

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491246002159	
Form 990-PF Department of the Treasury Internal Revenue Service		Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation ▶ Do not enter social security numbers on this form as it may be made public. ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.			OMB No 1545-0052 2018 Open to Public Inspection
For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018					
Name of foundation CHARTER FUND INC D/B/A CHARTER SCHOOL GROWTH FUND				A Employer identification number 05-0620063	
Number and street (or P.O. box number if mail is not delivered to street address) 10901 WEST 120TH AVENUE NO 450			Room/suite		
City or town, state or province, country, and ZIP or foreign postal code BROOMFIELD, CO 80021				B Telephone number (see instructions) (303) 217-8090	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change				D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 353,103,575		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	110,034,323			
	2 Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	8,384	8,384	8,384	
	4 Dividends and interest from securities	1,853,525	1,853,525	1,853,525	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	100,356,613			
	b Gross sales price for all assets on line 6a 119,248,278				
	7 Capital gain net income (from Part IV, line 2)		71,770,114		
	8 Net short-term capital gain			0	
	9 Income modifications			27,782,534	
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	4,008,016	1,493,898	4,008,016		
12 Total. Add lines 1 through 11	216,260,861	75,125,921	33,652,459		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,013,403	183,975	183,975	829,428
	14 Other employee salaries and wages	4,105,081	616,898	616,898	3,488,183
	15 Pension plans, employee benefits	895,671	150,148	150,148	745,523
	16a Legal fees (attach schedule)	26,055	16,694	16,694	9,361
	b Accounting fees (attach schedule)	39,041	7,808	7,808	31,233
	c Other professional fees (attach schedule)	249,868	7,865	7,865	242,003
	17 Interest	1,997,300	48,527	1,997,300	0
	18 Taxes (attach schedule) (see instructions)	1,484,052	0	0	1,484,052
	19 Depreciation (attach schedule) and depletion	7,564	7,564	7,564	
	20 Occupancy	207,922	0	0	207,922
	21 Travel, conferences, and meetings	685,955	0	0	685,955
	22 Printing and publications	35,845	0	0	35,845
	23 Other expenses (attach schedule)	4,598,839	483,632	46,444	2,180,515
	24 Total operating and administrative expenses. Add lines 13 through 23	15,346,596	1,523,111	3,034,696	9,940,020
	25 Contributions, gifts, grants paid	46,862,953			40,702,358
26 Total expenses and disbursements. Add lines 24 and 25	62,209,549	1,523,111	3,034,696	50,642,378	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	154,051,312				
b Net investment income (if negative, enter -0-)		73,602,810			
c Adjusted net income (if negative, enter -0-)			30,617,763		
For Paperwork Reduction Act Notice, see instructions.		Cat No 11289X		Form 990-PF (2018)	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	32,282,929	64,657,990	64,657,990
	2 Savings and temporary cash investments		75,228,599	75,228,599
	3 Accounts receivable ▶ <u>4,264</u>			
	Less allowance for doubtful accounts ▶ _____	5,009	4,264	4,264
	4 Pledges receivable ▶ <u>5,684,365</u>			
	Less allowance for doubtful accounts ▶ _____	3,031,275	5,684,365	5,684,365
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	198,973	173,136	173,136
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)	74,855,422	81,461,127	81,461,127
	Liabilities	11 Investments—land, buildings, and equipment basis ▶ _____		
Less accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)		0	29,171,903	29,171,903
14 Land, buildings, and equipment basis ▶ <u>91,573</u>				
Less accumulated depreciation (attach schedule) ▶ <u>70,772</u>		28,364	20,801	20,801
15 Other assets (describe ▶ _____)		106,774,122	96,701,390	96,701,390
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		217,176,094	353,103,575	353,103,575
17 Accounts payable and accrued expenses		1,256,188	651,743	
18 Grants payable			310,000	
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)		31,761,905	39,248,024	
22 Other liabilities (describe ▶ _____)		0	68,437	
23 Total liabilities (add lines 17 through 22)		33,018,093	40,278,204	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.		
	24 Unrestricted	135,238,141	235,698,584	
	25 Temporarily restricted	48,919,860	77,126,787	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	184,158,001	312,825,371		
31 Total liabilities and net assets/fund balances (see instructions) .	217,176,094	353,103,575		

Part III Analysis of Changes in Net Assets or Fund Balances		
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	184,158,001
2 Enter amount from Part I, line 27a	2	154,051,312
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	338,209,313
5 Decreases not included in line 2 (itemize) ▶ _____	5	25,383,942
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	312,825,371

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES		2017-01-01	2018-12-31
b DREAMBOX LEARNING, INC	P	2010-04-05	2018-09-04
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 17,381,983		17,645,021	-263,038
b 101,866,295		29,833,143	72,033,152
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			-263,038
b			72,033,152
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	71,770,114
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	80,483,924	94,219,865	0 854214
2016	90,434,336	97,487,321	0 927652
2015	84,117,313	85,725,532	0 981240
2014	71,745,539	87,863,810	0 816554
2013	60,694,239	80,912,310	0 750124

2 Total of line 1, column (d)	2	4 329784
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 865957
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	176,867,784
5 Multiply line 4 by line 3	5	153,159,896
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	736,028
7 Add lines 5 and 6	7	153,895,924
8 Enter qualifying distributions from Part XII, line 4	8	79,017,378

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	1,472,056
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	1,472,056
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,472,056
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	1,481,871
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	1,496,871
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	70
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	24,745
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 24,745 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA, ☐ CO, ☐ DE, ☐ TN, ☐ FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV <i>If "Yes," complete Part XIV</i>	9	Yes
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11	Yes	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>CHARTERGROWTHFUND.ORG</u>	13	Yes	
14	The books are in care of ▶ <u>JULIE MAIER</u> Telephone no ▶ <u>(303) 217-8090</u>			

