALLEY	FUNDRAISING CONSULTANT		X	0.	10,000.	-10,000.
MEDIUM MEDIUM - 131 10TH AVE E. UNIT 211 , SEATTLE , WA	FUNDRAISING CONSULTANT		X	0.	11,100.	-11,100.
NICHOLE CASSIDY - 114 E OREGON AVE , PHOENIX, AZ	FUNDRAISING CONSULTANT		X	0.	5,000.	-5,000.
RAY-ANDREW GIDDINGS - 102 MALI DRIVE , NORTH PLAINFIELD	FUNDRAISING CONSULTANT		X	0.	15,000.	-15,000.
TAHAT & ASSOCIATES DBA DUJIE TAHAT CONSULTING - 2312 N	FUNDRAISING CONSULTANT		X	0.	3,500.	-3,500.
TRIANGLE PARK CREATIVE - 2732 41ST AVE S, MINNEAPOLIS,	FUNDRAISING CONSULTANT		X	0.	5,175.	-5,175.
WINGO NYC - 350 SEVENTH AVE, SUITE 1504, NEW YORK , NY	FUNDRAISING CONSULTANT		X	0.	17,500.	-17,500.
YASMEEN NAJEEBI - 946 10TH AVE, APT 6 , SEATTLE , WA	FUNDRAISING CONSULTANT		X	0.	4,500.	-4,500.
<b>Total</b>					97,815.	-97,815.

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

MA, NY

**Part II Fundraising Events.** Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		(event type)	(event type)	(total number)	(add col. (a) through col. (c))
Revenue	<b>1</b> Gross receipts .....				
	<b>2</b> Less: Contributions .....				
	<b>3</b> Gross income (line 1 minus line 2) .....				
Direct Expenses	<b>4</b> Cash prizes .....				
	<b>5</b> Noncash prizes .....				
	<b>6</b> Rent/facility costs .....				
	<b>7</b> Food and beverages .....				
	<b>8</b> Entertainment .....				
	<b>9</b> Other direct expenses .....				
	<b>10</b> Direct expense summary. Add lines 4 through 9 in column (d) .....				
<b>11</b> Net income summary. Subtract line 10 from line 3, column (d) .....					

**Part III Gaming.** Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
		<b>1</b> Gross revenue .....			
Direct Expenses	<b>2</b> Cash prizes .....				
	<b>3</b> Noncash prizes .....				
	<b>4</b> Rent/facility costs .....				
	<b>5</b> Other direct expenses .....				
<b>6</b> Volunteer labor .....	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No		
<b>7</b> Direct expense summary. Add lines 2 through 5 in column (d) .....					
<b>8</b> Net gaming income summary. Subtract line 7 from line 1, column (d) .....					

**9** Enter the state(s) in which the organization conducts gaming activities: \_\_\_\_\_

**a** Is the organization licensed to conduct gaming activities in each of these states?  Yes  No

**b** If "No," explain: \_\_\_\_\_

**10a** Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year?  Yes  No

**b** If "Yes," explain: \_\_\_\_\_

- 11 Does the organization conduct gaming activities with nonmembers?  Yes  No
- 12 Is the organization a grantor, beneficiary or trustee of a trust, or a member of a partnership or other entity formed to administer charitable gaming?  Yes  No
- 13 Indicate the percentage of gaming activity conducted in:
 

a The organization's facility	13a	%
b An outside facility	13b	%
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ \_\_\_\_\_

Address ▶ \_\_\_\_\_

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?  Yes  No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ \_\_\_\_\_ and the amount of gaming revenue retained by the third party ▶ \$ \_\_\_\_\_
- c If "Yes," enter name and address of the third party:

Name ▶ \_\_\_\_\_

Address ▶ \_\_\_\_\_

16 Gaming manager information:

Name ▶ \_\_\_\_\_

Gaming manager compensation ▶ \$ \_\_\_\_\_

Description of services provided ▶ \_\_\_\_\_

- Director/officer
- Employee
- Independent contractor

17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?  Yes  No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ \_\_\_\_\_

**Part IV Supplemental Information.** Provide the explanations required by Part I, line 2b, columns (iii) and (v); and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information. See instructions.

**SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:**

(I) NAME OF FUNDRAISER: BLUEPRING NONPROFIT CONSULTING

(I) ADDRESS OF FUNDRAISER: 8412 COMMANDER COVE , WINTER PARK , FL 32792

(I) NAME OF FUNDRAISER: HIGH MILEAGE COMMUNICATIONS

(I) ADDRESS OF FUNDRAISER: 1183 ZIMMER DRIVE NE , ATLANTA , GA 30306

(I) NAME OF FUNDRAISER: LOPEZ-CALDERON CONSULTING, LLC

**Part IV** Supplemental Information (continued)

(I) ADDRESS OF FUNDRAISER:

2383 PEACOCK VALLEY ROAD, CHULA VISTA , CA 91915

(I) NAME OF FUNDRAISER: MEDIUM MEDIUM

(I) ADDRESS OF FUNDRAISER: 131 10TH AVE E. UNIT 211 , SEATTLE , WA 98102

(I) NAME OF FUNDRAISER: NICHOLE CASSIDY

(I) ADDRESS OF FUNDRAISER: 114 E OREGON AVE , PHOENIX, AZ 85014

(I) NAME OF FUNDRAISER: RAY-ANDREW GIDDINGS

(I) ADDRESS OF FUNDRAISER: 102 MALI DRIVE , NORTH PLAINFIELD , NJ 07062

(I) NAME OF FUNDRAISER: TAHAT & ASSOCIATES DBA DUJIE TAHAT CONSULTING

(I) ADDRESS OF FUNDRAISER: 2312 N 134TH ST, #7, SEATTLE , WA 98133

(I) NAME OF FUNDRAISER: TRIANGLE PARK CREATIVE

(I) ADDRESS OF FUNDRAISER: 2732 41ST AVE S, MINNEAPOLIS, MN 55406

(I) NAME OF FUNDRAISER: WINGO NYC

(I) ADDRESS OF FUNDRAISER:

350 SEVENTH AVE, SUITE 1504, NEW YORK , NY 10001-1935

(I) NAME OF FUNDRAISER: YASMEEN NAJEEBI

(I) ADDRESS OF FUNDRAISER: 946 10TH AVE, APT 6 , SEATTLE , WA 98102



**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](http://www.irs.gov/Form990) for the latest information.**

OMB No. 1545-0047

**2021**

**Open to Public  
Inspection**

Name of the organization **PROTEUS FUND, INC.** Employer identification number **04-3243004**

**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.

<b>1 (a)</b> Name and address of organization or government	<b>(b)</b> EIN	<b>(c)</b> IRC section (if applicable)	<b>(d)</b> Amount of cash grant	<b>(e)</b> Amount of noncash assistance	<b>(f)</b> Method of valuation (book, FMV, appraisal, other)	<b>(g)</b> Description of noncash assistance	<b>(h)</b> Purpose of grant or assistance
VOTER REGISTRATION PROJECT 1300 EYE STREET, NW WASHINGTON, DC 20005	26-4802468	501(C)3	0.	4,554,711.			DEMOCRACY
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND - 740 15TH STREET - WASHINGTON, DC 20005	52-1379661	501(C)3	0.	1,000,000.			DEMOCRACY
NONPROFIT VOTE 2464 MASSACHUSETTS AVE., STE. 101 CAMBRIDGE, MA 02140	20-4568862	501(C)3	0.	500,000.			DEMOCRACY
PROTEUS ACTION LEAGUE 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	22-3888268	501(C)4	0.	500,000.			DEMOCRACY
RETHINK MEDIA 2039 SHATTUCK AVE, SUITE 401 BERKELEY, CA 94704	46-2005479	501(C)3	0.	405,000.			DEMOCRACY
RETHINK MEDIA 2039 SHATTUCK AVE, SUITE 401 BERKELEY, CA 94704	46-2005479	501(C)3	0.	330,000.			RIGHTS & JUSTICE

**2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ..... ▶ **398.**

**3** Enter total number of other organizations listed in the line 1 table ..... ▶ **22.**

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

Schedule I (Form 990) 2021

**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 noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
RETHINK MEDIA 2039 SHATTUCK AVE, SUITE 401 BERKELEY, CA 94704	46-2005479	501(C)3	0.	225,000.			RIGHTS & JUSTICE
RETHINK MEDIA 2039 SHATTUCK AVE, SUITE 401 BERKELEY, CA 94704	46-2005479	501(C)3	0.	225,000.			RIGHTS & JUSTICE
LOYOLA UNIVERSITY 6363 ST. CHARLES AVENUE, BOX 30 NEW ORLEANS, LA 70118	72-0408946	501(C)3	0.	166,000.			RIGHTS & JUSTICE
THE GREATER NEW ORLEANS FOUNDATION 919 ST CHARLES AVENUE NEW ORLEANS, LA 70130	72-0408921	501(C)3	0.	158,000.			RIGHTS & JUSTICE
FRACTURED ATLAS PO BOX 55 HARTSDALE, NY 10530	11-3451703	501(C)3	0.	155,000.			RIGHTS & JUSTICE
RODERICK AND SOLANGE MACARTHUR JUSTICE CENTER - 160 EAST GRAND AVENUE - CHICAGO, IL 60616	36-4445595	501(C)3	0.	151,000.			RIGHTS & JUSTICE
OPERATION RESTORATION 1450 POYDRAS ST SUITE 2260 NEW ORLEANS, LA 70112	61-1791941	501(C)3	0.	150,000.			RIGHTS & JUSTICE
GENDER JUSTICE 200 UNIVERSITY AVE. W ST. PAUL, MN 55103	80-0603630	501(C)3	0.	150,000.			RIGHTS & JUSTICE
SIKH COALITION INC 50 BROAD STREET, SUITE 504 NEW YORK, NY 10004	22-3834037	501(C)3	0.	145,000.			RIGHTS & JUSTICE

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 noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
DRUM-DESI RISING UP AND MOVING INC - 72-18 ROOSEVELT AVENUE - JACKSON HEIGHTS , NY 11372	38-3652741	501(C)3	0.	145,000.			RIGHTS & JUSTICE
ARAB AMERICAN ASSOCIATION OF NY INC - 7111 5TH AVENUE - BROOKLYN, NY 11209	11-3604756	501(C)3	0.	145,000.			RIGHTS & JUSTICE
GEORGIA MUSLIM VOTER PROJECT 5680 OAKBROOK PARKWAY SUITE 145 NORCROSS, GA 30093	81-1446781	501(C)3	0.	145,000.			RIGHTS & JUSTICE
PANORAMA GLOBAL 2101 4TH AVE STE 2100 SEATTLE, WA 98121	81-4204119	501(C)3	0.	129,486.			RIGHTS & JUSTICE
SISTER SONG PO BOX 94408 ATLANTA, GA 30377	51-0544927	501(C)3	0.	100,000.			RIGHTS & JUSTICE
PROTEUS ACTION LEAGUE 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	22-3888268	501(C)4	0.	100,000.			RIGHTS & JUSTICE
EQUALITY FOUNDATION OF GEORGIA INC 1530 DEKALB AVE, SUITE A ATLANTA, AL 30307	58-2346744	501(C)3	0.	100,000.			RIGHTS & JUSTICE
DEMAND JUSTICE INITIATIVE 1010 VERMONT AVE, NW, STE. 300 WASHINGTON, DC 20005	86-3690047	501(C)3	0.	100,000.			RIGHTS & JUSTICE
PUBLIC CITIZEN FOUNDATION INC 1600 20TH STREET, NW WASHINGTON, DC 20009	52-1263996	501(C)3	0.	100,000.			DEMOCRACY

