

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Form **990**

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

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

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

2022

Open to Public Inspection

A For the **2022** calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization PROTEUS FUND, INC.		D Employer identification number ** - *** 3004
	Doing business as		E Telephone number 413-256-0349
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	
	15 RESEARCH DRIVE		G Gross receipts \$ 63,414,771.
	City or town, state or province, country, and ZIP or foreign postal code AMHERST, MA 01002		
F Name and address of principal officer: PAUL DI DONATO 15 RESEARCH DRIVE SUITE B, AMHERST, MA 0100		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. See instructions H(c) Group exemption number	

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		Prior Year	Current Year
Activities & Governance	1 Briefly describe the organization's mission or most significant activities: PROTEUS FUND CONNECTS PHILANTHROPY TO THE FRONTLINES OF SOCIAL JUSTICE TO ADVANCE RACIAL,		
	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 2022 (Part V, line 2a)	5	105
	6 Total number of volunteers (estimate if necessary)	6	12
	7 a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b Net unrelated business taxable income from Form 990-T, Part I, line 11	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	45,373,866.	61,819,628.
	9 Program service revenue (Part VIII, line 2g)	713,194.	661,378.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	177,372.	474,402.
	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)	46,264,432.	62,955,408.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	19,250,278.	36,963,346.
	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)	9,579,802.	11,563,267.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25)	2,578,291.	
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	6,920,883.	11,128,931.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	35,750,963.	59,655,544.	
19 Revenue less expenses. Subtract line 18 from line 12	10,513,469.	3,299,864.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 47,115,132.	End of Year 54,254,399.
	21 Total liabilities (Part X, line 26)	4,921,026.	9,200,844.
	22 Net assets or fund balances. Subtract line 21 from line 20	42,194,106.	45,053,555.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer		Date	
	PAUL DI DONATO, CHIEF EXECUTIVE OFFICER			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/> PTIN
	THOMAS DOWLING			P01232667
Preparer Use Only	Firm's name	Firm's EIN		
	WHITTLESEY PC	** - *** 3326		
Preparer Use Only	Firm's address	Phone no.		
	14 BOBALA RD HOLYOKE, MA 01040	413-536-3970		

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

Part III Statement of Program Service Accomplishments

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

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 No

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

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

4a (Code:) (Expenses \$ 43,380,179. including grants of \$ 31,968,583.) (Revenue \$ 661,378.)
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 \$ 5,291,761. including grants of \$ 3,265,292.) (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 \$ 1,445,600. including grants of \$ 175,000.) (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 \$ 2,175,978. including grants of \$ 1,554,471.) (Revenue \$)

4e Total program service expenses 52,293,518.

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

Table with 3 columns: Question, 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, 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 response boxes. Includes questions 2a through 17 regarding employee counts, tax returns, unrelated business income, foreign accounts, prohibited transactions, and charitable contributions.

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

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

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a Enter the number of voting members... 12; 1b Enter the number of voting members included on line 1a... 12; 2 Did any officer, director, trustee, or key employee have a family relationship... X; 3 Did the organization delegate control over management duties... X; 4 Did the organization make any significant changes to its governing documents... X; 5 Did the organization become aware during the year of a significant diversion of the organization's assets... X; 6 Did the organization have members or stockholders... X; 7a 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; 7b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body... X; 8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: a The governing body? X; b Each committee with authority to act on behalf of the governing body? X; 9 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.)

Table with 3 columns: Question, Yes, No. Rows include: 10a Did the organization have local chapters, branches, or affiliates? X; 10b 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?; 11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? X; 11b Describe on Schedule O the process, if any, used by the organization to review this Form 990.; 12a Did the organization have a written conflict of interest policy? If "No," go to line 13 X; 12b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? X; 12c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe on Schedule O how this was done X; 13 Did the organization have a written whistleblower policy? X; 14 Did the organization have a written document retention and destruction policy? X; 15 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? a The organization's CEO, Executive Director, or top management official X; b Other officers or key employees of the organization X; If "Yes" to line 15a or 15b, describe the process on Schedule O. See instructions.; 16a 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; 16b 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?

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 [X] 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, box 6 of 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				295,668.	0.	54,128.
(2) MICHAEL JARVIS PROGRAM DIRECTOR-TAI	40.00 1.00					X		200,421.	0.	55,351.
(3) JILL PRICE MARSHALL CHIEF OPERATING OFFICER	40.00 1.00			X				197,381.	0.	47,831.
(4) EMILY HARRIS DIRECTOR DPF	40.00 1.00					X		193,985.	0.	34,605.
(5) AMARDEEP SINGH BHALLA VP OF PROGRAMMING	40.00 1.00					X		175,356.	0.	34,388.
(6) BEERY JIMENEZ DIRECTOR OF PHILANTHROPY &	40.00 1.00					X		165,414.	0.	41,617.
(7) GAIL FULLER PROGRAM MANAGER DPF	40.00 1.00					X		143,066.	0.	26,548.
(8) RYAN CHAVEZ CHIEF FINANCIAL OFFICER	40.00 1.00			X				145,439.	0.	19,969.
(9) LA TONYA GREEN DIRECTOR WEAVERS PROGRAM	40.00 1.00					X		150,755.	0.	14,521.
(10) ANDREW GRANT-THOMAS CO-DIRECTOR EMBRACE RACE	40.00 1.00					X		142,014.	0.	15,216.
(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	5.00	X		X				0.	0.	0.
(15) RYAN ALEXANDER DIRECTOR	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.
1b Subtotal								1,809,499.	0.	344,174.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								1,809,499.	0.	344,174.

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
3 Did the organization list any former officer, director, trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
THREE POINT STRATEGIES 614 4TH STREET #343, PHILADELPHIA, PA 19147		1,231,000.
CAMINO SAS CL 69 10A29, , BOGOTA, COLOMBIA	COMMUNICATIONS CONSULTING	236,318.
SENSATA SAS CLL 128A 72-50 CASA 8, , BOGOTA, COLOMBIA	RESEARCH & EVALUATION CONSULTIN	150,000.
LINTERNA VERDE CR7-29-34 P7, , BOGOTA, COLOMBIA	RESEARCH & EVALUATION CONSULTIN	123,425.
ELDRA CONSULTING LTD 37 CANMORE GARDEN, , LONDON, UNITED KINGDOM	COMMUNICATIONS CONSULTING	121,489.

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	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above ...	1f	61,819,628.				
	g Noncash contributions included in lines 1a-1f	1g	\$				
	h Total. Add lines 1a-1f			61,819,628.			
Program Service Revenue	2 a EARNED INCOME FROM CONSULTING	Business Code					
		541610	652,378.	652,378.			
	b MANAGEMENT SERVICE INCOME	541900	9,000.	9,000.			
	c						
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f			661,378.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		467,948.			467,948.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	6a	(i) Real				
			(ii) Personal				
	b Less: rental expenses ...	6b					
	c Rental income or (loss)	6c					
	d Net rental income or (loss)						
	7 a Gross amount from sales of assets other than inventory	7a	(i) Securities	465,817.			
			(ii) Other				
	b Less: cost or other basis and sales expenses	7b	459,363.				
	c Gain or (loss)	7c	6,454.				
	d Net gain or (loss)			6,454.		6,454.	
8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	8a						
b Less: direct expenses	8b						
c Net income or (loss) from fundraising events							
9 a Gross income from gaming activities. See Part IV, line 19	9a						
b Less: direct expenses	9b						
c Net income or (loss) from gaming activities							
10 a Gross sales of inventory, less returns and allowances	10a						
b Less: cost of goods sold	10b						
c Net income or (loss) from sales of inventory							
Miscellaneous Revenue	11 a	Business Code					
	b						
	c						
	d All other revenue						
	e Total. Add lines 11a-11d						
	12 Total revenue. See instructions			62,955,408.	661,378.	0.	474,402.