Located at **▶** 10901 WEST 120TH AVENUE STE 450 BROOMFIELD CO ZIP+4 **▶** 80021

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>			
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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

5a	During the year did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☒ Yes ☐ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b	No
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	☒ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No		

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DARRYL COBB 10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021	PARTNER 40 00	280,500	25,810	0
KATHY HAMEL 10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021	PARTNER 40 00	269,500	25,810	0
ERIC CHAN 10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021	PARTNER 40 00	238,000	14,729	0
ALEJANDRO HERNANDEZ 10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021	PARTNER 40 00	217,002	21,144	0
LYDIA HOFFMAN 10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021	PARTNER 40 00	196,767	21,983	0
Total number of other employees paid over \$50,000.				24

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ERIC THOMAS 632 N ARMOUR STREET CHICAGO, IL 60642	CONSULTING/MARKET SUPPORT	114,000
LEVEL FIELD CHARTER PARTNERS LLC 3752 JOCELYN ST NW WASHINGTON, DC 20015	CONSULTING	110,000
BLOOMWELL GROUP 3042 LINCOLN BOULEVARD CLEVELAND, OH 44118	MARKET SUPPORT	68,700
MANATT PHELPS & PHILLIPS LLP 11355 W OLYMPIC BLVD LOS ANGELES, CA 900641614	LEGAL SERVICES	61,392
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 CHARTER FUND, INC (THE "FUND") PRIMARILY PROVIDES GRANTS AND LOANS TO CHARTER SCHOOL MANAGEMENT ORGANIZATIONS WHICH MANAGE AND GROW NETWORKS OF SCHOOLS. THE FUNDS ONLY SUPPORT ORGANIZATIONS WHICH CAN DEMONSTRATE AN IMPACT ON UNDERSERVED STUDENT POPULATIONS AND OUTSTANDING VALUE ADDED ACADEMIC GAINS. THE FUND FOCUSES ON GEOGRAPHIC AREAS SUPPORTIVE OF FURTHER EXPANSION OF CHARTER SCHOOLS. THE FUND DISTRIBUTED \$ 46,862,953 OF GRANTS TO OR FOR THE BENEFIT OF CHARTER SCHOOL MANAGEMENT ORGANIZATIONS AND INCURRED ADDITIONAL CHARITABLE EXPENSES OF \$ 12,974,716 DURING THE CALENDAR YEAR ENDED DECEMBER 31, 2018. IN ADDITION, THE FUND ISSUED \$28,375,000 OF LOANS TO CHARTER SCHOOL MANAGEMENT ORGANIZATIONS DURING THE CALENDAR YEAR ENDING DECEMBER 31, 2018. SEE PART IX-B AND XV FOR A DETAILED LISTING OF LOANS AND GRANTS DURING THE CURRENT YEAR.	88,212,669
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 PRI LOAN TO VALOR COLLEGIATE ACADEMIES TO SUPPORT CHARTER SCHOOL GROWTH	3,000,000
2 PRI LOAN TO BROOKLYN LABORATORY CHARTER SCHOOLS TO PROMOTE CHARTER SCHOOL GROWTH	2,500,000
All other program-related investments. See instructions.	
3 	22,875,000
Total. Add lines 1 through 3 ►	28,375,000

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	66,974,800
b	Average of monthly cash balances.	1b	62,757,178
c	Fair market value of all other assets (see instructions).	1c	49,829,224
d	Total (add lines 1a, b, and c).	1d	179,561,202
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	179,561,202
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,693,418
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	176,867,784
6	Minimum investment return. Enter 5% of line 5.	6	8,843,389

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

1	Minimum investment return from Part X, line 6.	1	
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	50,642,378
b	Program-related investments—total from Part IX-B.	1b	28,375,000
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	79,017,378
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	79,017,378

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ _____				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. **2015-08-20**

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	8,843,389	0	0	0	8,843,389
b 85% of line 2a	7,516,881	0	0	0	7,516,881
c Qualifying distributions from Part XII, line 4 for each year listed	79,017,378	80,517,436	90,450,081	84,117,313	334,102,208
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	79,017,378	80,517,436	90,450,081	84,117,313	334,102,208
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	5,895,593	3,140,662	3,249,577	2,857,518	15,143,350
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

KEVIN HALL CEO
10901 WEST 120TH AVENUE SUITE 450
BROOMFIELD, CO 80021
(303) 217-8090

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

CHARTER SCHOOL GROWTH FUND APPLICATIONS SHOULD BE SUBMITTED ONLINE AT WWW.CHARTERGROWTHFUND.ORG

c Any submission deadlines

VARIED THROUGHOUT YEAR

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

CHARTER FUND, INC (THE "FUND") PRIMARILY PROVIDES GRANTS AND LOANS TO CHARTER SCHOOL MANAGEMENT ORGANIZATIONS THAT MANAGE AND GROW NETWORKS OF SCHOOLS. THE FUNDS ONLY SUPPORT ORGANIZATIONS WHICH CAN DEMONSTRATE AN IMPACT ON UNDERSERVED STUDENT POPULATIONS AND OUTSTANDING VALUE ADDED ACADEMIC GAINS. THE FUND FOCUSES ON GEOGRAPHIC AREAS SUPPORTIVE OF FURTHER EXPANSION OF CHARTER SCHOOLS.