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 noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CENTER FOR CIVIC POLICY 625 SILVER ST SW SUITE #320 ALBUQUERQUE, NM 87102	01-0869701	501(C)3	0.	95,000.			RIGHTS & JUSTICE
NEW MEXICO RELIGIOUS COALITION FOR REPRODUCTIVE CHOICE - PO BOX 66433 - ALBUQUERQUE, NM 87193	85-0391823	501(C)3	0.	95,000.			RIGHTS & JUSTICE
BOLD FUTURES NM 309 GOLD AVE SW ALBUQUERQUE, NM 87102	85-0481224	501(C)3	0.	90,000.			RIGHTS & JUSTICE
AMERICAN CIVIL LIBERTIES UNION OF NEW MEXICO FOUNDATION - PO BOX 566 - ALBUQUERQUE, NM 87103	85-0275276	501(C)3	0.	90,000.			RIGHTS & JUSTICE
MISSISSIPPI CENTER FOR JUSTICE P.O. BOX 1023 JACKSON, MS 39201	13-4203234	501(C)3	0.	82,500.			RIGHTS & JUSTICE
PROTEUS ACTION LEAGUE 15 RESEARCH DR AMHERST, MA 01002	22-3888268	501(C)4	0.	77,502.			RIGHTS & JUSTICE
PUBLIC POLICY AND EDUCATION FUND OF NEW YORK - 94 CENTRAL AVENUE - ALBANY, NY 12206	13-3364209	501(C)3	0.	75,000.			DEMOCRACY
PROJECT SOUTH THE INSTITUTION FOR THE ELIMINATION POVERTY & GENOCIDE - 9 GAMMON AVE. SW - ATLANTA, GA 30315	58-1956686	501(C)3	0.	75,000.			RIGHTS & JUSTICE
UNIVERSITY OF SOUTH FLORIDA RESEARCH FOUNDATION INC - 4202 E FOWLER AVE - TAMPA, FL 33620	59-2959590	501(C)3	0.	75,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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CENTER FOR INTERCULTURAL ORGANIZING DBA UNITE OREGON - 1390 SE 122ND AVENUE - PORTLAND, OR 97233	74-3098100	501(C)3	0.	75,000.			RIGHTS & JUSTICE
MUSLIM ANTI-RACISM COLLABORATIVE 8780 19TH ST. #291 ALTA LOMA, CA 91701	01-0559608	501(C)3	0.	75,000.			RIGHTS & JUSTICE
THE ARAB AMERICAN INSTITUTE FOUNDATION - 1600 K STREET, NW, SUITE 601 - WASHINGTON, DC 20006	52-1959306	501(C)3	0.	75,000.			RIGHTS & JUSTICE
INSTITUTE FOR SOCIAL POLICY AND UNDERSTANDING - 6 PARKLANE BLVD., STE. 510 - DEARBORN, MI 48126	38-3633581	501(C)3	0.	75,000.			RIGHTS & JUSTICE
PARTNERSHIP FOR THE ADVANCEMENT OF NEW AMERICANS - 4089 FAIRMOUNT AVE - SAN DIEGO, CA 92105	47-5299457	501(C)3	0.	75,000.			RIGHTS & JUSTICE
DEFENDING RIGHTS AND DISSENT INC 1325 G ST. NW, SUITE 500 WASHINGTON, DC 20005	27-0042821	501(C)3	0.	75,000.			RIGHTS & JUSTICE
SOUTH DAKOTA VOICES FOR PEACE PO BOX 600 SIOUX FALLS, SD 57101	82-3171574	501(C)3	0.	75,000.			RIGHTS & JUSTICE
SOUTH ASIAN AMERICANS LEADING TOGETHER - 8403 COLESVILLE ROAD, SUITE 1100 - SILVER SPRING, MD 20910	52-2216665	501(C)3	0.	75,000.			RIGHTS & JUSTICE
PANORAMA GLOBAL 2101 4TH AVE STE 2100 SEATTLE, WA 98121	81-4204119	501(C)3	0.	70,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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WILLIAM J BRENNAN JR CENTER FOR JUSTICE INC - 120 BROADWAY, SUITE 1750 - NEW YORK, NY 10271	13-3839293	501(C)3	0.	60,000.			DEMOCRACY
RE:POWER FUND 2639 NICOLLET AVE MINNEAPOLIS, MN 55408	35-2191193	501(C)3	0.	60,000.			DEMOCRACY
NORTHEASTERN UNIVERSITY ATTENTION: CASH MANAGEMENT ACCOUNTA BOSTON, MA 02115	04-1679980	501(C)3	0.	60,000.			RIGHTS & JUSTICE
TIDES CENTER PO BOX 399385 FRANCISCO, CA 94139	94-3213100	501(C)3	0.	60,000.			RIGHTS & JUSTICE
SEVENTH GENERATION FUND FOR INDIGENOUS PEOPLES, INC. - P.O. BOX 4569 - ARCATA, CA 95521	68-0027247	501(C)3	0.	56,000.			RIGHTS & JUSTICE
PROTEUS ACTION LEAGUE 15 RESEARCH DR, STE. B AMHERST, MA 01002	22-3888268	501(C)4	0.	56,000.			DEMOCRACY
EMGAGE FOUNDATION INC 3425 US HWY 98 LAKELAND, FL 33809	26-1441032	501(C)3	0.	55,000.			RIGHTS & JUSTICE
NEO PHILANTHROPY 45 W 36TH STREET, 6TH FLOOR NEW YORK, NY 10018	13-3191113	501(C)3	0.	55,000.			RIGHTS & JUSTICE
MSA WEST 24050 AZEVEDO AVENUE HAYWARD, CA 91788	46-5478214	501(C)3	0.	55,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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FAITH IN ACTION NETWORK 1616 P STREET NW WASHINGTON, DC 20036	94-2206497	501(C)3	0.	55,000.			RIGHTS & JUSTICE
SEX WORKERS OUTREACH PROJECT 340 S. LEMON AVE WALNUT, CA 91789	26-2264638	501(C)3	0.	55,000.			RIGHTS & JUSTICE
MEDIA ALLIANCE 2830 20TH STREET SAN FRANCISCO, CA 94110	94-2563400	501(C)3	0.	54,750.			RIGHTS & JUSTICE
COMMUNITY PARTNERS 1000. N. ALAMEDA STREET LOS ANGELES, CA 90012	95-4302067	501(C)3	0.	54,500.			RIGHTS & JUSTICE
ISLAH P.O. BOX 714 SANTA CRUZ, CA 95061	46-2544409	501(C)3	0.	54,500.			RIGHTS & JUSTICE
CENTER FOR TRANSFORMATIVE ACTION 119 ANABEL TAYLOR HALL ITHACA, NY 14853	16-0990318	501(C)3	0.	54,000.			RIGHTS & JUSTICE
PEACE DEVELOPMENT FUND INC PO BOX 1280 AMHERST, MA 01004	04-2738794	501(C)3	0.	53,750.			RIGHTS & JUSTICE
PEACE DEVELOPMENT FUND INC PO BOX 1280 AMHERST, MA 01004	04-2738794	501(C)3	0.	53,750.			RIGHTS & JUSTICE
PEACE DEVELOPMENT FUND PO BOX 1280 AMHERST, MA 01002	04-2738794	501(C)3	0.	53,750.			RIGHTS & JUSTICE

Schedule I (Form 990)

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INQUIRING SYSTEMS, INC. 887 SONOMA AVE, #23 SANTA ROSA, CA 95404	94-2524840	501(C)3	0.	53,500.			RIGHTS & JUSTICE
PROJECT PROSPER 1156 PAVIA DRIVE APOPKA, FL 32703	45-0491407	501(C)3	0.	53,000.			RIGHTS & JUSTICE
ARKANSAS HARM REDUCTION PROJECT 719 WRIGHT AVENUE LITTLE ROCK, AK 72206	83-3867162	501(C)3	0.	52,500.			RIGHTS & JUSTICE
LGBT CENTER INTERCULTURAL COLLECTIVE INC - 3763 83RD ST STE 1B - JACKSON HEIGHTS , NY 11372	82-4397912	501(C)3	0.	52,500.			RIGHTS & JUSTICE
CULTIVANDO 7190 COLORADO BLVD. COMMERCE CITY , CO 80022	84-1499624	501(C)3	0.	52,500.			RIGHTS & JUSTICE
FAITH FOR JUSTICE 2142 VICTOR ST. ST. LOUIS, MO 63104	83-1374949	501(C)3	0.	50,500.			RIGHTS & JUSTICE
NATIONAL LEGAL AID AND DEFENDER ASSOCIATION - 1901 PENNSYLVANIA AVENUE NW - WASHINGTON, DC 20006	36-2337880	501(C)3	0.	50,000.			RIGHTS & JUSTICE
OLE EDUCATION FUND 411 BELLAMAH AVE. NW ALBUQUERQUE, NM 87102	27-1275857	501(C)3	0.	50,000.			DEMOCRACY
LGBT CENTER INTERCULTURAL COLLECTIVE INC - 37-63 83RD STREET SUITE 1B - JACKSON HEIGHTS , NY 11372	82-4397912	501(C)3	0.	50,000.			RIGHTS & JUSTICE

Schedule I (Form 990)