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	36,963,346.	36,963,346.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	749,071.	316,990.	385,947.	46,134.
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	8,228,380.	5,534,200.	1,661,616.	1,032,564.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	150,957.	93,547.	31,819.	25,591.
9 Other employee benefits	1,666,197.	955,052.	471,421.	239,724.
10 Payroll taxes	768,662.	443,561.	212,872.	112,229.
11 Fees for services (nonemployees):				
a Management				
b Legal	132,424.	7,024.	125,400.	
c Accounting	22,274.		22,274.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Sch O.)	7,497,846.	6,228,859.	768,809.	500,178.
12 Advertising and promotion	109,495.	29,331.	76,742.	3,422.
13 Office expenses	230,770.	82,400.	131,981.	16,389.
14 Information technology	233,169.	92,838.	128,326.	12,005.
15 Royalties				
16 Occupancy	459,451.	60,993.	368,893.	29,565.
17 Travel	2,375,192.	1,456,267.	359,690.	559,235.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	8,293.		8,293.	
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule O.)				
a MEMBERSHIPS & SUBSCRIPT	60,017.	29,110.	29,652.	1,255.
b				
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	59,655,544.	52,293,518.	4,783,735.	2,578,291.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	4,308,362.	1	2,135,929.
	2 Savings and temporary cash investments	27,164,156.	2	34,485,889.
	3 Pledges and grants receivable, net	12,173,952.	3	13,873,330.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	179,333.	9	324,349.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 130,961.		
	b Less: accumulated depreciation	10b 79,605.	59,649.	10c 51,356.
	11 Investments - publicly traded securities	3,229,680.	11	2,816,337.
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	0.	15	567,209.
16 Total assets. Add lines 1 through 15 (must equal line 33)	47,115,132.	16	54,254,399.	
Liabilities	17 Accounts payable and accrued expenses	4,444,663.	17	8,572,095.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	476,363.	25	628,749.
	26 Total liabilities. Add lines 17 through 25	4,921,026.	26	9,200,844.
Net Assets or Fund Balances	Organizations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33.			
	27 Net assets without donor restrictions	4,796,932.	27	5,755,770.
	28 Net assets with donor restrictions	37,397,174.	28	39,297,785.
	Organizations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 29 through 33.			
	29 Capital stock or trust principal, or current funds		29	
	30 Paid-in or capital surplus, or land, building, or equipment fund		30	
	31 Retained earnings, endowment, accumulated income, or other funds		31	
	32 Total net assets or fund balances	42,194,106.	32	45,053,555.
33 Total liabilities and net assets/fund balances	47,115,132.	33	54,254,399.	

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	62,955,408.
2	Total expenses (must equal Part IX, column (A), line 25)	2	59,655,544.
3	Revenue less expenses. Subtract line 2 from line 1	3	3,299,864.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	42,194,106.
5	Net unrealized gains (losses) on investments	5	-440,415.
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	45,053,555.

Part XII Financial Statements and Reporting

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

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain 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: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b	Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F? _____		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits _____		

Form 990 (2022)

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

2022

Open to Public Inspection

Name of the organization PROTEUS FUND, INC.	Employer identification number **-***3004
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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).** (Attach Schedule E (Form 990).)
- 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).** Enter the hospital's name, city, and state: _____
- 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).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 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).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 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 (see instructions). Enter the name, city, and state of the college or university: _____
- 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, subject to certain exceptions; and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 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).** See **section 509(a)(3).** Check the box on lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - 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).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
Total						

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) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	29998474.	29696178.	42630500.	46087060.	62481006.	210893218
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	29998474.	29696178.	42630500.	46087060.	62481006.	210893218
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						210893218

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
7 Amounts from line 4	29998474.	29696178.	42630500.	46087060.	62481006.	210893218
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	263,571.	339,119.	305,904.	128,668.	467,948.	1505210.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 Total support. Add lines 7 through 10						212398428
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2022 (line 6, column (f), divided by line 11, column (f))	14	99.29 %
15 Public support percentage from 2021 Schedule A, Part II, line 14	15	99.34 %
16a 33 1/3% support test - 2022. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 33 1/3% support test - 2021. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2022. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here. Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10% -facts-and-circumstances test - 2021. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here. Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2018	(b) 2019	(c) 2020	(d) 2021	(e) 2022	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included on line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2022 (line 8, column (f), divided by line 13, column (f))	15	%
16 Public support percentage from 2021 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2022 (line 10c, column (f), divided by line 13, column (f))	17	%
18 Investment income percentage from 2021 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2022. 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 - 2021. 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 on line 12 of Part I. If you checked box 12a, Part I, complete Sections A and B. If you checked box 12b, Part I, complete Sections A and C. If you checked box 12c, Part I, complete Sections A, D, and E. If you checked box 12d, Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

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

Part IV Supporting Organizations (continued)

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	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (<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	Minimum Asset Amount (add line 7 to line 6)	8	

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

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

Section D - Distributions		Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes	1
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	2
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	3
4	Amounts paid to acquire exempt-use assets	4
5	Qualified set-aside amounts (prior IRS approval required - provide details in Part VI)	5
6	Other distributions (describe in Part VI). See instructions.	6
7	Total annual distributions. Add lines 1 through 6.	7
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	8
9	Distributable amount for 2022 from Section C, line 6	9
10	Line 8 amount divided by line 9 amount	10

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2022	(iii) Distributable Amount for 2022
1	Distributable amount for 2022 from Section C, line 6		
2	Underdistributions, if any, for years prior to 2022 (reasonable cause required - explain in Part VI). See instructions.		
3	Excess distributions carryover, if any, to 2022		
a	From 2017		
b	From 2018		
c	From 2019		
d	From 2020		
e	From 2021		
f	Total of lines 3a through 3e		
g	Applied to underdistributions of prior years		
h	Applied to 2022 distributable amount		
i	Carryover from 2017 not applied (see instructions)		
j	Remainder. Subtract lines 3g, 3h, and 3i from line 3f.		
4	Distributions for 2022 from Section D, line 7: \$		
a	Applied to underdistributions of prior years		
b	Applied to 2022 distributable amount		
c	Remainder. Subtract lines 4a and 4b from line 4.		
5	Remaining underdistributions for years prior to 2022, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions.		
6	Remaining underdistributions for 2022. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions.		
7	Excess distributions carryover to 2023. Add lines 3j and 4c.		
8	Breakdown of line 7:		
a	Excess from 2018		
b	Excess from 2019		
c	Excess from 2020		
d	Excess from 2021		
e	Excess from 2022		

Schedule A (Form 990) 2022

SCHEDULE C
(Form 990)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2022

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

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

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

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

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

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

Name of organization

PROTEUS FUND, INC.

Employer identification number

-*3004

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) 2022

LHA

232041 11-08-22

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

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grassroots lobbying)	165,313.													
b	Total lobbying expenditures to influence a legislative body (direct lobbying)	495,938.													
c	Total lobbying expenditures (add lines 1a and 1b)	661,251.													
d	Other exempt purpose expenditures	36,302,095.													
e	Total exempt purpose expenditures (add lines 1c and 1d)	36,963,346.													
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.													
<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">If the amount on line 1e, column (a) or (b) is:</th> <th style="width: 50%;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)	250,000.													
h	Subtract line 1g from line 1a. If zero or less, enter -0-	0.													
i	Subtract line 1f from line 1c. If zero or less, enter -0-	0.													
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

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

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) Total
2a Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000.
c Total lobbying expenditures	887,000.	691,731.	783,502.	661,250.	3,023,483.
d Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f Grassroots lobbying expenditures	226,535.	172,683.	195,876.	165,313.	760,407.

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

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

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

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

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

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

Part IV Supplemental Information

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

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

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

OMB No. 1545-0047

2022

Open to Public
Inspection

Name of the organization **PROTEUS FUND, INC.** Employer identification number ****-***3004**

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	5	
2 Aggregate value of contributions to (during year)	26,330,361.	
3 Aggregate value of grants from (during year)	22,308,624.	
4 Aggregate value at end of year	5,327,220.	
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	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after July 25,2006, and not on a historic structure listed in the National Register	2d

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) 2022

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.	26,267.	43,102.
d Equipment		61,592.	53,338.	8,254.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				51,356.

Part VII Investments - Other Securities.

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

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

Part VIII Investments - Program Related.

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

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

Part IX Other Assets.

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

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

Part X Other Liabilities.

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) REFUNDABLE ADVANCE - PAYCHECK	
(3) PROTECTION PROGRAM	10,546.
(4) OPERATING LEASE LIABILITY	618,203.
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	

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

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

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

1	Total revenue, gains, and other support per audited financial statements		1	62,514,993.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a	-440,415.	
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d	2e	-440,415.	
3	Subtract line 2e from line 1	3	62,955,408.	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b	4c	0.	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	62,955,408.	

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

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

1	Total expenses and losses per audited financial statements		1	59,655,544.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d	2e	0.	
3	Subtract line 2e from line 1	3	59,655,544.	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b	4c	0.	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	59,655,544.	

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, 2022. 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.

2022

Department of the Treasury
Internal Revenue Service

Attach to Form 990 or Form 990-EZ.

Open to Public Inspection

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

Name of the organization **PROTEUS FUND, INC.** Employer identification number ****-***3004**

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			
HIGH MILEAGE COMMUNICATIONS - 1183 ZIMMER DRIVE NE, LOPEZ-CALDERON CONSULTING, LLC - 2383 PEACOCK VALLEY GENEVA GLOBAL - 43 PAOLI PLAZA, PO BOX 1334, PAOLI, PA MARIA DE LA CRUZ - MDLC CONSULTING LLC, 8409 40TH AVE SUNRISE STRATEGIC ADVISORS LLC - 6 SIGNAL HILL ROAD, ELEVATE - 1201 CONNECTICUT AVE NW #503, WASHINGTON, DC SEAWORTHY FUNDRAISING - 419 BUTLER STREET, APT #3, NORTHVIEW STRATEGY - 1375 NORTHVIEW AVENUE NE, ATLANTA, MY SEED OF CHANGE LLC - 645 OCEAN AVE A4, BROOKLYN, NY MEERKAT MEDIA LLC - 140 58TH ST, BUILDING B, SUITE 7-G,	FUNDRAISING CONSULTANT		X	0.	59,400.	-59,400.
	FUNDRAISING CONSULTANT		X	0.	25,000.	-25,000.
	FUNDRAISING CONSULTANT		X	0.	78,000.	-78,000.
	FUNDRAISING CONSULTANT		X	0.	68,640.	-68,640.
	FUNDRAISING CONSULTANT		X	0.	52,000.	-52,000.
	FUNDRAISING CONSULTANT		X	0.	47,250.	-47,250.
	FUNDRAISING CONSULTANT		X	0.	42,000.	-42,000.
	FUNDRAISING CONSULTANT		X	0.	36,000.	-36,000.
	FUNDRAISING CONSULTANT		X	0.	28,188.	-28,188.
	FUNDRAISING CONSULTANT		X	0.	17,500.	-17,500.
Total					453,978.	-453,978.