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ► 3a				
b <i>Approved for future payment</i> HARVARD UNIVERSITY MASSACHUSETTS HALL CAMBRIDGE, MA 02138	N/A	PC	CHARTER SCHOOL GROWTH	50,000
NATIONAL ALLIANCE FOR PUBLIC CHARTER SCHOOLS 1101 15TH ST NW SUITE 1010 WASHINGTON, DC 20005	N/A	PC	CHARTER SCHOOL GROWTH	10,000
NYOS CHARTER SCHOOL INC 12301 N LAMAR BLVD AUSTIN, TX 78730	N/A	PC	CHARTER SCHOOL GROWTH	250,000
Total ► 3b				

Enter gross amounts unless otherwise indicated

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

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

Sign Here  _____ 2019-06-_____
 Signature of officer or trustee Date

	Print/Type preparer's name	Preparer's Signature
--	----------------------------	----------------------

Paid Preparer Use Only	JENNIFER BECKER HARRIS	
	Firm's name ▶ CLARK NUBER PS	
	Firm's address ▶ 10900 NE 4TH ST SUITE 1400 BELLEVUE, WA 98004	

**Paid
Preparer
Use Only**

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
RICH BILLINGS	PARTNER/ASSISTANT SECRETARY 40 00	239,500	14,729	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				
KEVIN HALL	PRESIDENT/CEO 48 00	518,603	25,810	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				
JULIE MAIER	PARTNER/VICE PRESIDENT 40 00	255,300	25,810	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				
CARRIE WALTON-PENNER	DIRECTOR-CHAIR 1 00	0	0	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				
STACY SCHUSTERMAN	DIRECTOR-SECRETARY 1 00	0	0	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				
ALLAN GOLSTON	DIRECTOR-TREASURER 1 00	0	0	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				
JOHN FISHER	DIRECTOR 1 00	0	0	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				
JAMES RAHN	DIRECTOR 1 00	0	0	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				
MASON HAWKINS	DIRECTOR 1 00	0	0	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				
FIDEL VARGAS	DIRECTOR 1 00	0	0	0
10901 WEST 120TH AVE STE 450 BROOMFIELD, CO 80021				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACADEMIE LAFAYETTE 6903 OAK STREET KANSAS CITY, MO 64113	N/A	PC	CHARTER SCHOOL GROWTH	250,000
ACHIEVEMENT FIRST INC 370 JAMES ST SUITE 404 NEW HAVEN, CT 06513	N/A	PC	CHARTER SCHOOL GROWTH	420,000
ACHIEVEMENT FIRST INC 370 JAMES ST SUITE 404 NEW HAVEN, CT 06513	N/A	PC	CHARTER SCHOOL GROWTH	50,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACHIEVEMENT FIRST INC 370 JAMES ST SUITE 404 NEW HAVEN, CT 06513	N/A	PC	CHARTER SCHOOL GROWTH	150,000
ACHIEVEMENT FIRST INC 370 JAMES ST SUITE 404 NEW HAVEN, CT 06513	N/A	PC	CHARTER SCHOOL GROWTH	415,000
ALLIANCE FOR COLLEGE-READY PUBLIC SCHOOLS FACILITIES CORPORATION 601 SOUTH FIGUEROA STREET 4TH FLOOR LOS ANGELES, CA 90017	N/A	PC	CHARTER SCHOOL GROWTH	30,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARIZONA AGRIBUSINESS AND EQUINE CENTER 3636 N CENTRAL AVE SUITE 1050 PHOENIX, AZ 85012	N/A	PC	CHARTER SCHOOL GROWTH	500,000
ASCEND LEARNING INC 205 ROCKAWAY PARKWAY 6TH FLOOR BROOKLYN, NY 11212	N/A	PC	CHARTER SCHOOL GROWTH	366,576
ASPIRE PUBLIC SCHOOLS 1001 22ND AVENUE OAKLAND, CA 94606	N/A	PC	CHARTER SCHOOL GROWTH	68,500
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BARD COLLEGE CAMPUS ROAD PO BOX 5000 ANNANDALEONHUDSON, NY 12504	N/A	PC	CHARTER SCHOOL GROWTH	75,000
BELLWETHER EDUCATION PARTNERS INC 517 BOSTON POST ROAD 171 SUDBURY, MA 01776	N/A	PC	CHARTER SCHOOL GROWTH	80,000
BELLWETHER EDUCATION PARTNERS INC 517 BOSTON POST ROAD 171 SUDBURY, MA 01776	N/A	PC	CHARTER SCHOOL GROWTH	80,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BELLWETHER EDUCATION PARTNERS INC 517 BOSTON POST ROAD 171 SUDBURY, MA 01776	N/A	PC	CHARTER SCHOOL GROWTH	80,000
BETA FOUNDATION 9701 ALMEDA GENOA RD HOUSTON, TX 77075	N/A	PC	CHARTER SCHOOL GROWTH	375,000