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LOUISIANA PAROLE PROJECT INC P.O. BOX 2029 BALTON ROUGE, LA 70821	81-3399508	501(C)3	0.	50,000.			RIGHTS & JUSTICE
REGENTS OF THE UNIVERSITY OF MICHIGAN - 701 S. STATE STREET, 4TH FLOOR, JEFFRIES HALL - ANN ARBOR, MI 48109	38-6006309	501(C)3	0.	50,000.			RIGHTS & JUSTICE
HAWAII HEALTH & HARM REDUCTION CENTER - 677 ALA MOANA BLVD STE 226 - HONOLULU, HI 96804	99-0284222	501(C)3	0.	50,000.			RIGHTS & JUSTICE
CENTER FOR ECONOMIC DEMOCRACY PO BOX 300229 BOSTON, MA 02130	47-3589804	501(C)3	0.	50,000.			DEMOCRACY
COALITION FOR D C REPRESENTATION EDUCATION FUND - 1101 17TH STREET NW, SUITE 301 - WASHINGTON, DC 20036	52-2133517	501(C)3	0.	50,000.			DEMOCRACY
WE ARE FAMILY 1801 REYNOLDS AVE UNIT B CHARLESTON, SC 29417	57-1008020	501(C)3	0.	50,000.			RIGHTS & JUSTICE
WEST VIRGINIA CITIZEN ACTION EDUCATION FUND INC - 1500 DIXIE STREET - CHARLESTON, WV 25301	11-3660992	501(C)3	0.	50,000.			DEMOCRACY
FANM SAJ 160 NE 142ND ST MIAMI, FL 33161	82-4241473	501(C)3	0.	50,000.			RIGHTS & JUSTICE
TAKEACTION MINNESOTA EDUCATION FUND - 705 RAYMOND AVENUE, SUITE 100 - ST. PAUL, MN 55114	41-1635130	501(C)3	0.	50,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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JEWISH COMMUNITY ACTION 2375 UNIVERSITY AVE WEST, SUITE 150 ST. PAUL, MN 55114	41-1830619	501(C)3	0.	50,000.			RIGHTS & JUSTICE
PROTEUS ACTION LEAGUE 15 RESEARCH DR, STE. B AMHERST, MA 01002	22-3888268	501(C)4	0.	50,000.			RIGHTS & JUSTICE
RUTH ELLIS CENTER INC 77 VICTOR STREET HIGHLAND PARK, MI 48203	38-3501697	501(C)3	0.	50,000.			RIGHTS & JUSTICE
COURT WATCH NOLA 4035 WASHINGTON AVE NEW ORLEANS, LA 90007	33-1190644	501(C)3	0.	50,000.			DEMOCRACY
PARTICIPATORY POLITICS FOUNDATION 1500 DEKALB AVE., 1R BROOKLYN, NY 11237	26-2296822	501(C)3	0.	50,000.			DEMOCRACY
WILLIAM J BRENNAN JR CENTER FOR JUSTICE INC - 120 BROADWAY, SUITE 1750 - NEW YORK, NY 10271	13-3839293	501(C)3	0.	50,000.			DEMOCRACY
URBAN SURVIVORS UNION 1114 GROVE STREET GREENSBORO, NC 27403	46-3129789	501(C)3	0.	50,000.			RIGHTS & JUSTICE
PROTEUS ACTION LEAGUE 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	22-3888268	501(C)4	0.	50,000.			RIGHTS & JUSTICE
BLACK AND PINK PO BOX 231126 BOSTON, MA 02123	27-3930676	501(C)3	0.	50,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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KANSAS VALUES INSTITUTE PO BOX 97 LAWRENCE, KS 66044	45-2621342	501(C)4	0.	50,000.			DEMOCRACY
WOMEN MAKE MOVIES INC 115 W. 29TH STREET, SUITE 1200 NEW YORK, NY 10001	13-2740460	501(C)3	0.	50,000.			RIGHTS & JUSTICE
OUTFRONT MINNESOTA COMMUNITY SERVICES - 310 38TH STREET, SUITE 209 - MINNEAPOLIS, MN 55409	36-3550489	501(C)3	0.	50,000.			RIGHTS & JUSTICE
SOUTHERN VISION ALLIANCE PO BOX 51698 DURHAM, NC 27717	61-1639641	501(C)3	0.	49,500.			RIGHTS & JUSTICE
ALLIANCE FOR GLOBAL JUSTICE 225 E. 26TH ST., SUITE 1 TUSCON, AZ 85713	52-2094677	501(C)3	0.	48,150.			RIGHTS & JUSTICE
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS INC - 23532 CALABASAS RD STE A - CALABASAS, CA 91302	95-4116679	501(C)3	0.	47,925.			RIGHTS & JUSTICE
WOMEN WITH A VISION 2661 N BROAD STREET NEW ORLEANS, LA 70119	72-1202185	501(C)3	0.	47,925.			RIGHTS & JUSTICE
PROJECT PROSPER 1156 PAVIA DR APOPKA, FL 32703	45-0491407	501(C)3	0.	47,700.			RIGHTS & JUSTICE
JUST FUND 340 S LEMON AVENUE 9104 WALNUT, CA 91789	85-3759950	501(C)3	0.	47,500.			RIGHTS & JUSTICE

Schedule I (Form 990)

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THE WATERSHED CENTER INC 44 KAYE ROAD MILLERTON, NY 12546	36-4624060	501(C)3	0.	47,250.			RIGHTS & JUSTICE
ACCESS PHILANTHROPY CHARITIES 2100 STEVENS AVE. S MINNEAPOLIS, MN 55404	38-3777419	501(C)3	0.	47,250.			RIGHTS & JUSTICE
PROTEUS FUND 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	04-3243004	501(C)3	0.	45,000.			DEMOCRACY
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY OF SOUTHERN CALIFORNIA ANGELES, CA 90089	95-1642394	501(C)3	0.	45,000.			RIGHTS & JUSTICE
RUTH ELLIS CENTER INC 77 VICTOR STREET HIGHLAND PARK, MI 48203	38-3501697	501(C)3	0.	45,000.			RIGHTS & JUSTICE
TRANS QUEER PUEBLO - SEMILLA DE LIBERACION - 1726 EAST ROOSEVELT ST. - PHOENIX, AZ 85006	81-3625797	501(C)3	0.	45,000.			RIGHTS & JUSTICE
TRANSGENDER ADVOCATES KNOWLEDGEABLE EMPOWERING - 7769 2ND AVE SOUTH - BIRMINGHAM, AL 35206	85-0702039	501(C)3	0.	45,000.			RIGHTS & JUSTICE
WEST FUND PO BOX 920088 EL PASO, TX 79902	04-3236982	501(C)3	0.	45,000.			RIGHTS & JUSTICE
HEART WOMEN & GIRLS PROJECT 4407 S LAKE PARK AVE CHICAGO, IL 60653	27-3625796	501(C)3	0.	45,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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PROTEUS FUND 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	04-3243004	501(C)3	0.	45,000.			DEMOCRACY
BLACK COLLECTIVE 937 NW 3RD AVENUE MIAMI, FL 33136	83-2831423	501(C)3	0.	40,000.			DEMOCRACY
WIN WIN NETWORK 1511 3RD AVE, #300 SEATTLE, WA 98101	32-0419998	501(C)3	0.	40,000.			DEMOCRACY
TYPE MEDIA CENTER INC 116 E. 16TH ST. NEW YORK, NY 10003	13-6216903	501(C)3	0.	40,000.			RIGHTS & JUSTICE
DEFENDING RIGHTS AND DISSENT INC 1325 G ST. NW, SUITE 500 WASHINGTON, DC 20005	27-0042821	501(C)3	0.	40,000.			RIGHTS & JUSTICE
PROTEUS ACTION LEAGUE 15 RESEARCH DR., STE. B AMHERST, MA 01002	22-3888268	501(C)4	0.	40,000.			RIGHTS & JUSTICE
ONE ARIZONA 530 E. MCDOWELL RD. SUITE 107-448 PHOENIX, AZ 85004	37-1782220	501(C)3	0.	38,500.			DEMOCRACY
FIRST LOOK MEDIA WORKS INC. P.O. BOX 27442 WASHINGTON, DC 20038	80-0951255	501(C)3	0.	36,000.			RIGHTS & JUSTICE
MAINE CITIZENS FOR CLEAN ELECTIONS PO BOX 18187 PORTLAND, ME 04112	27-2646667	501(C)3	0.	35,000.			DEMOCRACY

Schedule I (Form 990)

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PILLARS OF THE COMMUNITY 6403 IMPERIAL AVE SAN DIEGO, CA 92115	45-2323183	501(C)3	0.	35,000.			RIGHTS & JUSTICE
REVIVING THE ISLAMIC SISTERHOOD FOR EMPOWERMENT - 1007 WEST BROADWAY AVE N - MINNEAPOLIS, MN 55411	81-1236990	501(C)3	0.	35,000.			RIGHTS & JUSTICE
AYADA LEADS 615 1ST AVE NE, #500 MINNEAPOLIS, MN 55413	47-4294816	501(C)3	0.	35,000.			RIGHTS & JUSTICE
COALITION OF COMMUNITIES OF COLOR 221 NW 2ND AVE #303 PORTLAND, OR 97209	47-4448490	501(C)3	0.	35,000.			DEMOCRACY
ALLIANCE FOR YOUTH ORGANIZING 915 5TH ST NW WASHINGTON, DC 20001	46-2465621	501(C)3	0.	35,000.			DEMOCRACY
COALITION FOR OPEN DEMOCRACY 4 PARK STREET, SUITE 301 CONCORD, NH 03301	80-0336490	501(C)3	0.	35,000.			DEMOCRACY
PROGRESS FLORIDA EDUCATION INSTITUTE - 200 2ND AVE. SOUTH #808 - PETERSBURG, FL 33701	45-4469756	501(C)3	0.	35,000.			DEMOCRACY
THE GREATER NEW ORLEANS FOUNDATION 919 ST CHARLES AVENUE NEW ORLEANS, LA 70130	20-3399944	501(C)3	0.	33,000.			RIGHTS & JUSTICE
DWIGHT HALL AT YALE P.O. BOX 209008 NEW HAVEN, CT 06520	06-0653140	501(C)3	0.	32,100.			RIGHTS & JUSTICE

Schedule I (Form 990)

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PROJECT PROSPER 1156 PAVIA DRIVE APOPKA, FL 32703	45-0491407	501(C)3	0.	31,800.			RIGHTS & JUSTICE
UCLA FOUNDATION 10889 WILSHIRE BOULEVARD, SUITE 700 LOS ANGELES, CA 90095	95-2250801	501(C)3	0.	31,000.			RIGHTS & JUSTICE
ARKANSAS PUBLIC POLICY PANEL INC 1308 W. SECOND STREET LITTLE ROCK, AR 72201	71-0467088	501(C)3	0.	30,000.			DEMOCRACY
MINKWON CENTER FOR COMMUNITY ACTION INC - 133-29 41ST AVENUE - FLUSHING, NY 11354	11-2710506	501(C)3	0.	30,000.			DEMOCRACY
PROGRESSIVE MARYLAND EDUCATION FUND - P.O. BOX 7557 - LARGO, MD 20792	03-0401249	501(C)3	0.	30,000.			DEMOCRACY
PARTNERSHIP FOR CIVIL JUSTICE FUND 617 FLORIDA AVENUE NW WASHINGTON, DC 20001	26-2851211	501(C)3	0.	30,000.			DEMOCRACY
COURT WATCH NOLA 4035 WASHINGTON AVE NEW ORLEANS, LA 70119	33-1190644	501(C)3	0.	30,000.			RIGHTS & JUSTICE
MARYLAND PUBLIC INTEREST RESEARCH FOUNDATION - 2209 MARYLAND AVE. - BALTIMORE, MD 21218	52-1033638	501(C)3	0.	30,000.			DEMOCRACY
BOSTON WOMEN'S FUND 955 MASSACHUSETTS AVE, #345 CAMBRIDGE, MA 02139	22-2475551	501(C)3	0.	30,000.			DEMOCRACY