- 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	1	Gross receipts			
	2	Less: Contributions			
	3	Gross income (line 1 minus line 2)			
Direct Expenses	4	Cash prizes			
	5	Noncash prizes			
	6	Rent/facility costs			
	7	Food and beverages			
	8	Entertainment			
	9	Other direct expenses			
	10	Direct expense summary. Add lines 4 through 9 in column (d)			
	11	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))
		1	Gross revenue		
Direct Expenses	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	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
7	Direct expense summary. Add lines 2 through 5 in column (d)				
8	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: HIGH MILEAGE COMMUNICATIONS

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

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

(I) ADDRESS OF FUNDRAISER: 2383 PEACOCK VALLEY ROAD, CHULA VISTA, CA 91915

(I) NAME OF FUNDRAISER: GENEVA GLOBAL

Part IV Supplemental Information (continued)

(I) ADDRESS OF FUNDRAISER: 43 PAOLI PLAZA, PO BOX 1334, PAOLI, PA 19301

(I) NAME OF FUNDRAISER: MARIA DE LA CRUZ

(I) ADDRESS OF FUNDRAISER:

MDLC CONSULTING LLC, 8409 40TH AVE N, NEW HOPE, MN 55427

(I) NAME OF FUNDRAISER: SUNRISE STRATEGIC ADVISORS LLC

(I) ADDRESS OF FUNDRAISER: 6 SIGNAL HILL ROAD, WALLINGFORD, CT 06492

(I) NAME OF FUNDRAISER: ELEVATE

(I) ADDRESS OF FUNDRAISER:

1201 CONNECTICUT AVE NW #503, WASHINGTON, DC 20036

(I) NAME OF FUNDRAISER: SEAWORTHY FUNDRAISING

(I) ADDRESS OF FUNDRAISER: 419 BUTLER STREET, APT #3, BROOKLYN, NY 11217

(I) NAME OF FUNDRAISER: NORTHVIEW STRATEGY

(I) ADDRESS OF FUNDRAISER: 1375 NORTHVIEW AVENUE NE, ATLANTA, GA 30306

(I) NAME OF FUNDRAISER: MY SEED OF CHANGE LLC

(I) ADDRESS OF FUNDRAISER: 645 OCEAN AVE A4, BROOKLYN, NY 11226

(I) NAME OF FUNDRAISER: MEERKAT MEDIA LLC

(I) ADDRESS OF FUNDRAISER:

140 58TH ST, BUILDING B, SUITE 7-G, BROOKLYN, NY 11220

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.
Attach to Form 990.
Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2022

**Open to Public
Inspection**

Name of the organization **PROTEUS FUND, INC.** Employer identification number ****-***3004**

Part I General Information on Grants and Assistance

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

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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
VOTER REGISTRATION PROJECT P.O. BOX 33436 WASHINGTON, DC 20033	**_***2468	501(C)3	7,750,000.	0.			GENERAL SUPPORT
THE VOTER PARTICIPATION CENTER 1707 L STREET, NW, SUITE 950 WASHINGTON, DC 20036	**_***9748	501(C)3	3,000,000.	0.			GENERAL SUPPORT
CENTER FOR TECHNOLOGY AND CIVIC LIFE - 303 E WACKER DR STE 2106 - CHICAGO, IL 60602	**_***8694	501(C)3	1,000,000.	0.			DEMOCRACY
STATE INNOVATION EXCHANGE PO BOX 260230 MADISON, WI 53727	**_***8531	501(C)3	1,000,000.	0.			DEMOCRACY
RETHINK MEDIA 2039 SHATTUCK AVE BERKELEY, CA 94704	**_***5479	501(C)3	770,000.	0.			DEMOCRACY
COMMON COUNSEL FOUNDATION 1624 FRANKLIN STREET #1022 OAKLAND, CA 94613	**_***4166	501(C)3	700,000.	0.			RIGHTS & JUSTICE

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

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

Schedule I (Form 990) 2022

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
SOCIAL GOOD FUND 12651 SAN PABLO AVE UNIT 5473 RICHMOND, CA 94805	**-***3531	501(C)3	526,000.	0.			RIGHTS & JUSTICE
CENTER FOR PUBLIC INTEREST RESEARCH INC - 294 WASHINGTON ST, SUITE 500 - BOSTON, MA 02109	**-***3170	501(C)3	500,000.	0.			DEMOCRACY
HIGHLANDER RESEARCH & EDUCATION CENTER - 1959 HIGHLANDER WAY - NEW MARKET, TN 37821	**-***6373	501(C)3	500,000.	0.			RIGHTS & JUSTICE
NONPROFIT VOTE 125 CAMBRIDGE PARK DR, SUITE #301 CAMBRIDGE, MA 02141	**-***8862	501(C)3	500,000.	0.			GENERAL SUPPORT
VOTO LATINO FOUNDATION P O BOX 35608 NO 975 WASHINGTON, DC 20033	**-***0252	501(C)3	500,000.	0.			GENERAL SUPPORT
NEO PHILANTHROPY INC 45 WEST 36TH STREET, 6TH FLOOR NEW YORK, NY 10018	**-***1113	501(C)3	472,748.	0.			DEMOCRACY
ALLIED MEDIA PROJECTS 4126 3RD ST DETROIT, MI 48201	**-***9608	501(C)3	468,220.	0.			RIGHTS & JUSTICE
TIDES CENTER 1014 TORNEY AVENUE SAN FRANCISCO, CA 94129	**-***3100	501(C)3	357,500.	0.			DEMOCRACY
SEVENTH GENERATION FUND FOR INDIGENOUS PEOPLES - 2355 CENTRAL AVE., SUITE C - MCKINLEYVILLE, CA 95519	**-***7247	501(C)3	350,000.	0.			GENERAL SUPPORT

Schedule I (Form 990)

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PROJECT SOUTH THE INSTITUTION FOR THE ELIMINATION POVERTY & GENOCIDE - 9 GAMMON AVE - ATLANTA, GA 30315	**-***6686	501(C)3	300,000.	0.			DEMOCRACY
GRASSROOTS INTERNATIONAL INC 179 BOYLSTON STREET, 4TH FLOOR JAMAICA PLAIN, MA 02130	**-***1159	501(C)3	250,000.	0.			GENERAL SUPPORT
RIGHT TO THE CITY ALLIANCE 388 ATLANTIC AVE BROOKLYN, NY 11218	**-***2187	501(C)3	250,000.	0.			GENERAL SUPPORT
SISTER SONG PO BOX 94408 ATLANTA, GA 30377	**-***4927	501(C)3	240,000.	0.			RIGHTS & JUSTICE
BLACK ORGANIZING FOR LEADERSHIP AND DIGNITY INC - 5 PENN PLAZA, 19TH FLOOR - NEW YORK, NY 10002	**-***2971	501(C)3	200,000.	0.			RIGHTS & JUSTICE
HAWAI'I PEOPLE'S FUND PO BOX 4163 HONOLULU, HI 96813	**-***0803	501(C)3	200,000.	0.			GENERAL SUPPORT
POLITICAL RESEARCH ASSOCIATES 1310 BROADWAY, SUITE 201 SOMERVILLE, MA 02145	**-***3323	501(C)3	200,000.	0.			GENERAL SUPPORT
WINDWARD FUND 1828 L ST. NW, SUITE 300-C WASHINGTON, DC 20036	**-***2162	501(C)3	200,000.	0.			DEMOCRACY
CENTER FOR THIRD WORLD ORGANIZING 1714 FRANKLIN ST, SUITE 100-245 OAKLAND, CA 94612	**-***1059	501(C)3	182,250.	0.			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
LOUISIANA PAROLE PROJECT PO BOX 2029 BATON ROUGE, LA 70821	**-***9508	501(C)3	182,000.	0.			GENERAL SUPPORT
KEEP KANSAS COURTS IMPARTIAL PO BOX 1517 LAWRENCE, KS 66044	**-***9238	501(C)4	175,000.	0.			DEMOCRACY
COMMON CAUSE EDUCATION FUND 805 15TH STREET, NW, STE 800 WASHINGTON, DC 20005	**-***5370	501(C)3	170,000.	0.			DEMOCRACY
THE GREATER NEW ORLEANS FOUNDATION 919 ST CHARLES AVENUE NEW ORLEAND, LA 70130	**-***8921	501(C)3	170,000.	0.			RIGHTS & JUSTICE
FRACTURED ATLAS 248 WEST 35TH STREET, 10TH FLOOR NEW YORK, NY 10002	**-***1703	501(C)3	163,000.	0.			RIGHTS & JUSTICE
GROUNDSWELL FUND 548 MARKET STREET #49734 SAN FRANCISCO, CA 94105	**-***3615	501(C)3	150,000.	0.			GENERAL SUPPORT
STATE LEADERSHIP PROJECT PO BOX 223 RALEIGH, NC 27602	**-***6980	501(C)3	150,000.	0.			GENERAL SUPPORT
MIRACLE OF LOVE 1301 W COLONIAL DRIVE ORLANDO, FL 32804	**-***5949	501(C)3	130,298.	0.			RIGHTS & JUSTICE
SOLIDAIRES NETWORK 1423 BROADWAY # 314 OAKLAND, CA 94612	**-***0536	501(C)3	125,000.	0.			GENERAL SUPPORT