BOOKER T WASHINGTON ACADEMY 804 STATE STREET NEW HAVEN, CT 06511	N/A	PC	CHARTER SCHOOL GROWTH	100,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BRIGHT STAR SCHOOLS 2636 MANSFIELD AVENUE LOS ANGELES, CA 90016	N/A	PC	CHARTER SCHOOL GROWTH	200,000
BRONX CHARTER SCHOOL FOR THE ARTS 950 LONGFELLOW AVENUE BRONX, NY 10474	N/A	PC	CHARTER SCHOOL GROWTH	100,000
BRONX CHARTER SCHOOL FOR THE ARTS 950 LONGFELLOW AVENUE BRONX, NY 10474	N/A	PC	CHARTER SCHOOL GROWTH	6,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BROOKE SCHOOL FOUNDATION 190 CUMMINS HIGHWAY ROSLINDALE, MA 02131	N/A	PC	CHARTER SCHOOL GROWTH	13,500
BTCS INC125 E SAN MARINO DRIVE MIAMI BEACH, FL 33129	N/A	PC	CHARTER SCHOOL GROWTH	700,000
CAPITAL PREPARATORY SCHOOLS INCORPORATED 40 MIDDLEFIELD STREET MIDDLETOWN, CT 06457	N/A	PC	CHARTER SCHOOL GROWTH	225,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAPSTONE EDUCATION GROUP INC 320 CAPENTER ST MEMPHIS, TN 38112	N/A	PC	CHARTER SCHOOL GROWTH	500,000
CARMEN SCHOOL OF SCIENCE AND TECHNOLOGY INC 1712 S 32ND ST MILWAUKEE, WI 53215	N/A	PC	CHARTER SCHOOL GROWTH	125,000
CITIZENS OF THE WORLD CHARTER SCHOOLS - LOS ANGELES 5371 WILSHIRE BLVD SUITE 210 LOS ANGELES, CA 90036	N/A	PC	CHARTER SCHOOL GROWTH	50,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY GARDEN MONTESSORI SCHOOL 1618 TOWER GROVE AVE ST LOUIS, MO 63110	N/A	PC	CHARTER SCHOOL GROWTH	33,500
COLLEGIATE ACADEMIES 5552 READ BOULEVARD NEW ORLEANS, LA 70127	N/A	PC	CHARTER SCHOOL GROWTH	325,000
COLLEGIATE ACADEMIES 5552 READ BOULEVARD NEW ORLEANS, LA 70127	N/A	PC	CHARTER SCHOOL GROWTH	475,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DC BILINGUAL PUBLIC CHARTER SCHOOL 33 RIGGS RD NE WASHINGTON, DC 20016	N/A	PC	CHARTER SCHOOL GROWTH	100,000
DREAM CHARTER SCHOOL 1991 SECOND AVENUE NEW YORK, NY 10029	N/A	PC	CHARTER SCHOOL GROWTH	40,000
DSST PUBLIC SCHOOLS FOUNDATION 3401 QUEBEC STREET SUITE 7200 DENVER, CO 80207	N/A	PC	CHARTER SCHOOL GROWTH	990
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DSST PUBLIC SCHOOLS FOUNDATION 3401 QUEBEC STREET SUITE 7200 DENVER, CO 80207	N/A	PC	CHARTER SCHOOL GROWTH	50,000
DSST PUBLIC SCHOOLS FOUNDATION 3401 QUEBEC STREET SUITE 7200 DENVER, CO 80207	N/A	PC	CHARTER SCHOOL GROWTH	30,000
EDNOVATE INC 350 S FIGUEROA ST SUITE 100 LOS ANGELES, CA 90071	N/A	PC	CHARTER SCHOOL GROWTH	100,000
Total ► 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ELSIE WHITLOW STOKES COMMUNITY FREEDOM PUBLIC CHARTER SCHOOL 3220 16TH ST NW WASHINGTON, DC 20010	N/A	PC	CHARTER SCHOOL GROWTH	100,000
EQUITAS ACADEMY CHARTER SCHOOL INC 1700 W PICO BLVD LOS ANGELES, CA 90015	N/A	PC	CHARTER SCHOOL GROWTH	250,000
EQUITAS ACADEMY CHARTER SCHOOL INC 1700 W PICO BLVD LOS ANGELES, CA 90015	N/A	PC	CHARTER SCHOOL GROWTH	250,000
Total			▶ 3a	40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EXCELLENCE COMMUNITY SCHOOLS INC 2090 7TH AVE SUITE 605 NEW YORK, NY 10027	N/A	PC	CHARTER SCHOOL GROWTH	325,000
EXCELLENCE COMMUNITY SCHOOLS INC 2090 7TH AVE SUITE 605 NEW YORK, NY 10027	N/A	PC	CHARTER SCHOOL GROWTH	100,000
EXCELLENCE COMMUNITY SCHOOLS INC 2090 7TH AVE SUITE 605 NEW YORK, NY 10027	N/A	PC	CHARTER SCHOOL GROWTH	450,000
Total			▶ 3a	40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FAMILY LIFE ACADEMY CHARTER SCHOOL 14 W 170TH ST BRONX, NY 10452	N/A	PC	CHARTER SCHOOL GROWTH	200,000
FIRSTLINE SCHOOLS INC 300 N BROAD ST SUITE 207 NEW ORLEANS, LA 70119	N/A	PC	CHARTER SCHOOL GROWTH	918,000
FIRSTLINE SCHOOLS INC 300 N BROAD ST SUITE 207 NEW ORLEANS, LA 70119	N/A	PC	CHARTER SCHOOL GROWTH	325,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FREEDOM PREPARATORY ACADEMY INC 964 FIELDS ROAD MEMPHIS, TN 38109	N/A	PC	CHARTER SCHOOL GROWTH	55,000
FREEDOM PREPARATORY ACADEMY INC 964 FIELDS ROAD MEMPHIS, TN 38109	N/A	PC	CHARTER SCHOOL GROWTH	27,000