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LIBERTAS INSTITUTE 2183 W MAIN STREET LEHI, UT 84043	45-5254794	501(C)3	0.	30,000.			RIGHTS & JUSTICE
NEW YORK IMMIGRATION COALITION 131 W. 33RD STREET, SUITE NEW YORK, NY 10001	13-3573409	501(C)3	0.	30,000.			DEMOCRACY
INTERNATIONAL CENTER FOR NOT-FOR-PROFIT LAW INC - 1126 16TH STREET NW, SUITE 400 - WASHINGTON, DC 20036	52-1818273	501(C)3	0.	30,000.			DEMOCRACY
COMMON CAUSE EDUCATION FUND 805 15TH STREET, NW, SUITE 800 WASHINGTON, DC 20005	31-1705370	501(C)3	0.	30,000.			DEMOCRACY
COMMON CAUSE EDUCATION FUND 805 15TH STREET, NW, STE. 800 WASHINGTON, DC 20005	31-1705370	501(C)3	0.	30,000.			DEMOCRACY
COMMON CAUSE EDUCATION FUND 805 15TH STREET, NW, STE. 800 WASHINGTON, DC 20005	31-1705370	501(C)3	0.	30,000.			DEMOCRACY
CENTER FOR EMPOWERED POLITICS EDUCATION FUND - 1042 GRANT AVE, 5TH FLOOR - SAN FRANCISCO, CA 94016	84-3636499	501(C)3	0.	30,000.			DEMOCRACY
CONNECTICUT CITIZEN RESEARCH GROUP INC - 30 ARBOR STREET, STE 107 N - HARTFORD, CT 06106	06-0889894	501(C)3	0.	30,000.			DEMOCRACY
TIDES CENTER PO BOX 399385 SAN FRANCISCO, CA 94139	94-3213100	501(C)3	0.	30,000.			RIGHTS & JUSTICE

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 noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
JUSTICE NOT POLITICS ALASKA CIVICS EDUCATION FUND - PO BOX 231473 - ANCHORAGE, AK 99523	82-2516720	501(C)3	0.	28,000.			DEMOCRACY
SOCIAL JUSTICE FUND NORTHWEST 1904 3RD AVE., STE. 806 SEATTLE, WA 98101	91-1036971	501(C)3	0.	25,000.			RIGHTS & JUSTICE
INTERNATIONAL DOCUMENTARY ASSOCIATION INC - 3600 WILSHIRE, SUITE 1810 - LOS ANGELES, CA 90010	95-3911227	501(C)3	0.	25,000.			RIGHTS & JUSTICE
PROJECT SAY SOMETHING 1106 NORTH WOOD AVE. FLORENCE, AL 35634	81-1455750	501(C)3	0.	25,000.			DEMOCRACY
MI FAMILIA VOTA EDUCATION FUND 1140 E WASHINGTON ST, BUILDING C, S PHOENIX, AZ 85034	20-0182824	501(C)3	0.	25,000.			DEMOCRACY
PROTEUS FUND 15 RESEARCH DR., STE. B AMHERST, MA 01002	04-3243004	501(C)3	0.	25,000.			DEMOCRACY
AMERICAN CIVIL LIBERTIES UNION FOUNDATION - 125 BROAD STREET, 18TH FLOOR - NEW YORK, NY 10004	13-6213516	501(C)3	0.	25,000.			RIGHTS & JUSTICE
SHOW ME INTEGRITY EDUCATION FUND 7037 AMHERST AVE ST. LOUIS, MO 63130	84-3152841	501(C)3	0.	25,000.			DEMOCRACY
OREGON JUSTICE RESOURCE CENTER PO BOX 5248 PORTLAND, OR 97208	45-2859659	501(C)3	0.	25,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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COALITION ON POSITIVE HEALTH EMPOWERMENT INC - 790 CONCOURSE VILLAGE WEST #19A - BRONX, NY 10451	27-2654975	501(C)3	0.	25,000.			RIGHTS & JUSTICE
INVESTIGATIVE REPORTERS AND EDITORS - 141 NEFF ANNEX, - COLUMBIA, MO 65211	51-0166741	501(C)3	0.	25,000.			RIGHTS & JUSTICE
BROOKLYN LAW SCHOOL 250 JORALEMON STREET BROOKLYN, NY 11201	23-7227990	501(C)3	0.	25,000.			RIGHTS & JUSTICE
THE SECOND LOOK ALLIANCE 4204 PINE PARK DR. BALTON ROUGE , LA 70809	84-5040728	501(C)3	0.	25,000.			RIGHTS & JUSTICE
LEWIS AND CLARK COLLEGE 615 PALATINE HILL RD. PORTLAND, OR 97219	93-0386858	501(C)3	0.	25,000.			RIGHTS & JUSTICE
THINK TENNESSEE 414 UNION STREET NASHVILLE, TN 37219	81-2821568	501(C)3	0.	25,000.			DEMOCRACY
COMMON CAUSE EDUCATION FUND 805 15TH ST NW #800 WASHINGTON, DC 20005	31-1705370	501(C)3	0.	25,000.			DEMOCRACY
JEWS FOR RACIAL AND ECONOMIC JUSTICE - 330 7TH AVE STE 1901 - NEW YORK, NY 10001	13-3694790	501(C)3	0.	25,000.			RIGHTS & JUSTICE
FORDHAM UNIVERSITY 441 E FORDHAM ROAD BRONX, NY 10458	13-1740451	501(C)3	0.	25,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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BALLOT INITIATIVE STRATEGY CENTER FOUNDATION - 1660 L ST NW - WASHINGTON, AL 20036	04-3454684	501(C)3	0.	25,000.			DEMOCRACY
ARIZONA CENTER FOR EMPOWERMENT 5716 N. 19TH AVENUE PHOENIX, AZ 85015	27-2366780	501(C)3	0.	25,000.			DEMOCRACY
JUSTICE NOT POLITICS C/O INTERFAITH ALLIANCE OF IOWA DES MOINES, IA 50311	27-4589051	501(C)4	0.	25,000.			DEMOCRACY
COMMUNITY JUSTICE PROJECT 1428 ALEGRIANO AVE GABLES, FL 33146	47-2777185	501(C)3	0.	25,000.			DEMOCRACY
SOCIAL GOOD FUND PO BOX 5473 RICHMOND, CA 94805	46-1323531	501(C)3	0.	25,000.			RIGHTS & JUSTICE
LEWIS AND CLARK COLLEGE 615 PALATINE HILL RD. PORTLAND, OR 97219	93-0386858	501(C)3	0.	25,000.			RIGHTS & JUSTICE
CENTER FOR COMMUNITY STEWARDSHIP 116 N FEW STREET MADISON, WI 53703	68-0501459	501(C)3	0.	25,000.			RIGHTS & JUSTICE
NORTHWEST ALLIANCE FOR ALTERNATIVE MEDIA & EDUCATION - P.O. BOX 42671 - PORTLAND, OR 97242	93-1009519	501(C)3	0.	25,000.			RIGHTS & JUSTICE
PEACE AND JUSTICE CENTER INC 60 LAKE STREET BURLINGTON, VT 05401	30-2814720	501(C)3	0.	25,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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PROJECT PROSPER 1156 PAVIA DRIVE APOPKA, FL 32703	45-0491407	501(C)3	0.	25,000.			RIGHTS & JUSTICE
VIRGINIANS FOR ALTERNATIVES TO THE DEATH PENALTY INC - P.O. BOX 12222 - RICHMOND, VA 23241	54-1664106	501(C)3	0.	25,000.			RIGHTS & JUSTICE
SAFEHOUSE 1211 CHESTNUT STREET, STE 600 PHILADELPHIA, PA 19107	83-1624339	501(C)3	0.	25,000.			RIGHTS & JUSTICE
RE:POWER FUND 2639 NICOLLET AVE MINNEAPOLIS, MN 55408	35-2191193	501(C)3	0.	25,000.			DEMOCRACY
OHIO RIVER VALLEY ENVIRONMENTAL COALITION INC - P.O. BOX 6753 - HUNTINGTON, WV 25773	31-1311861	501(C)3	0.	22,500.			DEMOCRACY
PROTEUS ACTION LEAGUE 15 RESEARCH DR AMHERST, MA 01002	22-3888268	501(C)4	0.	22,498.			RIGHTS & JUSTICE
PROTEUS ACTION LEAGUE 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	22-3888268	501(C)4	0.	22,410.			RIGHTS & JUSTICE
FANM SAJ 160 NE 142ND ST MIAMI, FL 33161	82-4241473	501(C)3	0.	21,000.			RIGHTS & JUSTICE
MUSLIM YOUTH FOR POSITIVE IMPACT 1880 GOLDEN EAGLE CT BROOMFIELD, CO 80020	83-0998674	501(C)3	0.	21,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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PROJECT PROSPER 1156 PAVIA DR APOPKA, FL 32703	45-0491407	501(C)3	0.	21,000.			RIGHTS & JUSTICE
COLLECTIVE ACTION FOR SAFE SPACE 455 MASSACHUSETTS AVENUE PMB #346 WASHINGTON, DC 20001	27-3963489	501(C)3	0.	21,000.			RIGHTS & JUSTICE
CHINESE FOR AFFIRMATIVE ACTION 17 WALTER U LUM PL SAN FRANCISCO, CA 94108	94-2161304	501(C)3	0.	21,000.			RIGHTS & JUSTICE
ALLIED MEDIA PROJECTS 4126 3RD ST DETROIT, MI 48201	01-0559608	501(C)3	0.	21,000.			RIGHTS & JUSTICE
ZEPP WELLNESS CORP 1317 EDGEWATER DRIVE ORLANDO, FL 32804	84-3313499	501(C)3	0.	20,000.			RIGHTS & JUSTICE
NEW YORK UNIVERSITY 25 WEST 4TH STREET, 4TH FLOOR NEW YORK, NY 10012	13-5562308	501(C)3	0.	20,000.			RIGHTS & JUSTICE
HINENU: THE BALTIMORE JUSTICE SHTIEBL - PO BOX 2431 - BALTIMORE, MD 21233	82-4347258	501(C)3	0.	20,000.			RIGHTS & JUSTICE
LOYOLA MARYMOUNT UNIVERSITY 919 ALBANY ST LOS ANGELES, CA 90015	95-1643334	501(C)3	0.	20,000.			RIGHTS & JUSTICE
RIGHT TO THE CITY ALLIANCE 388 ATLANTIC AVE, 3ND FL. BROOKLYN, NY 11217	94-3462187	501(C)3	0.	20,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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FRACTURED ATLAS, INC. PO BOX 55 HARTSDALE, NY 10530	11-3451703	501(C)3	0.	20,000.			RIGHTS & JUSTICE
ISAIAH 2356 UNIVERSITY AVE W SUITE 405 ST. PAUL, MN 55114	41-1957358	501(C)3	0.	20,000.			DEMOCRACY
MINKWON CENTER FOR COMMUNITY ACTION INC - 133-29 41ST AVENUE - FLUSHING, NY 11354	11-2710506	501(C)3	0.	20,000.			DEMOCRACY
FRACTURED ATLAS INC PO BOX 55 HARTSDALE, NY 10530	11-3451703	501(C)3	0.	20,000.			RIGHTS & JUSTICE
NEW YORK IMMIGRATION COALITION 131 W. 33RD STREET, SUITE NEW YORK, NY 10001	13-3573409	501(C)3	0.	20,000.			DEMOCRACY
RED SALMON ARTS 2000 THRASHER LN. AUSTIN, TX 78741	74-2940343	501(C)3	0.	20,000.			RIGHTS & JUSTICE
INTERNATIONAL DOCUMENTARY ASSOCIATION INC - 3600 WILSHIRE, SUITE 1810 - LOS ANGELES , CA 90010	95-3911227	501(C)3	0.	20,000.			RIGHTS & JUSTICE
CONGREGATION T'CHIYAH 22331 WOODWARD AVE FERNDALE, MI 48220	38-2153881	501(C)3	0.	20,000.			RIGHTS & JUSTICE
PROTEUS FUND 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	04-3243004	501(C)3	0.	20,000.			DEMOCRACY