Schedule I (Form 990)

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE LGBT+ CENTER ORLANDO 946 N MILLS AVE ORLANDO, FL 32803	**-***4445	501(C)3	120,500.	0.			RIGHTS & JUSTICE
FLORIDA RISING TOGETHER 10800 BISCAYNE BLVD., SUITE 1050 MIAMI, FL 33162	**-***6785	501(C)3	120,000.	0.			GENERAL SUPPORT
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS - 23532 CALABASAS RD STE A - CALABASSA, CA 91302	**-***6679	501(C)3	111,175.	0.			RIGHTS & JUSTICE
NEW VENTURE FUND 1201 CONNECTICUT AVE NW, SUITE 300 WASHINGTON, DC 20036	**-***6345	501(C)3	110,000.	0.			DEMOCRACY
MISSISSIPPI CENTER FOR JUSTICE 210 E. CAPITOL STREET, SUITE 1800 JACKSON, MS 39201	**-***3234	501(C)3	107,500.	0.			RIGHTS & JUSTICE
CAMPAIGN FOR SOUTHERN EQUALITY P.O. BOX 364 ASHEVILLE, NC 28803	**-***4401	501(C)3	105,000.	0.			GENERAL SUPPORT
PUERTO RICO COMMUNITY FOUNDATION INC - PO BOX 70362 - SAN JUAN, PR 00936	**-***3230	501(C)3	105,000.	0.			RIGHTS & JUSTICE
ZEPP WELLNESS CORP 1317 EDGEWATER DRIVE 3864 ORLANDO, FL 32804	**-***3499	501(C)3	100,600.	0.			RIGHTS & JUSTICE
ALLIANCE FOR A JUST SOCIETY 3518 S EDMUNDS ST SEATTLE, WA 98118	**-***5554	501(C)3	100,000.	0.			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
COALITION FOR D C REPRESENTATION EDUCATION FUND DBA DC VOTE - 1101 17TH ST NW STE 301 - WASHINGTON, DC 20036	**-***3517	501(C)3	100,000.	0.			GENERAL SUPPORT
COMMUNITY JUSTICE PROJECT 3000 BISCAYNE BLVD, SUITE 106 MIAMI, FL 33138	**-***7185	501(C)3	100,000.	0.			DEMOCRACY
DEAF ABUSED WOMEN NETWORK 1140 3RD ST NE 2ND FLOOR WASHINGTON, DC 20002	**-***2100	501(C)3	100,000.	0.			GENERAL SUPPORT
GENERATION PATIENT 1962 DOCKSIDE DRIVE GREENWOOD, IN 46143	**-***6589	501(C)3	100,000.	0.			GENERAL SUPPORT
GRASSROOTS POWER PROJECT 1400 SHATTUCK AVE, SUITE 12 #148 BERKELEY, CA 94710	**-***6313	501(C)3	100,000.	0.			GENERAL SUPPORT
HELPING EDUCATE TO ADVANCE THE RIGHTS OF THE DEAF - P.O. BOX 1160 - WASHINGTON, DC 20013	**-***2142	501(C)3	100,000.	0.			GENERAL SUPPORT
STATE POWER FUND PO BOX 1107 YOUNGSTOWN, OH 44240	**-***2823	501(C)3	100,000.	0.			DEMOCRACY
TRANSGENDER LAW CENTER PO BOX 70976 OAKLAND, CA 94612	**-***4006	501(C)3	100,000.	0.			RIGHTS & JUSTICE
DECARCERATION COLLECTIVE 6503 N CLAREMONT ST CHICAGO, IL 60646	**-***8345	501(C)3	90,270.	0.			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
WESTERN STATES CENTER PO BOX 40305 PORTLAND, OR 97240	**-***2137	501(C)3	80,000.	0.			GENERAL SUPPORT
PANORAMA GLOBAL 2010 4TH AVE SEATTLE, WA 98122	**-***4119	501(C)3	78,126.	0.			RIGHTS & JUSTICE
BEAM CENTER 60 SACKETT ST BROOKLYN, NY 11231	**-***3449	501(C)3	75,000.	0.			RIGHTS & JUSTICE
NORTH CAROLINA VOTERS FOR CLEAN ELECTIONS INC - 1821 GREEN STEET, SUITE 104 - DURHAM, NC 27705	**-***9334	501(C)4	75,000.	0.			DEMOCRACY
PUBLIC POLICY AND EDUCATION FUND OF NEW YORK - 94 CENTRAL AVENUE - ALBANY, NY 12207	**-***4209	501(C)3	75,000.	0.			DEMOCRACY
SAFEHOUSE 1211 CHESTNUT STREET, STE 600 PHILADELPHIA, PA 19108	**-***4339	501(C)3	75,000.	0.			GENERAL SUPPORT
THE FILM COLLABORATIVE 179 LINCOLN ROAD, APT 2 BROOKLYN, NY 11225	**-***5081	501(C)3	75,000.	0.			RIGHTS & JUSTICE
BLACK COLLECTIVE 4300 NW 12TH AVENUE MIAMI, FL 33128	**-***1423	501(C)3	72,174.	0.			DEMOCRACY
PEER SUPPORT SPACE PO BOX 677032 ORLANDO, FL 32867	**-***0075	501(C)3	68,290.	0.			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
INSTITUTE FOR SOCIAL POLICY AND UNDERSTANDING - 3200 GREENFIELD ROAD, SUITE 300 - DEARBORN, MI 48120	**-***3581	501(C)3	66,700.	0.			GENERAL SUPPORT
JEWS FOR RACIAL AND ECONOMIC JUSTICE COMMUNITY - 330 SEVENTH AVENUE - NEW YORK, NY 11215	**-***4790	501(C)3	63,000.	0.			RIGHTS & JUSTICE
ARAB AMERICAN INSTITUTE FOUNDATION 1600 K ST. NW, SUITE 601 WASHINGTON, DC 20007	**-***9306	501(C)3	60,000.	0.			GENERAL SUPPORT
CENTRAL FLORIDA JOBS WITH JUSTICE PO BOX 533923 ORLANDO, FL 32854	**-***9852	501(C)3	60,000.	0.			GENERAL SUPPORT
GEORGIA LATINO ALLIANCE FOR HUMAN RIGHTS - 7 DUNWOODY PARK, SUITE 110 - ATLANTA, GA 30339	**-***9155	501(C)3	60,000.	0.			GENERAL SUPPORT
ISAAH 2356 UNIVERSITY AVE W, SUITE 405 SAINT PAUL, MN 55115	**-***7358	501(C)3	60,000.	0.			GENERAL SUPPORT
POWER CALIFORNIA 490 43RD ST UNIT 146 OAKLAND, CA 94609	**-***1682	501(C)3	60,000.	0.			GENERAL SUPPORT
WILLIAM J BRENNAN JR CENTER FOR JUSTICE - 120 BROADWAY #1750 - NEW YORK, NY 10272	**-***9293	501(C)3	60,000.	0.			DEMOCRACY
WOMEN'S MARCH NETWORK 400 JAY STREET #231 BROOKLYN, NY 11201	**-***2891	501(C)3	60,000.	0.			GENERAL SUPPORT

Schedule I (Form 990)