FREEDOM PREPARATORY ACADEMY INC 964 FIELDS ROAD MEMPHIS, TN 38109	N/A	PC	CHARTER SCHOOL GROWTH	1,100,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRENCH & MONTESSORI EDUCATION INC 428 BROADWAY NEW ORLEANS, LA 70118	N/A	PC	CHARTER SCHOOL GROWTH	150,000
FRIENDS OF BREAKTHROUGH SCHOOLS 3615 SUPERIOR AVENUE SUITE 3103 A CLEVELAND, OH 44114	N/A	PC	CHARTER SCHOOL GROWTH	200,000
FRIENDS OF BROOKLYN LABORATORY CHARTER SCHOOLS 230 ASHLAND PLACE 19C BROOKLYN, NY 11217	N/A	PC	CHARTER SCHOOL GROWTH	325,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF BROOKLYN LABORATORY CHARTER SCHOOLS 230 ASHLAND PLACE 19C BROOKLYN, NY 11217	N/A	PC	CHARTER SCHOOL GROWTH	400,000
FRIENDSHIP ACADEMY OF THE ARTS 2600 38TH ST MINNEAPOLIS, MN 55406	N/A	PC	CHARTER SCHOOL GROWTH	150,000
GABRIELLA CHARTER SCHOOLS 1435 LOGAN ST LOS ANGELES, CA 90026	N/A	PC	CHARTER SCHOOL GROWTH	500,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GEM INNOVATION SCHOOLS FOUNDATION LLC 1451 JESSIE CLARK LANE POCATELLO, ID 83202	N/A	PC	CHARTER SCHOOL GROWTH	400,000
GEM INNOVATION SCHOOLS FOUNDATION LLC 1451 JESSIE CLARK LANE POCATELLO, ID 83202	N/A	PC	CHARTER SCHOOL GROWTH	400,000
GREEN DOT PUBLIC SCHOOLS TENNESSEE 350 S FIGUEROA ST SUITE 213 LOS ANGELES, CA 90071	N/A	PC	CHARTER SCHOOL GROWTH	500,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GRIMMWAY SCHOOLS 5080 CALIFORNIA AVENUE SUITE 100 BAKERSFIELD, CA 93309	N/A	PC	CHARTER SCHOOL GROWTH	200,000
HERRON HIGH SCHOOL INC 110 E 16TH ST INDIANAPOLIS, IN 46202	N/A	PC	CHARTER SCHOOL GROWTH	300,000
HOUSTON GATEWAY ACADEMY INC 7310 BOWIE ST HOUSTON, TX 77012	N/A	PC	CHARTER SCHOOL GROWTH	150,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HUGHEN CENTER INC2849 9TH AVENUE PORT ARTHUR, TX 77642	N/A	PC	CHARTER SCHOOL GROWTH	325,000
HUGHEN CENTER INC2849 9TH AVENUE PORT ARTHUR, TX 77642	N/A	PC	CHARTER SCHOOL GROWTH	500,000
HYNES CHARTER SCHOOL CORPORATION 990 HARRISON AVENUE NEW ORLEANS, LA 70124	N/A	PC	CHARTER SCHOOL GROWTH	250,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IDEA PUBLIC SCHOOLS 2115 W PIKE BLVD WESLACO, TX 78596	N/A	PC	CHARTER SCHOOL GROWTH	1,000,000
IDEA PUBLIC SCHOOLS 2115 W PIKE BLVD WESLACO, TX 78596	N/A	PC	CHARTER SCHOOL GROWTH	100,000
IDEA PUBLIC SCHOOLS 2115 W PIKE BLVD WESLACO, TX 78596	N/A	PC	CHARTER SCHOOL GROWTH	4,900,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IMPACT PUBLIC SCHOOLS 5108 NE 42ND ST SEATTLE, WA 98105	N/A	PC	CHARTER SCHOOL GROWTH	300,000
INSPIRENOLA CHARTER SCHOOLS 3520 GENERAL DEGAULLE DRIVE SUITE 4040 NEW ORLEANS, LA 70114	N/A	PC	CHARTER SCHOOL GROWTH	100,000
INSPIRENOLA CHARTER SCHOOLS 3520 GENERAL DEGAULLE DRIVE SUITE 4040 NEW ORLEANS, LA 70114	N/A	PC	CHARTER SCHOOL GROWTH	1,500,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTREPID COLLEGE PREPARATORY INCORPORATED 5221 HICKORY HOLLOW PKWY ANTIOCH, TN 37013	N/A	PC	CHARTER SCHOOL GROWTH	200,000
KIPP BAY AREA SCHOOLS 1404 FRANKLIN ST OAKLAND, CA 94612	N/A	PC	CHARTER SCHOOL GROWTH	720,000
KIPP COLORADO SCHOOLS 375 S TEJON ST DENVER, CO 80223	N/A	PC	CHARTER SCHOOL GROWTH	250,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIPP ENC PUBLIC SCHOOLS 320 PLEASANT HILL ROAD GASTON, NC 27832	N/A	PC	CHARTER SCHOOL GROWTH	250,000
KIPP FOUNDATION 135 MAIN STREET SUITE 1700 SAN FRANCISCO, CA 94105	N/A	PC	CHARTER SCHOOL GROWTH	600,000
KIPP INC10711 KIPP WAY HOUSTON, TX 77099	N/A	PC	CHARTER SCHOOL GROWTH	750,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIPP LA SCHOOLS 4800 E CESAR CHAVEZ AVE LOS ANGELES, CA 90022	N/A	PC	CHARTER SCHOOL GROWTH	352,125
KIPP MEMPHIS INC 2670 UNION AVENUE EXTENDED SUITE 1100 MEMPHIS, TN 38112	N/A	PC	CHARTER SCHOOL GROWTH	12,000
KIPP MEMPHIS INC 2670 UNION AVENUE EXTENDED SUITE 1100 MEMPHIS, TN 38112	N/A	PC	CHARTER SCHOOL GROWTH	27,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIPP MEMPHIS INC 2670 UNION AVENUE EXTENDED SUITE 1100 MEMPHIS, TN 38112	N/A	PC	CHARTER SCHOOL GROWTH	350,000