Schedule I (Form 990)

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SOCIAL GOOD FUND 561 KEYSTONE AVE, BOX #470 RENO, NV 89503	46-1323531	501(C)3	0.	20,000.			RIGHTS & JUSTICE
LEAGUE OF WOMEN VOTERS OF WISCONSIN - 612 W MAIN ST - MADISON, AL 53703	39-1609121	501(C)3	0.	20,000.			DEMOCRACY
NEO PHILANTHROPY 45 WEST 36TH STREET, 6TH FLOOR NEW YORK, NY 10018	13-3191113	501(C)3	0.	20,000.			RIGHTS & JUSTICE
FORWARD IMPACT 777 S ALAMEDA ST, 2ND FLOOR LOS ANGELES, CA 90021	83-1501685	501(C)3	0.	20,000.			RIGHTS & JUSTICE
TIDES CENTER 1012 TORNEY AVE. SAN FRANCISCO, CA 94129	94-3213100	501(C)3	0.	20,000.			RIGHTS & JUSTICE
KOL TZEDEK SYNAGOGUE 707 S 50TH ST PHILADELPHIA, PA 19143	20-2857448	501(C)3	0.	20,000.			RIGHTS & JUSTICE
CAROLINA YOUTH ACTION PROJECT 1230 DICKSON AVE HANAHAN, SC 29406	27-5484213	501(C)3	0.	20,000.			RIGHTS & JUSTICE
ORGANIZE TENNESSEE PO BOX 40083 NASHVILLE, TN 37204	84-1732329	501(C)3	0.	20,000.			DEMOCRACY
NATIONAL RELIGIOUS CAMPAIGN AGAINST TORTURE - 110 MARYLAND AVE NE #502 - WASHINGTON, DC 20002	20-8832485	501(C)3	0.	20,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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ALLIANCE FOR GLOBAL JUSTICE 225 E. 26TH ST., SUITE 1 TUCSON, AZ 85713	52-2094677	501(C)3	0.	20,000.			RIGHTS & JUSTICE
CENTER FOR COMMUNITY STEWARDSHIP, INC. - 116 NORTH FEW ST. SUITE 3 - MADISON, WI 53703	68-0501459	501(C)3	0.	20,000.			RIGHTS & JUSTICE
MASSACHUSETTS VOTER EDUCATION 41 WEST ST., STE. 700 BOSTON, MA 02111	04-3574060	501(C)3	0.	20,000.			DEMOCRACY
JOIN FOR JUSTICE INC P.O. BOX 51248 BOSTON, MA 02205	04-3617885	501(C)3	0.	20,000.			RIGHTS & JUSTICE
NORTH AMERICAN INDIAN CENTER OF BOSTON - 105 S. HUNTINGTON AVENUE - JAMAICA PLAIN, MA 02130	04-3132204	501(C)3	0.	20,000.			RIGHTS & JUSTICE
FOREVER CARING EVONNE 623 EAST COURT STREET, SUITE A JACKSON, MS 39201	83-3071024	501(C)3	0.	20,000.			RIGHTS & JUSTICE
NORTH CAROLINA VOTERS FOR CLEAN ELECTIONS - 3000 AERIAL CENTER PKWY. #160 - MORRISVILLE, NC 27560	56-2129334	501(C)4	0.	20,000.			DEMOCRACY
INSTITUTE FOR JEWISH AND COMMUNITY RESEARCH - PO BOX 591478 - SAN FRANCISCO, CA 94159	94-3307253	501(C)3	0.	18,000.			RIGHTS & JUSTICE
UNITARIAN UNIVERSALIST JUSTICE OHIO - PO BOX 980 - WORTHINGTON, OH 43085	47-2287977	501(C)3	0.	17,000.			DEMOCRACY

Schedule I (Form 990)



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ONE ARIZONA 530 E. MCDOWELL RD. SUITE 107-448 PHOENIX, AZ 85004	37-1782220	501(C)3	0.	16,665.			DEMOCRACY
PHILANTHROPY MASSACHUSETTS INC 133 FEDERAL STREET STE 802 BOSTON, MA 02110	04-2457605	501(C)3	0.	15,000.			DEMOCRACY
FIRST INSTITUTIONAL BAPTIST CHURCH C/O AFRICAN AMERICAN CHRISTIAN CLERGY COALITION - PHOENIX, AZ 85034	23-7260292	501(C)3	0.	15,000.			DEMOCRACY
OFICINA LEGAL DEL PUEBLO UNIDO DBA TEXAS CIVIL RIGHTS PROJECT - 1405 MONTOPOLIS DRIVE - AUSTIN, TX 78741	74-1995879	501(C)3	0.	15,000.			DEMOCRACY
NATIONAL CENTER FOR CIVIC INNOVATION INC - 121 AVENUE OF THE AMERICAS, 6TH FLOOR - NEW YORK, NY 10013	02-0590588	501(C)3	0.	15,000.			RIGHTS & JUSTICE
JEWISH JUMPSTART DBA JUMSTART LABS 2801 OCEAN PARK BLVD. #348 SANTA MONICA, CA 90405	26-2173175	501(C)3	0.	15,000.			RIGHTS & JUSTICE
PROTEUS FUND 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	04-3243004	501(C)3	0.	15,000.			RIGHTS & JUSTICE
CAIR MICHIGAN CHAPTER INC 1905 SOUTH HAGGERTY CANTON, MI 48188	38-3534607	501(C)3	0.	15,000.			RIGHTS & JUSTICE
TAKEACTION MINNESOTA EDUCATION FUND - 705 RAYMOND AVENUE, SUITE 100 - ST. PAUL, AL 55114	41-1635130	501(C)3	0.	15,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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MASSACHUSETTS VOTER EDUCATION 41 WEST ST., STE. 700 BOSTON, MA 02111	04-3574060	501(C)3	0.	15,000.			DEMOCRACY
HIGHLANDER RESEARCH & EDUCATION CENTER - 1959 HIGHLANDER WAY - NEW MARKET, TN 37820	62-0646373	501(C)3	0.	15,000.			RIGHTS & JUSTICE
GRASSROOTS INTERNATIONAL INC 179 BOYLSTON STREET, 4TH FLOOR BOSTON, MA 02130	04-2791159	501(C)3	0.	15,000.			RIGHTS & JUSTICE
THIRD SECTOR NEW ENGLAND 89 SOUTH ST BOSTON, MA 02111	04-2261109	501(C)3	0.	15,000.			DEMOCRACY
BALLOT INITIATIVE STRATEGY CENTER FOUNDATION - 1660 L ST NW - WASHINGTON, AL 20036	04-3454684	501(C)3	0.	15,000.			DEMOCRACY
EDUCATION WITHOUT BORDERS 7719 N FISKE AVE PORTLAND, OR 97203	93-1298339	501(C)3	0.	15,000.			RIGHTS & JUSTICE
SOCIAL GOOD FUND 12651 SAN PABLO AVE., #5473 RICHMOND, CA 94805	46-1323531	501(C)3	0.	15,000.			RIGHTS & JUSTICE
NEO PHILANTHROPY 45 WEST 36TH STREET, 6TH FLOOR NEW YORK, NY 10018	13-3191113	501(C)3	0.	15,000.			RIGHTS & JUSTICE
INDIGENOUS EDUCATIONAL NETWORK OF TURTLE ISLAND - PO BOX 485 - BEMIDJI, MN 56619	38-3653476	501(C)3	0.	15,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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GROUNDSWELL FUND 548 MARKET STREET #49734 SAN FRANCISCO, CA 94104	47-4003615	501(C)3	0.	15,000.			RIGHTS & JUSTICE
GRASSROOTS INTERNATIONAL INC 179 BOYLSTON STREET, 4TH FLOOR BOSTON, MA 02130	04-2791159	501(C)3	0.	15,000.			RIGHTS & JUSTICE
TULSA COMMUNITY FOUNDATION 7013 S. YALE STE 600 TULSA, OK 74136	73-1554474	501(C)3	0.	15,000.			DEMOCRACY
DETROIT REVIVAL ENGAGING AMERICAN MUSLIMS - PO BOX 38152 - DETROIT, MI 48238	46-4246696	501(C)3	0.	15,000.			RIGHTS & JUSTICE
NATIONAL REDISTRICTING ACTION FUND 17 E. MONROE STREET, #214 CHICAGO, IL 60603	82-0738281	501(C)4	0.	15,000.			DEMOCRACY
FREEDOM INC 2110 LUANN LANE MADISON, AL 53713	43-2023570	501(C)3	0.	15,000.			RIGHTS & JUSTICE
LOUD LIGHT PO BOX 4045 TOPEKA, KS 66604	81-0798700	501(C)3	0.	15,000.			DEMOCRACY
MET CARES FOUNDATION 9521 S RIVERSIDE DRIVE, STE. B #177 TULSA, OK 74137	47-4013678	501(C)3	0.	15,000.			DEMOCRACY
NORTH CAROLINA VOTERS FOR CLEAN ELECTIONS - 3000 AERIAL CENTER PKWY. #160 - MORRISVILLE, NC 27560	56-2129334	501(C)4	0.	15,000.			DEMOCRACY

Schedule I (Form 990)