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HOPEWELL FUND 1828 L ST NW STE 300D WASHINGTON, DC 20036	**-***1860	501(C)3	55,500.	0.			DEMOCRACY
HEART WOMEN & GIRLS PROJECT 818 E 63RD ST #211 CHICAGO, IL 60637	**-***5796	501(C)3	55,000.	0.			GENERAL SUPPORT
PODER IN ACTION INC 5877 W INDIAN SCHOOL RD. PHOENIX, AZ 85031	**-***4158	501(C)3	55,000.	0.			DEMOCRACY
WILD WEST ACCESS FUND OF NEVADA 561 KEYSTONE AVE #398 RENO, NV 89503	**-***2330	501(C)3	55,000.	0.			GENERAL SUPPORT
HOPE COMMUNITY CENTER 1016 N PARK AVE APOPKA, FL 32712	**-***1312	501(C)3	54,500.	0.			RIGHTS & JUSTICE
CENTER FOR ECONOMIC DEMOCRACY PO BOX 300229 JAMAICA PLAIN, MA 02130	**-***9804	501(C)3	50,000.	0.			DEMOCRACY
CENTER FOR INTERCULTURAL ORGANIZING DBA UNITE OREGON - 1390 SE 122ND AVE - PORTLAND, OR 97234	**-***8100	501(C)3	50,000.	0.			GENERAL SUPPORT
DEFENDING RIGHTS AND DISSENT 1325 G ST. NW SUITE 500 WASHINGTON, DC 20006	**-***2821	501(C)3	50,000.	0.			RIGHTS & JUSTICE
FREEDOM CENTER FOR SOCIAL JUSTICE 4921 ALBEMARLE RD STE 201 CHARLOTTE, NC 28206	**-***0599	501(C)3	50,000.	0.			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
MUSLIM ANTI-RACISM COLLABORATIVE 8780 19TH ST. #291 ALTA LOMA, CA 91702	**-***4781	501(C)3	50,000.	0.			GENERAL SUPPORT
OLE EDUCATION FUND 411 BELLAMAH AVE NW ALBUQUERQUE, NM 87102	**-***5857	501(C)3	50,000.	0.			GENERAL SUPPORT
PARTNERSHIP FOR THE ADVANCEMENT OF NEW AMERICANS - 1458 W 48TH STREET - LOS ANGELES, CA 90063	**-***9457	501(C)3	50,000.	0.			GENERAL SUPPORT
PILLARS OF THE COMMUNITY 6403 IMPERIAL AVE SAN DIEGO, CA 92115	**-***3183	501(C)3	50,000.	0.			GENERAL SUPPORT
SOUTH ASIAN AMERICANS LEADING TOGETHER - 8403 COLESVILLE RD. SUITE 1100 - SILVER SPRINGS, MD 20911	**-***6665	501(C)3	50,000.	0.			GENERAL SUPPORT
SOUTH DAKOTA VOICES FOR PEACE PO BOX 600 SIOUX FALLS, SD 57102	**-***1574	501(C)3	50,000.	0.			GENERAL SUPPORT
WOODHULL FREEDOM FOUNDATION 3320 GLENEAGLES DR. SILVER SPRINGS, MD 20906	**-***1116	501(C)3	50,000.	0.			RIGHTS & JUSTICE
TRUE SELF FOUNDATION INC 1510 AVE FD ROOSEVELT TRIPLE S PLAZ GUAYNABO, PR 00968	**-***1019	501(C)3	48,500.	0.			RIGHTS & JUSTICE
PEACE DEVELOPMENT FUND PO BOX 1280 AMHERST, MA 01002	**-***8794	501(C)3	48,375.	0.			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
INTRANSITIVE 10420 HELM DR MABELVALE, AR 72104	**_***2369	501(C)3	45,000.	0.			GENERAL SUPPORT
OHIO VOICE PO BOX 428 COLUMBUS, OH 43216	**_***1404	501(C)3	45,000.	0.			DEMOCRACY
ONE VOICE 1072 JR LYNCH ST. SUIT # 7 JACKSON, MS 39203	**_***7550	501(C)3	45,000.	0.			RIGHTS & JUSTICE
RUTH ELLIS CENTER 77 VICTOR STREET HIGHLAND PARK, MI 48204	**_***1697	501(C)3	45,000.	0.			RIGHTS & JUSTICE
SOUTHEASTERN TRANSGENDER CENTER 3519 COLLEY AVE NORFOLK, VA 23506	**_***4080	501(C)3	45,000.	0.			GENERAL SUPPORT
TRANSGENDER ADVOCATES KNOWLEDGEABLE EMPOWERING - 7769 2ND AVE SOUTH - BIRMINGHAM, AL 35207	**_***2039	501(C)3	45,000.	0.			GENERAL SUPPORT
CENTER FOR ECONOMIC RESEARCH AND SOCIAL CHANGE - 1007 N. MAIN STREET - WATER VALLEY, MS 38966	**_***0754	501(C)3	42,000.	0.			RIGHTS & JUSTICE
ORLANDO YOUTH ALLIANCE PO BOX 536944 ORLANDO, FL 32853	**_***6953	501(C)3	41,500.	0.			RIGHTS & JUSTICE
FAITH IN ACTION NETWORK 1616 P STREET N.W. SUITE 300 WASHINGTON, DC 20037	**_***6497	501(C)3	40,520.	0.			DEMOCRACY

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AFRICAN COMMUNITIES TOGETHER 127 WEST 127TH STREET, SUITE 221 NEW YORK, NY 10028	**-***9772	501(C)3	40,000.	0.			GENERAL SUPPORT
DON'T SHOOT PORTLAND 16730 NW STALDER LANE PORTLAND, OR 97230	**-***8753	501(C)3	40,000.	0.			RIGHTS & JUSTICE
INTERNATIONAL CENTER FOR NOT-FOR-PROFIT LAW - 1126 16TH ST NW STE 400 - WASHINGTON, DC 20037	**-***8273	501(C)3	40,000.	0.			DEMOCRACY
JUSTICE NOT POLITICS ALASKA CIVICS EDUCATION FUND - PO BOX 231473 - ANCHORAGE, AK 99523	**-***3964	501(C)4	40,000.	0.			RIGHTS & JUSTICE
MAINE CITIZENS FOR CLEAN ELECTIONS PO BOX 18187 PORTLAND, ME 04112	**-***6667	501(C)3	40,000.	0.			GENERAL SUPPORT
ONE ARIZONA 530 E MCDOWELL ROAD PHOENIX, AZ 85004	**-***2220	501(C)3	40,000.	0.			DEMOCRACY
PARTNERSHIP FOR CIVIL JUSTICE FUND 617 FLORIDA AVE NW WASHINGTON, DC 20001	**-***1211	501(C)3	40,000.	0.			GENERAL SUPPORT
UNIVERSITY OF SOUTHERN CALIFORNIA ABM BUILDING - CENTER FOR RELIGION AND CIVIC CULTURE - LOS ANGELES, CA 90090	**-***2394	501(C)3	40,000.	0.			RIGHTS & JUSTICE
AUTISTIC WOMEN & NONBINARY NETWORK 5100 VAN DORN ST UNIT 6633 LINCOLN, NE 68506	**-***3111	501(C)3	38,500.	0.			RIGHTS & JUSTICE

Schedule I (Form 990)

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SPRINGBOARD HEALTHLAB 5601 VAN FLEET AVE RICHMOND, CA 94804	**-***8608	501(C)3	38,500.	0.			RIGHTS & JUSTICE
THE TRANSLATINA COALITION 3055 WILSHIRE BLVD STE 350 LOS ANGELES, CA 90010	**-***1872	501(C)3	38,500.	0.			RIGHTS & JUSTICE
ZEBRA COALITION 911 NORTH MILLS AVENUE ORLANDO, FL 32803	**-***5847	501(C)3	37,971.	0.			RIGHTS & JUSTICE
DANCERS GROUP 44 GOUGH ST STE 201 SAN FRANCISCO, CA 94103	**-***9185	501(C)3	36,750.	0.			RIGHTS & JUSTICE
LAKE COUNTY PRIDE ORGANIZATION CORP - 3688 LAKE ELEANOR DR - MOUNT DORA, FL 32757	**-***5558	501(C)3	36,334.	0.			RIGHTS & JUSTICE
ONE ORLANDO ALLIANCE 611 N MILLS AVE UNIT 533005 ORLANDO, FL 32853	**-***9142	501(C)3	36,000.	0.			DEMOCRACY
COME OUT WITH PRIDE 424 E CENTRAL BLVD STE 415 ORLANDO, FL 32801	**-***6702	501(C)3	35,500.	0.			RIGHTS & JUSTICE
MAVEN LEADERSHIP COLLECTIVE PO BOX 403731 MIAMI BEACH, FL 33141	**-***8531	501(C)3	35,500.	0.			RIGHTS & JUSTICE
AYADA LEADS 701 N 3RD STREET, SUITE 105 MINNEAPOLIS, MN 55402	**-***4816	501(C)3	35,000.	0.			GENERAL SUPPORT