KIPP METRO ATLANTA COLLABORATIVE INC 350 TEMPLE STREET NW ATLANTA, GA 30314	N/A	PC	CHARTER SCHOOL GROWTH	275,000
KIPP METRO ATLANTA COLLABORATIVE INC 350 TEMPLE STREET NW ATLANTA, GA 30314	N/A	PC	CHARTER SCHOOL GROWTH	375,000
Total			▶ 3a	40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIPP NASHVILLE123 DOUGLAS AVENUE NASHVILLE, TN 37207	N/A	PC	CHARTER SCHOOL GROWTH	25,000
KIPP NASHVILLE123 DOUGLAS AVENUE NASHVILLE, TN 37207	N/A	PC	CHARTER SCHOOL GROWTH	525,000
KIPP NEW JERSEY60 PARK PLACE NEWARK, NJ 07102	N/A	PC	CHARTER SCHOOL GROWTH	169,263
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIPP NEW YORK INC 250 E 156 STREET 4TH FLOOR BRONX, NY 10451	N/A	SO II	CHARTER SCHOOL GROWTH	150,000
KIPP NEW YORK INC 250 E 156 STREET 4TH FLOOR BRONX, NY 10451	N/A	SO II	CHARTER SCHOOL GROWTH	150,000
LAWNDALE EDUCATIONAL AND REGIONAL NETWORK CHARTER SCHOOL 212 S FRANCISCO CHICAGO, IL 60612	N/A	PC	CHARTER SCHOOL GROWTH	650,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEAD PUBLIC SCHOOLS INC 531 METROPLEX DR SUITE A-200 NASHVILLE, TN 37211	N/A	PC	CHARTER SCHOOL GROWTH	300,000
LIBERTAS SCHOOL3777 EDENBURG DR MEMPHIS, TN 38127	N/A	PC	CHARTER SCHOOL GROWTH	100,000
LIGHTHOUSE ACADEMIES OF TULSA INC 105 E 63RD ST N TULSA, OK 74126	N/A	PC	CHARTER SCHOOL GROWTH	75,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MASTERY CHARTER SCHOOLS FOUNDATION 5700 WAYNE AVENUE PHILADELPHIA, PA 19144	N/A	PC	CHARTER SCHOOL GROWTH	40,000
MASTERY CHARTER SCHOOLS FOUNDATION 5700 WAYNE AVENUE PHILADELPHIA, PA 19144	N/A	PC	CHARTER SCHOOL GROWTH	253,895
MATHEMATICS SCIENCE & TECHNOLOGY COMMUNITY CHARTER SCHOOL 1800 BYBERRY ROAD PHILADELPHIA, PA 19116	N/A	PC	CHARTER SCHOOL GROWTH	150,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MATHEMATICS SCIENCE & TECHNOLOGY COMMUNITY CHARTER SCHOOL 1800 BYBERRY ROAD PHILADELPHIA, PA 19116	N/A	PC	CHARTER SCHOOL GROWTH	350,000
MEMPHIS BUSINESS ACADEMY 2450 FRAYSER BLVD MEMPHIS, TN 38127	N/A	PC	CHARTER SCHOOL GROWTH	250,000
MEMPHIS BUSINESS ACADEMY 2450 FRAYSER BLVD MEMPHIS, TN 38127	N/A	PC	CHARTER SCHOOL GROWTH	200,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MEMPHIS EDUCATION FUND INC 1350 CONCOURSE AVE SUITE 434 MEMPHIS, TN 38104	N/A	PC	CHARTER SCHOOL GROWTH	150,000
MISSION ACHIEVEMENT AND SUCCESS EDUCATION FOUNDATION INC 1718 YALE BLVD SE ALBUQUERQUE, NM 87106	N/A	PC	CHARTER SCHOOL GROWTH	600,000
NATIONAL ALLIANCE FOR PUBLIC CHARTER SCHOOLS 1101 15TH ST NW SUITE 1010 WASHINGTON, DC 20005	N/A	PC	CHARTER SCHOOL GROWTH	100,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL CHARTER COLLABORATIVE 605 SW 108TH ST SEATTLE, WA 98146	N/A	PC	CHARTER SCHOOL GROWTH	10,000
NATIONAL CHARTER COLLABORATIVE 605 SW 108TH ST SEATTLE, WA 98146	N/A	PC	CHARTER SCHOOL GROWTH	10,000
NAVIGATOR SCHOOLS277 IOOF AVE GILROY, CA 95020	N/A	PC	CHARTER SCHOOL GROWTH	300,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NAVIGATOR SCHOOLS277 IOOF AVE GILROY, CA 95020	N/A	PC	CHARTER SCHOOL GROWTH	300,000
NEW VISION INC 297 PLUS PARK BOULEVARD NASHVILLE, TN 37217	N/A	PC	CHARTER SCHOOL GROWTH	4,500
NOBLE NETWORK OF CHARTER SCHOOLS 1 N STATE STREET FLOOR 7L CHICAGO, IL 60602	N/A	PC	CHARTER SCHOOL GROWTH	100,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NOBLE NETWORK OF CHARTER SCHOOLS 1 N STATE STREET FLOOR 7L CHICAGO, IL 60602	N/A	PC	CHARTER SCHOOL GROWTH	60,000
OXFORD DAY ACADEMY 1001 BEECH STREET EAST PALO ALTO, CA 94303	N/A	PC	CHARTER SCHOOL GROWTH	100,000
PARAMOUNT SCHOOL OF EXCELLENCE INCORPORATED 350 MASSACHUSETTES AVE SUITE 300 INDIANAPOLIS, IN 46204	N/A	PC	CHARTER SCHOOL GROWTH	250,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PURDUE POLYTECHNIC HIGH SCHOOL OF INDIANAPOLIS 525 SOUTH MERIDIAN STREET SUITE 1A5 INDIANAPOLIS, IN 46225	N/A	PC	CHARTER SCHOOL GROWTH	500,000