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MADRE 121 W 27TH ST, SUITE 604 NEW YORK, NY 10001	13-3280194	501(C)3	0.	15,000.			RIGHTS & JUSTICE
JEWS FOR RACIAL AND ECONOMIC JUSTICE - 330 7TH AVE SUITE 901 - NEW YORK, NY 10001	13-3694790	501(C)3	0.	15,000.			RIGHTS & JUSTICE
ACCE INSTITUTE 3655 S. GRAND AVE. LOS ANGELES, CA 90007	27-1487442	501(C)3	0.	15,000.			DEMOCRACY
NONVIOLENCE INTERNATIONAL PO BOX 39127 WASHINGTON, DC 20016	52-1645787	501(C)3	0.	15,000.			RIGHTS & JUSTICE
LATINO COMMUNITY FUND OF WASHINGTON STATE - PO BOX 30669 - SEATTLE, WA 98103	20-5987399	501(C)3	0.	15,000.			DEMOCRACY
ALLIED MEDIA PROJECTS 4126 THIRD ST. DETROIT, MI 48201	01-0559608	501(C)3	0.	15,000.			RIGHTS & JUSTICE
MARCH ON HARRISBURG EDUCATION FUND 1715 ELLSWORTH ST. PHILADELPHIA, PA 19146	85-0791124	501(C)3	0.	15,000.			DEMOCRACY
ALLIED MEDIA PROJECTS 4126 THIRD ST. DETROIT, MI 48201	01-0559608	501(C)3	0.	15,000.			RIGHTS & JUSTICE
EMANCIPATE NC PO BOX 309 DURHAM, NC 27702	59-1755809	501(C)3	0.	15,000.			DEMOCRACY

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 noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FORWARD MT FOUNDATION PO BOX 2817 MISSOULA, MT 59806	26-2075145	501(C)3	0.	15,000.			DEMOCRACY
ACLU OF MONTANA FOUNDATION INC PO BOX 1968 MISSOULA, MT 59806	81-0445339	501(C)3	0.	15,000.			RIGHTS & JUSTICE
PODER IN ACTION INC PO BOX 23406 PHOENIX, AZ 85063	46-2284158	501(C)3	0.	15,000.			DEMOCRACY
HONOR THE EARTH PO BOX 63 CALLAWAY, AL 56521	45-4714238	501(C)3	0.	15,000.			DEMOCRACY
ALLIED MEDIA PROJECTS 4126 THIRD ST. DETROIT, MI 48201	01-0559608	501(C)3	0.	15,000.			RIGHTS & JUSTICE
BUCKEYE ENVIRONMENTAL NETWORK P O BOX 824 ATHENS, OH 45701	31-1408723	501(C)3	0.	15,000.			DEMOCRACY
CENTER FOR MEDIA AND DEMOCRACY 520 UNIVERSITY AVE. MADISON, WI 53703	39-1777402	501(C)3	0.	15,000.			DEMOCRACY
KEHILLAH COMMUNITY SYNAGOGUE AND SCHOOL - 1300 GRAND AVE - PIEDMONT, CA 94610	94-2990386	501(C)3	0.	15,000.			RIGHTS & JUSTICE
MI FAMILIA VOTA EDUCATION FUND 1140 E WASHINGTON ST, BUILDING C, S PHOENIX, AZ 85034	20-0182824	501(C)3	0.	15,000.			DEMOCRACY

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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WORKERS CENTER FOR RACIAL JUSTICE NFP - 2243-2245 E. 71ST STREET - CHICAGO, IL 60649	45-4461270	501(C)3	0.	15,000.			DEMOCRACY
CENTER FOR EMPOWERED POLITICS EDUCATION FUND - 1042 GRANT AVE, 5TH FLOOR - SAN FRANCISCO, CA 94106	84-3636499	501(C)3	0.	13,000.			DEMOCRACY
ALIGN: THE ALLIANCE FOR A GREATER NEW YORK - 50 BROADWAY, 29TH FLOOR - NEW YORK, NY 10004	20-0559291	501(C)3	0.	12,500.			RIGHTS & JUSTICE
JEWISH FARMER NETWORK 20 KIRSTEIN ROAD FAIRVIEW, NC 28730	83-2051524	501(C)3	0.	12,000.			RIGHTS & JUSTICE
NATIONAL IRANIAN AMERICAN COUNCIL 1629 K STREET NW, SUITE 503 WASHINGTON, AL 20006	73-1626026	501(C)3	0.	12,000.			RIGHTS & JUSTICE
CENTER FOR EMPOWERED POLITICS EDUCATION FUND - 1042 GRANT AVE, 5TH FLOOR - SAN FRANCISCO, CA 94106	20-1037643	501(C)3	0.	12,000.			DEMOCRACY
CAROLINA JEWS FOR JUSTICE P.O. BOX 1344 DURHAM, NC 27702	46-5562132	501(C)3	0.	12,000.			RIGHTS & JUSTICE
HOMETOWN ORGANIZING PROJECT 395 CRESTVIEW CIRCLE MONTEVALLO, AL 35115	84-3699927	501(C)3	0.	12,000.			DEMOCRACY
ARAB AMERICAN ASSOCIATION OF NY INC - 7111 5TH AVENUE - BROOKLYN, AL 11209	11-3604756	501(C)3	0.	12,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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MALCOM X & DR BETTY SHABAZZ MEMORIAL & EDUCATIONAL CENTER INC - 3940 BROADWAY - NEW YORK, NY 10032	20-2403979	501(C)3	0.	12,000.			RIGHTS & JUSTICE
WILLIAM J BRENNAN JR CENTER FOR JUSTICE INC - 120 BROADWAY, SUITE 1750 - NEW YORK, NY 10271	13-3839293	501(C)3	0.	11,253.			DEMOCRACY
GLENCLIFF UNITED METHODIST CHURCH 2901 GLENCLIFF ROAD NASHVILLE, TN 37211	31-1813333	501(C)3	0.	10,900.			DEMOCRACY
WESTERN NATIVE VOICE PO BOX 1018 BILLINGS, MT 59103	45-3771715	501(C)3	0.	10,200.			DEMOCRACY
SOUTHERNERS ON NEW GROUND PO BOX 11250 ATLANTA, GA 30310	61-1274170	501(C)3	0.	10,000.			RIGHTS & JUSTICE
MUSLIM AMERICAN SOCIETY OF MINNESOTA - 1608 COMO AVENUE - ST. PAUL, MN 55108	47-0907353	501(C)3	0.	10,000.			RIGHTS & JUSTICE
HOMETOWN ACTION 395 CRESTVIEW CIRCLE MONTEVALLO, AL 35115	84-2743229	501(C)4	0.	10,000.			DEMOCRACY
COMMON CAUSE EDUCATION FUND 805 15TH ST., NW, STE. 800 WASHINGTON, DC 20005	31-1705370	501(C)3	0.	10,000.			DEMOCRACY
SOCIAL GOOD FUND 12651 SAN PABLO AVE., UNIT 5473 RICHMOND, CA 94802	46-1323531	501(C)3	0.	10,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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INVESTIGATIVE REPORTERS AND EDITORS - 141 NEFF ANNEX - COLUMBIA, MO 65211	51-0166741	501(C)3	0.	10,000.			RIGHTS & JUSTICE
UNIVERSITY OF SAN FRANCISCO SCHOOL OF LAW SAN FRANCISCO, CA 94117	94-1156628	501(C)3	0.	10,000.			RIGHTS & JUSTICE
WASHINGTON PROGRESS FUND 1511 THIRD AVENUE SUITE #300 SEATTLE, WA 98101	26-2868934	501(C)3	0.	10,000.			DEMOCRACY
NEO PHILANTHROPY 45 W 36TH ST, 6TH FLOOR NEW YORK, NY 10018	13-3191113	501(C)3	0.	10,000.			RIGHTS & JUSTICE
CENTER ON RACE, POVERTY & THE ENVIRONMENT - 5901 CHRISTIE AVE SUITE 208 - EMERYVILLE, CA 94608	05-0557231	501(C)3	0.	10,000.			RIGHTS & JUSTICE
PEOPLE MATTER 9609 S WALLACE ST CHICAGO, IL 60628	84-3863878	501(C)3	0.	10,000.			RIGHTS & JUSTICE
PLAYERS PHILANTHROPY FUND 1122 KENILWORTH DR. #201 TOWSON, MD 21024	27-6601178	501(C)3	0.	10,000.			RIGHTS & JUSTICE
RESTORE JUSTICE 1370 N ST ANDREWS PL LOS ANGELES, CA 90028	82-3202179	501(C)3	0.	10,000.			RIGHTS & JUSTICE
YEMENI AMERICAN MERCHANTS ASSOCIATIONS INC - 6740 5TH AVE - BROOKLYN, NY 11220	82-3539502	501(C)3	0.	10,000.			RIGHTS & JUSTICE

Schedule I (Form 990)



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KEHILLAH COMMUNITY SYNAGOGUE AND SCHOOL - 1300 GRAND AVE - PIEDMONT, CA 94610	94-2990386	501(C)3	0.	10,000.			RIGHTS & JUSTICE
LEWIS AND CLARK COLLEGE 615 PALATINE HILL RD. PORTLAND, OR 97219	93-0386858	501(C)3	0.	10,000.			RIGHTS & JUSTICE
ASIAN AMERICANS ADVANCING JUSTICE-ATLANTA - 5680 OAKBROOK PARKWAY - NORCROSS, GA 30093	27-2577567	501(C)3	0.	10,000.			RIGHTS & JUSTICE
THE PROJECT ON GOVERNMENT OVERSIGHT INC - 1100 G STREET, NW, SUITE 500 - WASHINGTON, DC 20005	52-1739443	501(C)3	0.	10,000.			DEMOCRACY
COMMUNITY PARTNERS 1000. N. ALAMEDA STREET ANGELES, CA 90012	95-4302067	501(C)3	0.	10,000.			RIGHTS & JUSTICE
TIDES ADVOCACY P.O. BOX 29229 SAN FRANCISCO, CA 94129	94-3153687	501(C)4	0.	10,000.			DEMOCRACY
COMMUNITY PARTNERS 1000. N. ALAMEDA STREET LOS ANGELES, CA 90012	94-3389430	501(C)3	0.	10,000.			RIGHTS & JUSTICE
A BETTER CHANCE A BETTER COMMUNITY 362 WILLIAMS SCOTT ROAD ENFIELD, NC 27823	80-0948099	501(C)3	0.	10,000.			RIGHTS & JUSTICE
PARTNERS FOR DIGNITY AND RIGHTS 90 JOHN ST. NEW YORK, NY 10038	73-1714118	501(C)3	0.	10,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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SOCIAL AND ENVIRONMENTAL ENTREPRENEURS INC - 23532 CALABASAS RD STE A - CALABASAS, CA 91302	95-4116679	501(C)3	0.	10,000.			RIGHTS & JUSTICE
LEWIS AND CLARK COLLEGE 615 PALATINE HILL RD. PORTLAND, OR 97219	93-0386858	501(C)3	0.	10,000.			RIGHTS & JUSTICE
TRANSGENDER ADVOCATES KNOWLEDGEABLE EMPOWERING - 7769 2ND AVE SOUTH - BIRMINGHAM, AL 35206	85-0702039	501(C)3	0.	10,000.			RIGHTS & JUSTICE
JUSTICE NOT POLITICS ALASKA CIVICS EDUCATION FUND - PO BOX 231473 - ANCHORAGE, AK 99523	82-2516720	501(C)3	0.	10,000.			DEMOCRACY
POLITICAL RESEARCH ASSOCIATES 1310 BROADWAY, STE. 201 SOMMERVILLE, MA 02144	36-3193323	501(C)3	0.	10,000.			DEMOCRACY
HASHOMER HATZAIR INC 601 WEST 26TH ST NEW YORK, NY 10001	13-5653335	501(C)3	0.	10,000.			RIGHTS & JUSTICE
SOUTHERN POVERTY LAW CENTER INC 400 WASHINGTON AVE MONTGOMERY, AL 36104	63-0598743	501(C)3	0.	10,000.			RIGHTS & JUSTICE
COOPERATION CANNON RIVER 1275 62ND STREET NORTHFIELD, MN 55057	82-0852275	501(C)3	0.	10,000.			RIGHTS & JUSTICE
TIDES FOUNDATION P.O. BOX 399389 SAN FRANCISCO, CA 94139	51-0198509	501(C)3	0.	10,000.			DEMOCRACY