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CENTER FOR COMMUNITY STEWARDSHIP 116 NORTH FEW STREET MADISON, WI 53703	**-***1459	501(C)3	35,000.	0.			RIGHTS & JUSTICE
COALITION FOR OPEN DEMOCRACY 4 PARK STREET, SUITE 301 CONCORD, NH 03301	**-***6490	501(C)3	35,000.	0.			GENERAL SUPPORT
DEAF QUEER RESOURCE CENTER P.O. BOX 14431 SAN FRANCISCO, CA 94114	**-***5685	501(C)3	35,000.	0.			GENERAL SUPPORT
KANSAS VALUES INSTITUTE P.O. BOX 97 LAWRENCE, KS 66044	**-***1342	501(C)4	35,000.	0.			DEMOCRACY
MASJID AL-RABIA 637 S. DEARBORN STREET CHICAGO, IL 60605	**-***5092	501(C)3	35,000.	0.			GENERAL SUPPORT
MASSACHUSETTS VOTER EDUCATION 55 ROXBURY STREET, #191746 BOSTON, MA 02119	**-***4060	501(C)3	35,000.	0.			GENERAL SUPPORT
MUSLIM JUSTICE LEAGUE 711 ATLANTIC AVENUE BOSTON, MA 02112	**-***9679	501(C)3	35,000.	0.			GENERAL SUPPORT
WECARETN URB. VILLA NEVAREZ 1007 C/10 SAN JUAN, PR 00927	**-***5696	501(C)3	35,000.	0.			GENERAL SUPPORT
WESTERN ORGANIZATION OF RESOURCE 220 S 27TH STREET, STE. B BILLINGS, MT 59102	**-***3481	501(C)3	35,000.	0.			DEMOCRACY

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ALLIANCE FOR GLOBAL JUSTICE 225 E. 26TH ST. SUITE 1 TUCSON, AZ 85714	**-***4677	501(C)3	33,000.	0.			RIGHTS & JUSTICE
ORGANIZE TENNESSEE PO BOX 40083 NASHVILLE, TN 37204	**-***2329	501(C)3	31,000.	0.			DEMOCRACY
GENDER JUSTICE 663 UNIVERSITY AVENUE W, SUITE 200 SAINT PAUL, MN 55105	**-***3630	501(C)3	30,000.	0.			DEMOCRACY
KEYSTONE RESEARCH CENTER 412 N 3RD ST HARRISBURG, PA 17101	**-***6998	501(C)3	30,000.	0.			DEMOCRACY
MARYLAND PUBLIC INTEREST RESEARCH FOUNDATION - 2209 MARYLAND AVE. SUITE D - BALTIMORE, MD 21219	**-***3638	501(C)3	30,000.	0.			DEMOCRACY
NEW PENNSYLVANIA PROJECT 717 MARKET STREET, SUITE 295 LEMOYNE, PA 17043	**-***0180	501(C)4	30,000.	0.			DEMOCRACY
OUTFRONT MINNESOTA COMMUNITY SERVICES - 2446 UNIVERSITY AVENUE W., STE 112 - SAINT PAUL, MN 55114	**-***0489	501(C)3	30,000.	0.			RIGHTS & JUSTICE
PROGRESSIVE MARYLAND EDUCATION FUND - P.O. BOX 7557 - UPPER MARLBORO, MD 20793	**-***1249	501(C)3	30,000.	0.			DEMOCRACY
REGENTS OF THE UNIVERSITY OF CALIFORNIA AT BERKELEY - 346 NORTH ADDITION - BERKELEY, CA 94721	**-***2123	501(C)3	30,000.	0.			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.)

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THINK TENNESSEE 414 UNION ST. NASHVILLE, TN 37219	**-***1568	501(C)3	30,000.	0.			DEMOCRACY
INVESTIGATIVE REPORTERS AND EDITORS - 141 NEFF ANNEX, - COLUMBIA, MO 65212	**-***6741	501(C)3	28,000.	0.			RIGHTS & JUSTICE
RED SALMON ARTS 2000 THRASHER LN AUSTIN, TX 78741	**-***0343	501(C)3	27,850.	0.			RIGHTS & JUSTICE
NATIONAL QUEER ASIAN & PACIFIC ISLANDER ALLIANCE (NQAPIA) - PO BOX 1277, OLD CHELSEA STATION - NEW YORK, NY 10114	**-***4866	501(C)3	26,000.	0.			RIGHTS & JUSTICE
AMERICAN ATHEISTS 225 CRISTIANI STREET CRANFORD, NJ 07016	**-***6507	501(C)3	25,000.	0.			RIGHTS & JUSTICE
BEST PRACTICES POLICY PROJECT 8 EGBERT HILL RD MORRISTOWN, NJ 07961	**-***9188	501(C)3	25,000.	0.			GENERAL SUPPORT
CENTER FOR EMPOWERED POLITICS EDUCATION FUND - 1042 GRANT AVE, 5TH FLOOR - SAN FRANCISCO, CA 94613	**-***6499	501(C)3	25,000.	0.			DEMOCRACY
CHAINLESS CHANGE 4300 N. UNIVERSITY DRIVE LAUDERHILL, FL 33351	**-***7191	501(C)3	25,000.	0.			DEMOCRACY
EMANCIPATE NC PO BOX 309 DURHAM, NC 27703	**-***5809	501(C)3	25,000.	0.			DEMOCRACY

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FOREVER CARING EVONNE 1407 TRACE WOOD DRIVE JACKSON, MS 39212	**-***1024	501(C)3	25,000.	0.			GENERAL SUPPORT
JUST VISION 1835 7TH STREET NW, #110 WASHINGTON, DC 20002	**-***8729	501(C)3	25,000.	0.			DEMOCRACY
JUSTICE NOT POLITICS PO BOX 41086 DES MOINES, IA 50311	**-***9051	501(C)4	25,000.	0.			DEMOCRACY
OHIO ORGANIZING COLLABORATIVE 25 EAST BOARDMAN STREET, SUITE 230 YOUNGSTOWN, OH 44503	**-***1472	501(C)3	25,000.	0.			DEMOCRACY
ORGANIZACIN LATINA DE TRANS EN TEXAS - 7121 HARRISBURG BLVD. - HOUSTON, TX 77012	**-***3481	501(C)3	25,000.	0.			DEMOCRACY
PARTICIPATORY POLITICS FOUNDATION 1500 DEKALB AVE., 1R BROOKLYN, NY 11238	**-***6822	501(C)3	25,000.	0.			DEMOCRACY
PHYSICIANS FOR HUMAN RIGHTS 256 W. 38TH STREET NEW YORK, NY 10019	**-***8437	501(C)3	25,000.	0.			DEMOCRACY
PUBLIC CITIZEN FOUNDATION 1600 20TH STREET NW WASHINGTON, DC 20010	**-***3996	501(C)3	25,000.	0.			DEMOCRACY
T'RUAH 266 W. 37TH STREET, SUITE 803 NEW YORK, NY 10019	**-***4545	501(C)3	25,000.	0.			DEMOCRACY

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WEST VIRGINIA CITIZEN ACTION EDUCATION FUND - 1500 DIXIE STREET - CHARLESTON, WV 25311	**-***0992	501(C)3	25,000.	0.			DEMOCRACY
WILLAMETTE UNIVERSITY 245 WINTER STREET SALEM, OR 97302	**-***6972	501(C)3	25,000.	0.			RIGHTS & JUSTICE
CONGREGATIONS CARING FOR CREATION, DBA MINNESOTA INTERFAITH POWER & LIGHT - 4407 EAST LAKE ST. - MINNEAPOLIS, MN 55406	**-***5674	501(C)3	23,000.	0.			DEMOCRACY
HISTORICAL SOCIETY OF CENTRAL FLORIDA INC - 65 E CENTRAL BLVD - ORLANDO, FL 32801	**-***0444	501(C)3	23,000.	0.			RIGHTS & JUSTICE
CHINESE FOR AFFIRMATIVE ACTION 17 WALTER U LUM PL SAN FRANCISCO, CA 94108	**-***1304	501(C)3	22,220.	0.			RIGHTS & JUSTICE
ASIAN AMERICANS ADVANCING JUSTICE ATLANTA - 5680 OAKBROOK PARKWAY - NORCROSS, GA 30094	**-***7567	501(C)3	21,840.	0.			RIGHTS & JUSTICE
COLLECTIVE ACTION FOR SAFE SPACE 455 MASSACHUSETTS AVENUE PMB #346 WASHINGTON, DC 20001	**-***3489	501(C)3	21,000.	0.			GENERAL SUPPORT
UNITY CIRCLES 26 BLUE JAY CIRCLE BOSTON, MA 02127	**-***7223	501(C)3	21,000.	0.			GENERAL SUPPORT
THE BLACK HEALTH COMMISSION 2535 POINSETTA AVE SANFORD, FL 32774	**-***8030	501(C)3	20,665.	0.			RIGHTS & JUSTICE