REGENERATION SCHOOLS 110 E 61ST STREET CHICAGO, IL 60637	N/A	PC	CHARTER SCHOOL GROWTH	200,000
REPUBLIC CHARTER SCHOOLS 3307 BRICK CHURCH PIKE NASHVILLE, TN 37207	N/A	PC	CHARTER SCHOOL GROWTH	125,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REPUBLIC CHARTER SCHOOLS 3307 BRICK CHURCH PIKE NASHVILLE, TN 37207	N/A	PC	CHARTER SCHOOL GROWTH	300,000
RESPONSIVE EDUCATION SOLUTIONS 1301 WATERS RIDGE DR LEWISVILLE, TX 75057	N/A	PC	CHARTER SCHOOL GROWTH	150,000
REX AND MARGARET FORTUNE SCHOOL OF EDUCATION 2890 GATEWAY OAKS DR 100 SACRAMENTO, CA 95833	N/A	PC	CHARTER SCHOOL GROWTH	225,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ROCKETSHIP EDUCATION DC INC 350 TWIN DOLPHIN DRIVE SUITE 109 REDWOOD CITY, CA 94065	N/A	PC	CHARTER SCHOOL GROWTH	500,000
ROCKY MOUNTAIN PREPARATORY SCHOOL 7808 CHERRY CREEK S DR 3-301 DENVER, CO 80231	N/A	PC	CHARTER SCHOOL GROWTH	45,000
ROCKY MOUNTAIN PREPARATORY SCHOOL 7808 CHERRY CREEK S DR 3-301 DENVER, CO 80231	N/A	PC	CHARTER SCHOOL GROWTH	325,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ROOTS ELEMENTARY SCHOOL 3350 NORTH HUDSON ST DENVER, CO 80205	N/A	PC	CHARTER SCHOOL GROWTH	500
SCUOLA VITA NUOVA 535 GARFIELD AVENUE KANSAS CITY, MO 64124	N/A	PC	CHARTER SCHOOL GROWTH	200,000
STEM PREPARATORY SCHOOLS INC 3200 W ADAMS BLVD LOS ANGELES, CA 90018	N/A	PC	CHARTER SCHOOL GROWTH	200,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STEM PREPARATORY SCHOOLS INC 3200 W ADAMS BLVD LOS ANGELES, CA 90018	N/A	PC	CHARTER SCHOOL GROWTH	100,000
STRIVE PREPARATORY SCHOOLS 2960 N SPEER BLVD BUILDING 1913 DENVER, CO 80211	N/A	PC	CHARTER SCHOOL GROWTH	300,000
SUCCESS ACADEMY CHARTER SCHOOLS 95 PINE STREET 6TH FLOOR NEW YORK, NY 10005	N/A	PC	CHARTER SCHOOL GROWTH	500,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE ACADEMY CHARTER SCHOOL 117 N FRANKLIN STREET HEMPSTEAD, NY 11550	N/A	PC	CHARTER SCHOOL GROWTH	30,000
THE ACADEMY CHARTER SCHOOL 117 N FRANKLIN STREET HEMPSTEAD, NY 11550	N/A	PC	CHARTER SCHOOL GROWTH	250,000
THE ACADEMY CHARTER SCHOOL 117 N FRANKLIN STREET HEMPSTEAD, NY 11550	N/A	PC	CHARTER SCHOOL GROWTH	325,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE ACADEMY CHARTER SCHOOL 117 N FRANKLIN STREET HEMPSTEAD, NY 11550	N/A	PC	CHARTER SCHOOL GROWTH	250,000
THRIVE PUBLIC SCHOOLS 2711 BAINBRIDGE ROAD SAN DIEGO, CA 92106	N/A	PC	CHARTER SCHOOL GROWTH	40,000
TULSA HONOR ACADEMY 209 S LAKEWOOD AVE TULSA, OK 74112	N/A	PC	CHARTER SCHOOL GROWTH	200,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNCOMMON SCHOOLS INC 826 BROADWAY 9TH FLOOR NEW YORK, NY 10003	N/A	PC	CHARTER SCHOOL GROWTH	112,842
UNCOMMON SCHOOLS INC 826 BROADWAY 9TH FLOOR NEW YORK, NY 10003	N/A	PC	CHARTER SCHOOL GROWTH	200,000
UNCOMMON SCHOOLS INC 826 BROADWAY 9TH FLOOR NEW YORK, NY 10003	N/A	PC	CHARTER SCHOOL GROWTH	166,667
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY PREPARATORY SCHOOLS 2409 ARAPAHOE ST DENVER, CO 80205	N/A	PC	CHARTER SCHOOL GROWTH	32,500
UPLIFT EDUCATION606 ROYAL LANE IRVING, TX 75039	N/A	PC	CHARTER SCHOOL GROWTH	4,000
UPLIFT EDUCATION606 ROYAL LANE IRVING, TX 75039	N/A	PC	CHARTER SCHOOL GROWTH	75,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UPLIFT EDUCATION606 ROYAL LANE IRVING, TX 75039	N/A	PC	CHARTER SCHOOL GROWTH	900,000
VISTA COLLEGE PREPARATORY INC 812 S 6TH AVE PHOENIX, AZ 85003	N/A	PC	CHARTER SCHOOL GROWTH	40,000
VISTA COLLEGE PREPARATORY INC 812 S 6TH AVE PHOENIX, AZ 85003	N/A	PC	CHARTER SCHOOL GROWTH	350,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VOICES COLLEGE-BOUND LANGUAGE ACADEMIES 4075 SACRAMENTO AVE SAN JOSE, CA 95111	N/A	PC	CHARTER SCHOOL GROWTH	550,000
WASHINGTON LEADERSHIP ACADEMY 3015 4TH STREET NE WASHINGTON, DC 20017	N/A	PC	CHARTER SCHOOL GROWTH	100,000
WILDER FOUNDATION 830 N LA BREA AVE INGLEWOOD, CA 90302	N/A	PC	CHARTER SCHOOL GROWTH	8,000
Total ▶ 3a				40,702,358