Schedule I (Form 990)

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ADC RESEARCH INSTITUTE 1705 DESALES ST., N.W. SUITE 500 WASHINGTON, DC 20036	52-1252206	501(C)3	0.	10,000.			RIGHTS & JUSTICE
ACTION CENTER ON RACE AND THE ECONOMY INSTITUTE - 1901 WEST CARROLL AVENUE, 3RD FLOOR - CHICAGO, IL 60612	82-1199695	501(C)3	0.	10,000.			RIGHTS & JUSTICE
ARAB AMERICAN CIVIC COUNCIL 631 S BROOKHURST ST. #202 ANAHEIM, CA 92804	45-3309117	501(C)3	0.	10,000.			RIGHTS & JUSTICE
ALLIED MEDIA PROJECT 4126 3RD ST DETROIT, MI 48201	01-0559608	501(C)3	0.	10,000.			RIGHTS & JUSTICE
CLASS ACTION NETWORK 11 GREEN STREET BOSTON, MA 02130	26-0091867	501(C)3	0.	10,000.			RIGHTS & JUSTICE
TRANSGENDER LAW CENTER PO BOX 70976 OAKLAND, CA 94612	05-0544006	501(C)3	0.	10,000.			RIGHTS & JUSTICE
COMMUNITY MOVEMENT BUILDERS 1680 CANBERRA DRIVE STONE MOUNTAIN, GA 30088	47-4653915	501(C)3	0.	10,000.			RIGHTS & JUSTICE
COLLECTIVE ACTION FOR SAFE SPACE 455 MASSACHUSETTS AVENUE PMB #346 WASHINGTON, DC 20001	27-3963489	501(C)3	0.	10,000.			RIGHTS & JUSTICE
WESTERN STATES CENTER INC PO BOX 40305 PORTLAND, OR 97240	93-0952137	501(C)3	0.	10,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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EMPOWERING TRANSGENDER SERVICES 97 MADISON CHASE HAMPTON, VA 23666	84-3276856	501(C)3	0.	10,000.			RIGHTS & JUSTICE
UNSPOKEN TREASURE SOCIETY 1001 NE 16TH AVE GAINESVILLE, FL 32601	83-3553019	501(C)3	0.	10,000.			RIGHTS & JUSTICE
BALLOT INITIATIVE STRATEGY CENTER FOUNDATION - 1660 L ST NW - WASHINGTON, AL 20036	04-3454684	501(C)3	0.	10,000.			DEMOCRACY
OHIO WOMENS ALLIANCE 1255 N. HAMILTON ROAD #194 GAHANNA, OH 43230	83-4095206	501(C)3	0.	10,000.			DEMOCRACY
JEWISH THEOLOGICAL SEMINARY OF AMERICA - 3080 BROADWAY - NEW YORK, NY 10027	13-0887640	501(C)3	0.	10,000.			RIGHTS & JUSTICE
JEWS UNITED FOR JUSTICE INC 1100 H ST NW STE 630 WASHINGTON, DC 20016	52-2346578	501(C)3	0.	10,000.			RIGHTS & JUSTICE
JUST CITY INC P.O. BOX 41852 MEMPHIS, TN 38174	47-2650826	501(C)3	0.	10,000.			RIGHTS & JUSTICE
THE AFIYA CENTER 7220 WESTMORELAND RD. SUITE 200 DALLAS, TX 75237	36-4625704	501(C)3	0.	10,000.			RIGHTS & JUSTICE
BYP100 EDUCATION FUND PO BOX 15254 CHICAGO, IL 60615	81-0975889	501(C)3	0.	10,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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LATINO COMMUNITY FUND OF WASHINGTON STATE - PO BOX 30669 - SEATTLE, WA 98103	20-5987399	501(C)3	0.	10,000.			DEMOCRACY
ASIAN AMERICAN WOMENS POLITICAL INITIATIVE INC - 35 FAYWOOD AVENUE, UNIT #2 - BOSTON, MA 20128	37-1948314	501(C)3	0.	10,000.			DEMOCRACY
SOUL SISTERS LEADERSHIP COLLECTIVE INC - 6360 NE 4TH CT - MIAMI, FL 33138	47-3108951	501(C)3	0.	10,000.			RIGHTS & JUSTICE
KANSAS VALUES INSTITUTE PO BOX 97 LAWRENCE, KS 66044	45-2621342	501(C)4	0.	10,000.			DEMOCRACY
OHIO RIVER VALLEY ENVIRONMENTAL COALITION INC - P.O. BOX 6753 - HUNTINGTON, WV 25773	31-1311861	501(C)3	0.	10,000.			DEMOCRACY
SOUTHERN CENTER FOR HUMAN RIGHTS 60 WALTON STREET NW ATLANTA, GA 30303	62-1025326	501(C)3	0.	9,000.			DEMOCRACY
CHOOSE YOURSELF PO BOX 2444 AUGUSTA, ME 04338	82-2962506	501(C)3	0.	9,000.			RIGHTS & JUSTICE
FRONTERA FUND PO BOX 721011 MCALLEN, TX 78504	47-4137116	501(C)3	0.	9,000.			RIGHTS & JUSTICE
JAIL PROJECT OF TEXAS 13121 LOUETTA ROAD 1330 CYPRESS, TX 77429	45-2666807	501(C)3	0.	9,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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PODER IN ACTION P.O. BOX 23406 PHOENIX, AZ 85063	46-2284158	501(C)3	0.	9,000.			RIGHTS & JUSTICE
CENTER FOR TRANSFORMATIVE ACTION P.O. BOX 760 ITHACA, NY 14851	16-0990318	501(C)3	0.	9,000.			RIGHTS & JUSTICE
THE WATERSHED CENTER INC 44 KAYE ROAD MILLERTON, NY 12546	36-4624060	501(C)3	0.	9,000.			RIGHTS & JUSTICE
OUT IN THE OPEN INC PO BOX 1685 BRATTLEBORO, VT 05302	45-5246211	501(C)3	0.	9,000.			RIGHTS & JUSTICE
KANSAS INTERFAITH ACTION INC PO BOX 654 LAWRENCE, KS 66044	47-3537926	501(C)3	0.	8,775.			DEMOCRACY
CONGREGATIONS CARING FOR CREATION, DBA MINNESOTA INTERFAITH POWER & LIGHT - 4407 EAST LAKE ST. - MINNEAPOLIS, MN 55404	26-0735674	501(C)3	0.	8,750.			DEMOCRACY
COMUNIDADES UNIDAS 1750 W RESEARCH WAY STE 102 VALLEY CITY, UT 84119	13-4257724	501(C)3	0.	8,500.			DEMOCRACY
PROTEUS FUND 15 RESEARCH DR., STE. B AMHERST, MA 01002	04-3243004	501(C)3	0.	8,220.			RIGHTS & JUSTICE
CENTER FOR TRANSFORMATIVE ACTION 119 ANABEL TAYLOR HALL ITHACA, NY 14853	16-0990318	501(C)3	0.	8,000.			RIGHTS & JUSTICE

Schedule I (Form 990)

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NATIONAL PARTNERSHIP FOR NEW AMERICANS - 1805 S ASHLAND AVENUE - CHICAGO, IL 60608	45-3419142	501(C)3	0.	8,000.			RIGHTS & JUSTICE
ORLEANS PARISH PRISON REFORM COALITION - 4035 WASHINGTON AVE. - NEW ORLEANS, LA 70125	82-4969210	501(C)3	0.	8,000.			RIGHTS & JUSTICE
I AM HUMAN FOUNDATION 5482 PEACHTREE LANDING DR ELLENWOOD, GA 30294	83-1450516	501(C)3	0.	8,000.			RIGHTS & JUSTICE
APNA GHAR INC OUR HOME 4350 N BROADWAY, 2ND FLOOR CHICAGO, IL 60613	36-3698770	501(C)3	0.	8,000.			RIGHTS & JUSTICE
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION - 3310 EZELL RD. - NASHVILLE, AL 37211	20-0121100	501(C)3	0.	7,860.			RIGHTS & JUSTICE
JUST FUND 340 S LEMON AVENUE 9104 WALNUT, CA 91789	85-3759949	501(C)3	0.	7,595.			RIGHTS & JUSTICE
NATIONAL ASIAN PACIFIC AMERICAN WOMEN'S FORUM - P.O. BOX 13255 - CHICAGO, IL 60613	36-4799986	501(C)3	0.	7,500.			RIGHTS & JUSTICE
SURVEILLANCE TECHNOLOGY OVERSIGHT PROJECT - 40 RECTOR STREET 9TH FLOOR - NEW YORK, NY 10005	83-3646415	501(C)3	0.	7,500.			RIGHTS & JUSTICE
ALLIED MEDIA PROJECTS 4126 THIRD ST. DETROIT, MI 48201	01-0559608	501(C)3	0.	7,500.			RIGHTS & JUSTICE

Schedule I (Form 990)

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MUSLIM COMMUNITY NETWORK INC 110 WALL ST NEW YORK, NY 10005	75-3163555	501(C)3	0.	7,500.			RIGHTS & JUSTICE
JUSTICE NOT POLITICS C/O INTERFAITH ALLIANCE OF IOWA DES MOINES, IA 50311	27-4589051	501(C)4	0.	7,500.			DEMOCRACY
LAND STEWARDSHIP PROJECT 821 EAST 35TH ST. SUITE 200 MINNEAPOLIS, MN 55407	41-1466054	501(C)3	0.	7,000.			DEMOCRACY
EQUITY ALLIANCE P.O. BOX 331821 NASHVILLE, TN 37203	81-5394158	501(C)3	0.	7,000.			DEMOCRACY
HOMETOWN ACTION 395 CRESTVIEW CIRCLE MONTEVALLO, AL 35115	84-2743229	501(C)4	0.	7,000.			DEMOCRACY
ALLIED MEDIA PROJECTS 4126 THIRD STREET DETROIT, MI 48201	01-0559608	501(C)3	0.	7,000.			RIGHTS & JUSTICE
PODER IN ACTION INC 5877 W INDIAN SCHOOL RD. PHOENIX, AZ 85031	46-2284158	501(C)3	0.	7,000.			DEMOCRACY
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS INC - 23532 CALABASAS RD STE A - CALABASAS, CA 91302	95-4116679	501(C)3	0.	6,625.			RIGHTS & JUSTICE
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS INC - 23532 CALABASAS RD STE A - CALABASAS, CA 91302	95-4116679	501(C)3	0.	6,625.			RIGHTS & JUSTICE