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AMMUD: THE JOC TORAH ACADEMY 258 MARCUS GARVEY BOULEVARD, 4B BROOKLYN, NY 10023	**-***9756	501(C)3	20,000.	0.			GENERAL SUPPORT
ARKANSAS PUBLIC POLICY PANEL 1308 W 2ND ST LITTLE ROCK, AR 72202	**-***7088	501(C)3	20,000.	0.			GENERAL SUPPORT
BROOKLINE I L PERETZ SCHOOL OF THE WORKMENS CIRCLE - 6 WEBSTER ST - BROOKLINE, MA 02446	**-***7902	501(C)3	20,000.	0.			RIGHTS & JUSTICE
BROOKLYN LAW SCHOOL 250 JORALEMON STREET BROOKLYN, NY 11201	**-***7990	501(C)3	20,000.	0.			RIGHTS & JUSTICE
CANGRESS 838 E. 6TH. ST. LOS ANGELES, CA 90013	**-***1629	501(C)3	20,000.	0.			RIGHTS & JUSTICE
CENTER FOR MEDIA AND DEMOCRACY PO BOX 259010 MADISON, WI 53725	**-***7402	501(C)3	20,000.	0.			DEMOCRACY
COMMUNITY PARTNERS 1000. N. ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90013	**-***2067	501(C)3	20,000.	0.			RIGHTS & JUSTICE
FUSE INNOVATION FUND 1402 THIRD AVE., SUITE 406 SEATTLE, WA 98102	**-***0705	501(C)3	20,000.	0.			RIGHTS & JUSTICE
MARCH ON HARRISBURG EDUCATION FUND 1715 ELLSWORTH ST. PHILADELPHIA, PA 19147	**-***1124	501(C)3	20,000.	0.			GENERAL SUPPORT

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MEDIA ALLIANCE 2830 20TH STREET SUITE 201 SAN FRANCISCO, CA 94110	**-***3400	501(C)3	20,000.	0.			RIGHTS & JUSTICE
MICHIGAN STATE UNIVERSITY 426 AUDITORIUM ROAD ROOM 2 EAST LANSING, MI 48824	**-***5984	501(C)3	20,000.	0.			RIGHTS & JUSTICE
MONTANA INNOCENCE PROJECT PO BOX 7607 MISSOULA, MT 59808	**-***3477	501(C)3	20,000.	0.			RIGHTS & JUSTICE
SEX WORKERS OUTREACH PROJECT 340 S. LEMON AVE WALNUT, CA 91789	**-***4638	501(C)3	20,000.	0.			RIGHTS & JUSTICE
THE DECARCERATION PROJECT P.O. BOX 62512 DURHAM, NC 27716	**-***1711	501(C)3	20,000.	0.			RIGHTS & JUSTICE
FANM SAJ 20855 NW 16TH AVENUE C12 MIAMI, FL 33180	**-***1473	501(C)3	18,500.	0.			GENERAL SUPPORT
EQUALITY FOUNDATION OF GEORGIA 1530 DEKALB AVE, SUITE A ATLANTA, GA 30307	**-***6744	501(C)3	18,000.	0.			RIGHTS & JUSTICE
FJC 225 WEST 39TH STREET 12TH FLOOR NEW YORK, NY 10019	**-***8582	501(C)3	18,000.	0.			RIGHTS & JUSTICE
INSTITUTE FOR JEWISH AND COMMUNITY RESEARCH - 3245 GEARY BLVD UNIT 591478 - SAN FRANCISCO, CA 94159	**-***7253	501(C)3	18,000.	0.			RIGHTS & JUSTICE

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NATIONAL IRANIAN AMERICAN COUNCIL PO BOX 65439 WASHINGTON, DC 20035	**-***6026	501(C)3	18,000.	0.			RIGHTS & JUSTICE
URI LTZEDEK 7580 E GRAY ROAD, SUITE 102 SCOTTSDALE, AZ 85261	**-***4502	501(C)3	17,500.	0.			GENERAL SUPPORT
NEW MEXICO RELIGIOUS COALITION FOR REPRODUCTIVE CHOICE - PO BOX 66433 - ALBUQUERQUE, NM 87193	**-***1823	501(C)3	16,586.	0.			RIGHTS & JUSTICE
CENTER FOR DEATH PENALTY LITIGATION - 123 W. MAIN ST., SUITE 700 - DURHAM, NC 27702	**-***9274	501(C)3	15,000.	0.			RIGHTS & JUSTICE
DOUGHBOYS GIVE BACK 318 JOHN R ROAD SUITE 224 TROY, MI 48083	**-***3948	501(C)3	15,000.	0.			RIGHTS & JUSTICE
FOUNDATION FOR LOUISIANA 619 S. WHITE STREET NEW ORLEANS, IL 70120	**-***9944	501(C)3	15,000.	0.			RIGHTS & JUSTICE
IF NOT NOW EDUCATION FUND PO BOX 26425 WASHINGTON, DC 20001	**-***8715	501(C)3	15,000.	0.			GENERAL SUPPORT
JEWISH ALLIANCE FOR LAW AND SOCIAL ACTION - 11 BEACON ST - BOSTON, MA 02109	**-***3874	501(C)3	15,000.	0.			RIGHTS & JUSTICE
JOIN FOR JUSTICE P.O. BOX 51248 BOSTON, MA 02206	**-***7885	501(C)3	15,000.	0.			GENERAL SUPPORT

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NATIONAL REDISTRICTING ACTION FUND 17 E. MONROE STREET, #214 CHICAGO, IL 60604	**-***8281	501(C)4	15,000.	0.			DEMOCRACY
PROJECT SAY SOMETHING 1106 NORTH WOOD AVE. FLORENCE, AL 35631	**-***5750	501(C)3	15,000.	0.			RIGHTS & JUSTICE
SOUTHERN CENTER FOR HUMAN RIGHTS 60 WALTON STREET NW ATLANTA, GA 30304	**-***5326	501(C)3	15,000.	0.			DEMOCRACY
TENNESSEE IMMIGRANT AND REFUGEE RIGHTS COALITION - 3310 EZELL RD - NASHVILLE, TN 37212	**-***1100	501(C)3	15,000.	0.			RIGHTS & JUSTICE
THIRD SECTOR NEW ENGLAND 89 SOUTH ST STE 700 BOSTON, MA 02111	**-***1109	501(C)3	15,000.	0.			DEMOCRACY
TRANS SOCIAL INC 7930 SW 17TH ST MIAMI, FL 33155	**-***5659	501(C)3	15,000.	0.			RIGHTS & JUSTICE
UPTOWN PEOPLES LAW CENTER 4413 N SHERIDAN RD CHICAGO, IL 60640	**-***0933	501(C)3	15,000.	0.			RIGHTS & JUSTICE
WOMEN MAKE MOVIES 115 W. 29TH ST. SUITE 1200 NEW YORK, NY 10002	**-***0460	501(C)3	15,000.	0.			RIGHTS & JUSTICE
COUNCIL ON AMERICAN-ISLAMIC RELATIONS - OHIO - 4242 TULLER RD. SUITE B2 - DUBLIN, OH 43018	**-***2287	501(C)3	14,665.	0.			DEMOCRACY

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A JEWISH VOICE FOR PEACE P.O BOX 589 BERKELEY, CA 94704	**-***8359	501(C)3	12,500.	0.			RIGHTS & JUSTICE
COMMONWEAL PO BOX 316 BOLINAS, CA 94924	**-***6094	501(C)3	12,500.	0.			RIGHTS & JUSTICE
CONGREGATION T'CHIYAH 22331 WOODWARD AVE FERNDALE, MI 48220	**-***3881	501(C)3	12,500.	0.			RIGHTS & JUSTICE
HASHOMER HATZAIR 500 FASHION AVENUE 8TH FLOOR NEW YORK, NY 10018	**-***3335	501(C)3	12,500.	0.			RIGHTS & JUSTICE
HINENU: THE BALTIMORE JUSTICE SHTIEBL - PO BOX 2431 - BALTIMORE, MD 21234	**-***7258	501(C)3	12,500.	0.			GENERAL SUPPORT
KOL TZEDEK SYNAGOGUE 707 S 50TH ST PHILADELPHIA, PA 19143	**-***7448	501(C)3	12,500.	0.			GENERAL SUPPORT
NEW SYNAGOGUE PROJECT PO BOX 43153 WASHINGTON, DC 20011	**-***5790	501(C)3	12,500.	0.			GENERAL SUPPORT
NONVIOLENCE INTERNATIONAL PO BOX 39127 WASHINGTON, DC 20016	**-***5787	501(C)3	12,500.	0.			RIGHTS & JUSTICE
TRIANGLE JEWISH COMMUNITY 2328 HURON STREET DURHAM, NC 27708	**-***0271	501(C)3	12,500.	0.			GENERAL SUPPORT

Schedule I (Form 990)

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of noncash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TZEDEK CHICAGO 2522 W. LAWRENCE AVE. P.O. BOX 2528 CHICAGO, IL 60625	**_***2210	501(C)3	12,500.	0.			GENERAL SUPPORT
CAROLINA JEWS FOR JUSTICE P.O. BOX 1344 DURHAM, NC 27703	**_***2132	501(C)3	12,000.	0.			GENERAL SUPPORT
NEIGHBORHOODS OVER POLITICS INC PO BOX 60162 DAYTON, OH 45406	**_***5144	501(C)3	11,700.	0.			GENERAL SUPPORT
DISABILITY RIGHTS FLORIDA 2473 CARE DR STE 200 TALLAHASSEE, FL 32308	**_***4728	501(C)3	11,500.	0.			RIGHTS & JUSTICE
DESCOLONIZARTE TEATRO 4258 LAKE UNDERHILL RD UNIT C ORLANDO, FL 32804	**_***8065	501(C)3	11,000.	0.			GENERAL SUPPORT
BROOKLYN GHOST PROJECT INC 40 VARET ST APT 304 BROOKLYN, NY 11206	**_***9014	501(C)3	10,000.	0.			RIGHTS & JUSTICE
CHOOSE YOURSELF 720 FORT HILL RD GORHAM, ME 04038	**_***2506	501(C)3	10,000.	0.			RIGHTS & JUSTICE
COUNCIL OF AMERICAN JEWISH MUSEUMS PO BOX 12025 JACKSON, MS 39236	**_***3442	501(C)3	10,000.	0.			RIGHTS & JUSTICE
CRIMINAL INJUSTICE REFORM NETWORK 4318 OLD HUNDRED ROAD STE F CHESTER, VA 23832	**_***7890	501(C)3	10,000.	0.			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
EQUALITY FLORIDA ACTION PO BOX 13184 ST PETERSBURG, FL 33734	**-***8104	501(C)4	10,000.	0.			RIGHTS & JUSTICE
FAITH CHOICE OHIO PO BOX 82204 COLUMBUS, OH 43202	**-***0664	501(C)3	10,000.	0.			DEMOCRACY
I AM HUMAN FOUNDATION 5482 PEACHTREE LANDING DR ELLENWOOD, GA 30295	**-***0516	501(C)3	10,000.	0.			GENERAL SUPPORT
INDIANA UNIVERSITY FOUNDATION P.O. BOX 500 BLOOMINGTON, IN 47403	**-***8940	501(C)3	10,000.	0.			RIGHTS & JUSTICE
JEWISH FARMER NETWORK 20 KIRSTEIN RD FAIRVIEW, NC 28730	**-***1524	501(C)3	10,000.	0.			GENERAL SUPPORT
JEWS UNITED FOR JUSTICE INC 1100 H ST NW STE 630 WASHINGTON, DC 20005	**-***6578	501(C)3	10,000.	0.			RIGHTS & JUSTICE
LGBT CENTER INTERCULTURAL COLLECTIVE INC - 3763 83RD ST, SUITE 1B - JACKSON HEIGHTS, NY 11373	**-***7912	501(C)3	10,000.	0.			RIGHTS & JUSTICE
MICHIGAN DISABILITY RIGHTS COALITION - 3498 E LAKE LANSING RD STE 100 - EAST LANSING, MI 48823	**-***5517	501(C)3	10,000.	0.			RIGHTS & JUSTICE
MOVEMENT TRAINING NETWORK PO 171 TIERRA AMARILLA, NM 87575	**-***7825	501(C)3	10,000.	0.			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
NATIONAL COUNCIL OF JEWISH WOMEN INCORPORATED - 2055 L ST NW STE 650 - WASHINGTON, DC 20036	**-***1076	501(C)3	10,000.	0.			DEMOCRACY
NOMENUS INC 1626 NE 61ST AVE PORTLAND, OR 97213	**-***3887	501(C)3	10,000.	0.			RIGHTS & JUSTICE
ORANGE COUNTY TRANSLATINAS 801 N LOARA ST APT 222 ANAHEIM, CA 92801	**-***5597	501(C)3	10,000.	0.			RIGHTS & JUSTICE
PEOPLE MATTER 9609 S WALLACE ST CHICAGO, IL 60628	**-***3878	501(C)3	10,000.	0.			RIGHTS & JUSTICE
PLANNED PARENTHOOD SOUTH ATLANTIC 100 S BOYLAN AVE RALEIGH, NC 27603	**-***2557	501(C)3	10,000.	0.			DEMOCRACY
PROGRESS FLORIDA EDUCATION INSTITUTE - 200 2ND AVE. SOUTH #808 - ST PETERSBURG, FL 33701	**-***9756	501(C)3	10,000.	0.			DEMOCRACY
REBOOT 734 LONGMEADOW STREET NO 103 LONGMEADOW, MA 01106	**-***4844	501(C)3	10,000.	0.			RIGHTS & JUSTICE
REFLECT COLLECTIVE 4111 SW 90 CT MIAMI, FL 33166	**-***1356	501(C)3	10,000.	0.			GENERAL SUPPORT
SEEDS WORTH SOWING 1012 EAST TRAVELERS TRAIL BURNSVILLE, MN 55338	**-***5771	501(C)3	10,000.	0.			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
SOS BY URBANDER, INC. 2584 DOVER GLEN CIRCLE ORLANDO, FL 32828	**-***3402	501(C)3	10,000.	0.			DEMOCRACY
SOUTHERN BIRTH JUSTICE NETWORK 1835 NE MIAMI GARDENS DRIVE #472 MIAMI, FL 33179	**-***5139	501(C)3	10,000.	0.			GENERAL SUPPORT
TIDES FOUNDATION THE PRESIDIO PO BOX 29907 SAN FRANCISCO, CA 94129	**-***8509	501(C)3	10,000.	0.			DEMOCRACY
TRANSFORMATIONS YOUTH GROUP 7416 WORNALL ROAD KANSAS CITY, MO 64115	**-***3730	501(C)3	10,000.	0.			RIGHTS & JUSTICE
YWCA OF GREATER PORTLAND PO BOX 4587 PORTLAND, OR 97209	**-***6984	501(C)3	10,000.	0.			RIGHTS & JUSTICE
TYPE MEDIA CENTER INC 116 EAST 16TH ST 8TH FLOOR NEW YORK, NY 10003	**-***6903	501(C)3	9,000.	0.			RIGHTS & JUSTICE
ORGANIZATION FOR BLACK STRUGGLE PO BOX 5277 SAINT LOUIS, MO 63116	**-***6344	501(C)4	6,000.	0.			DEMOCRACY
MISSOURI JOBS WITH JUSTICE 2725 CLIFTON AVE SAINT LOUIS, MO 63140	**-***4844	501(C)3	5,500.	0.			DEMOCRACY

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 for instructions and the latest information.

OMB No. 1545-0047

2022

Open to Public
Inspection

Name of the organization

PROTEUS FUND, INC.

Employer identification number

****-***3004**

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
1b		
2		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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

Schedule J (Form 990) 2022

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)	295,668.	0.	0.	0.	54,128.	349,796.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) MICHAEL JARVIS PROGRAM DIRECTOR-TAI	(i)	200,421.	0.	0.	0.	55,351.	255,772.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) JILL PRICE MARSHALL CHIEF OPERATING OFFICER	(i)	197,381.	0.	0.	0.	47,831.	245,212.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) EMILY HARRIS DIRECTOR DPF	(i)	193,985.	0.	0.	0.	34,605.	228,590.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) AMARDEEP SINGH BHALLA VP OF PROGRAMMING	(i)	175,356.	0.	0.	0.	34,388.	209,744.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) BEERY JIMENEZ DIRECTOR OF PHILANTHROPY &	(i)	165,414.	0.	0.	0.	41,617.	207,031.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) GAIL FULLER PROGRAM MANAGER DPF	(i)	143,066.	0.	0.	0.	26,548.	169,614.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(8) RYAN CHAVEZ CHIEF FINANCIAL OFFICER	(i)	145,439.	0.	0.	0.	19,969.	165,408.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(9) LA TONYA GREEN DIRECTOR WEAVERS PROGRAM	(i)	150,755.	0.	0.	0.	14,521.	165,276.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(10) ANDREW GRANT-THOMAS CO-DIRECTOR EMBRACE RACE	(i)	142,014.	0.	0.	0.	15,216.	157,230.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2022

Open to Public Inspection

Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
Attach to Form 990.

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

Department of the Treasury
Internal Revenue Service

Name of the organization: **PROTEUS FUND, INC.**
Employer identification number: ****-***3004**

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	96	4,560,269.	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 3 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) 2022

**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 for the latest information.

OMB No. 1545-0047

2022

Open to Public
Inspection

Name of the organization

PROTEUS FUND, INC.

Employer identification number

** - *** 3004

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 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
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:

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

Schedule O (Form 990) 2022

232211 10-28-22

Name of the organization PROTEUS FUND, INC.	Employer identification number ** - ***3004
---	---

**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:

PROGRAM SERVICE EXPENSES	6,228,859.
MANAGEMENT AND GENERAL EXPENSES	768,809.
FUNDRAISING EXPENSES	500,178.
TOTAL EXPENSES	7,497,846.
TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A	7,497,846.

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships
Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
Attach to Form 990.

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

OMB No. 1545-0047

2022

**Open to Public
Inspection**

Name of the organization

PROTEUS FUND, INC.

Employer identification number

**** - *** 3004**

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) 2022

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
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)	X	
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	X	
o Sharing of paid employees with related organization(s)	X	
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses	X	
r Other transfer of cash or property to related organization(s)		X
s 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) PROTEUS ACTION LEAGUE	B	661,250.	FMV
(2)			
(3)			
(4)			
(5)			
(6)			

Part VII Supplemental Information

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

Multiple horizontal lines for supplemental information.