Schedule I (Form 990)



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PROJECT PROSPER 1156 PAVIA DR APOPKA, FL 32703	45-0491407	501(C)3	0.	6,500.			RIGHTS & JUSTICE
AMERICAN ATHEISTS 225 CRISTIANI STREET CRANFORD, NJ 07016	74-2466507	501(C)3	0.	6,000.			RIGHTS & JUSTICE
YOUTH COUNCIL FOR POSITIVE DEVELOPMENT - 1401 ROWAN AVENUE - ST. LOUIS, MO 63112	43-1562820	501(C)3	0.	6,000.			DEMOCRACY
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS - 23532 CALABASAS RD STE A - CALABASAS, CA 91302	95-4116679	501(C)3	0.	5,975.			RIGHTS & JUSTICE
MAVEN LEADERSHIP COLLECTIVE PO BOX 403731 BEACH, FL 33140	81-3828531	501(C)3	0.	5,750.			RIGHTS & JUSTICE
PEER SUPPORT SPACE INC P.O. BOX 677032 ORLANDO, FL 32867	84-2070075	501(C)3	0.	5,750.			RIGHTS & JUSTICE
THE LGBT+ CENTER ORLANDO 946 N MILLS AVE ORLANDO, FL 32803	59-1884445	501(C)3	0.	5,750.			RIGHTS & JUSTICE
DISABILITY RIGHTS FLORIDA 2473 CARE DR, SUITE 200 TALLAHASSEE, FL 32308	84-2070075	501(C)3	0.	5,750.			RIGHTS & JUSTICE
ORGANIZE OHIO INC 3500 LORAIN AVENUE #501 CLEVELAND, OH 44113	34-1908098	501(C)3	0.	5,750.			DEMOCRACY

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 noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MISSOURI JOBS WITH JUSTICE 2725 CLIFTON AVE ST. LOUIS, MO 63139	43-1864844	501(C)3	0.	5,500.			DEMOCRACY
PROTEUS FUND 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	04-3243004	501(C)3	0.	5,348.			RIGHTS & JUSTICE

**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

**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:

PROTEUS FUND'S GRANTMAKING PROCEDURES INCLUDE CONDUCTING DUE DILIGENCE ON  
 POTENTIAL GRANTEES, AWARDING GRANTS PURSUANT TO GRANT AGREEMENTS THAT  
 INDICATE FUNDS MUST BE USED FOR CHARITABLE PURPOSES AND REQUIRE PERIODIC  
 REPORTING FROM GRANTEES, AND OTHER OVERSIGHT MEASURES AS NEEDED TO ENSURE  
 THAT FUNDS ARE USED FOR THE CHARITABLE PURPOSES FOR WHICH THEY ARE GIVEN.

**SCHEDULE J  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Compensation Information**

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](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2021**

Open to Public Inspection

Name of the organization

**PROTEUS FUND, INC.**

Employer identification number

**04-3243004**

**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 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 checked="" type="checkbox"/> Written employment contract                     |
| <input checked="" 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
<b>1b</b>		
<b>2</b>		
<b>4a</b>		<b>X</b>
<b>4b</b>		<b>X</b>
<b>4c</b>		<b>X</b>
<b>5a</b>		<b>X</b>
<b>5b</b>		<b>X</b>
<b>6a</b>		<b>X</b>
<b>6b</b>		<b>X</b>
<b>7</b>		<b>X</b>
<b>8</b>		<b>X</b>
<b>9</b>		

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

Schedule J (Form 990) 2021

**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 and/or 1099-NEC 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) PAUL DI DONATO PRESIDENT & CEO	(i)	290,032.	0.	0.	16,612.	22,403.	329,047.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) MICHAEL JARVIS PROGRAM DIRECTOR-TAI	(i)	192,007.	0.	0.	11,044.	32,019.	235,070.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) JILL PRICE MARSHALL CHIEF OPERATING OFFICER	(i)	167,360.	0.	0.	8,806.	11,751.	187,917.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) AMARDEEP SINGH BHALLA VP OF PRGARMING	(i)	145,087.	0.	0.	7,256.	32,864.	185,207.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) BEERY JIMENEZ DIRECTOR OF PHILANTHROPY &	(i)	144,593.	0.	0.	7,671.	8,745.	161,009.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) RYAN CHAVEZ CHIEF FINANCIAL OFFICER	(i)	137,909.	0.	0.	9,136.	10,308.	157,353.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							



**SCHEDULE M  
(Form 990)**

**Noncash Contributions**

OMB No. 1545-0047

**2021**

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](http://www.irs.gov/Form990) for instructions and the latest information.

Name of the organization: **PROTEUS FUND, INC.** Employer identification number: **04-3243004**

**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	32	1,604,602.	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**

	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.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule M (Form 990) 2021

**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.

Horizontal lines for supplemental information input.



**SCHEDULE O  
(Form 990)**

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 Form 990-EZ.

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2021**

Open to Public  
Inspection

Name of the organization

PROTEUS FUND, INC.

Employer identification number

04-3243004

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

GENDER, QUEER, AND DISABILITY JUSTICE, AS WELL AS AN INCLUSIVE, FULLY  
REPRESENTATIVE DEMOCRACY.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

OTHER PROGRAMS - RIGHTS, FAITH & DEMOCRACY COLLABORATIVE (RFDC) &  
GRANTEE SAFETY & SECURITY FUND (GSSF)

EXPENSES \$ 1,780,378. INCLUDING GRANTS OF \$ 1,205,745. REVENUE \$ 0.

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

REVIEW PROCESS OF 990 PREPARED BY AN INDEPENDENT CPA, REVIEWED BY SENIOR  
STAFF, REVIEWED BY COUNSEL, REVIEWED BY THE BOARD CHAIR AND TREASURER, AND  
PROVIDED TO THE FULL BOARD OF DIRECTORS.

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

PROTEUS FUND HAS A WRITTEN CONFLICT OF INTEREST POLICY DISTRIBUTED  
ANNUALLY, AND EACH BOARD MEMBER, OFFICER, AND BOARD COMMITTEE MEMBER IS  
REQUIRED ANNUALLY TO SIGN A STATEMENT THAT IT HAS RECEIVED A COPY OF THE  
POLICY, HAS READ AND UNDERSTANDS THE POLICY, HAS AGREED TO COMPLY WITH THE  
POLICY. IN 2021, THE POLICY WAS REVISED TO ADDITIONALLY COVER KEY EMPLOYEES  
AS WELL.

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

IN DETERMINING THE SALARY AND OTHER COMPENSATION OF THE EXECUTIVE DIRECTOR,  
THE BOARD REVIEWS DATA AS PRESENTED BY QUATT ASSOCIATES, WHO CONDUCTED A  
COMPREHENSIVE REVIEW BASED ON COMPARABLE MARKETPLACE DATA TO DETERMINE A

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

Schedule O (Form 990) 2021

Name of the organization <b>PROTEUS FUND, INC.</b>	Employer identification number <b>04-3243004</b>
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**COMPETITIVE MARKET SALARY. KEY EMPLOYEES ARE ELIGIBLE FOR ANNUAL MERIT RAISES BASED ON PERFORMANCE. THE RANGE FOR ANNUAL MERIT RAISES IS SET AT THE BEGINNING OF THE FISCAL YEAR AND APPLIES EQUALLY TO ALL EMPLOYEES.**

**FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:  
MA,NY,DC,CA,CO,IL,MD,MN,ME,MT,NC,NJ,PA,RI,VA,WA,AZ,AR,CT,DE,FL,GA,HI,ID,KS  
KY,LA,MI,MS,MO,NE,NV,NH,NM,ND,OH,OK,OR,SC,TX,UT,VT,WV,WI,WY**

**FORM 990, PART VI, SECTION C, LINE 19:  
FINANCIAL STATEMENTS AND GOVERNING DOCUMENTS ARE AVAILABLE UPON WRITTEN REQUEST AND REVIEWED ON A CASE BY CASE BASIS.**

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

**CONSULTANTS:**

<b>PROGRAM SERVICE EXPENSES</b>	<b>4,980,277.</b>
<b>MANAGEMENT AND GENERAL EXPENSES</b>	<b>215,658.</b>
<b>FUNDRAISING EXPENSES</b>	<b>97,815.</b>
<b>TOTAL EXPENSES</b>	<b>5,293,750.</b>
<b>TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A</b>	<b>5,293,750.</b>

**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](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2021**

**Open to Public Inspection**

Name of the organization

**PROTEUS FUND, INC.**

Employer identification number

**04-3243004**

**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

**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
PROTEUS ACTION LEAGUE - 22-3888268 15 RESEARCH DRIVE, SUITE B AMHERST, MA 01002	SEE ATTACHED SCHEDULE	DISTRICT OF COLUMBIA	501(C)(4)		N/A		X

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

Schedule R (Form 990) 2021

**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	

**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

**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
<b>a</b> Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity .....		X
<b>b</b> Gift, grant, or capital contribution to related organization(s) .....	X	
<b>c</b> Gift, grant, or capital contribution from related organization(s) .....		X
<b>d</b> Loans or loan guarantees to or for related organization(s) .....		X
<b>e</b> Loans or loan guarantees by related organization(s) .....		X
<b>f</b> Dividends from related organization(s) .....		X
<b>g</b> Sale of assets to related organization(s) .....		X
<b>h</b> Purchase of assets from related organization(s) .....		X
<b>i</b> Exchange of assets with related organization(s) .....		X
<b>j</b> Lease of facilities, equipment, or other assets to related organization(s) .....		X
<b>k</b> Lease of facilities, equipment, or other assets from related organization(s) .....		X
<b>l</b> Performance of services or membership or fundraising solicitations for related organization(s) .....		X
<b>m</b> Performance of services or membership or fundraising solicitations by related organization(s) .....		X
<b>n</b> Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) .....	X	
<b>o</b> Sharing of paid employees with related organization(s) .....	X	
<b>p</b> Reimbursement paid to related organization(s) for expenses .....		X
<b>q</b> Reimbursement paid by related organization(s) for expenses .....	X	
<b>r</b> Other transfer of cash or property to related organization(s) .....		X
<b>s</b> Other transfer of cash or property from related organization(s) .....		X

**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) <b>PROTEUS ACTION LEAGUE</b>	<b>B</b>	<b>783,502.</b>	<b>FMV</b>
(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.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners sec. 501(c)(3) orgs.?		(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropor- tionate 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		Yes	No	

**Part VII** Supplemental Information

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

Multiple horizontal lines for supplemental information.