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YES PREP PUBLIC SCHOOLS INC 6201 BONHOMME ROAD SUITE 168N HOUSTON, TX 77036	N/A	PC	CHARTER SCHOOL GROWTH	500,000
ZETA CHARTER SCHOOLS INC 652 W 187TH ST NEW YORK, NY 10033	N/A	PC	CHARTER SCHOOL GROWTH	500,000
Total ▶ 3a				40,702,358

TY 2018 Accounting Fees Schedule**Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	39,041	7,808	7,808	31,233

TY 2018 All Other Program Related Investments Schedule

Name: CHARTER FUND INC
D/B/A CHARTER SCHOOL GROWTH FUND
EIN: 05-0620063

Category	Amount
PRI LOAN TO FRIENDS OF COLLEGIATE ACADEMIES, INC. TO SUPPORT CHARTER SCHOOL GROWTH	2,500,000
PRI LOAN TO KIPP NEW JERSEY TO SUPPORT CHARTER SCHOOL GROWTH	2,500,000
PRI LOAN TO IDEA PUBLIC SCHOOLS TO SUPPORT CHARTER SCHOOL GROWTH	2,200,000
PRI LOAN TO EDNOVATE, INC. TO SUPPORT CHARTER SCHOOL GROWTH	2,000,000
PRI LOAN TO EDNOVATE, INC. TO SUPPORT CHARTER SCHOOL GROWTH	2,000,000
PRI LOAN TO RMP BERKELEY FACILITY, LLC TO SUPPORT CHARTER SCHOOL GROWTH	1,600,000
PRI LOAN TO FIRSTLINE SCHOOLS, INC. TO SUPPORT CHARTER SCHOOL GROWTH	918,000
PRI LOAN TO KIPP NEW YORK, INC. TO SUPPORT CHARTER SCHOOL GROWTH	900,000
PRI LOAN TO KIPP NEW YORK, INC. TO SUPPORT CHARTER SCHOOL GROWTH	800,000
PRI LOAN TO UNCOMMON SCHOOLS, INC. TO SUPPORT CHARTER SCHOOL GROWTH	800,000
PRI LOAN TO EDNOVATE, INC. TO SUPPORT CHARTER SCHOOL GROWTH	700,000
PRI LOAN TO ACHIEVEMENT FIRST BROOKLYN CHARTER SCHOOLS TO SUPPORT CHARTER SCHOOL GROWTH	682,000
PRI LOAN TO ZETA CHARTER SCHOOLS, INC. TO SUPPORT CHARTER SCHOOL GROWTH	600,000
PRI LOAN TO KIPP METRO ATLANTA COLLABORATIVE, INC. TO SUPPORT CHARTER SCHOOL GROWTH	500,000
PRI LOAN TO THE ACADEMY CHARTER SCHOOL TO SUPPORT CHARTER SCHOOL GROWTH	500,000
PRI LOAN TO ZETA CHARTER SCHOOLS, INC. TO SUPPORT CHARTER SCHOOL GROWTH	500,000
PRI LOAN TO ZETA CHARTER SCHOOLS, INC. TO SUPPORT CHARTER SCHOOL GROWTH	500,000
PRI LOAN TO ASCEND LEARNING, INC. TO SUPPORT CHARTER SCHOOL GROWTH	400,000
PRI LOAN TO RHODE ISLAND MAYORAL ACADEMY BLACKSTONE VALLEY PREP TO SUPPORT CHARTER SCHOOL GROWTH	350,000
PRI LOAN TO BRIGHT STAR SCHOOLS TO SUPPORT CHARTER SCHOOL GROWTH	350,000
PRI LOAN TO ACHIEVEMENT FIRST BROOKLYN CHARTER SCHOOLS TO SUPPORT CHARTER SCHOOL GROWTH	300,000
PRI LOAN TO FRIENDS OF BREAKTHROUGH SCHOOLS TO SUPPORT CHARTER SCHOOL GROWTH	300,000
PRI LOAN TO URBAN ASSEMBLY CHARTER SCHOOL FOR COMPUTER SCIENCE TO SUPPORT CHARTER SCHOOL GROWTH	300,000
PRI LOAN TO KIPP NEW JERSEY TO SUPPORT CHARTER SCHOOL GROWTH	250,000
PRI LOAN TO KIPP METRO ATLANTA COLLABORATIVE, INC. TO SUPPORT CHARTER SCHOOL GROWTH	225,000
PRI LOAN TO INSPIRENOLA CHARTER SCHOOLS TO SUPPORT CHARTER SCHOOL GROWTH	100,000
PRI LOAN TO UNCOMMON SCHOOLS, INC. TO SUPPORT CHARTER SCHOOL GROWTH	100,000

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Expenditure Responsibility Statement

Name: CHARTER FUND INC
D/B/A CHARTER SCHOOL GROWTH FUND
EIN: 05-0620063

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
DREAMBOX LEARNING INC	600 108TH AVE NE SUITE 805 BELLEVUE, WA 98004	2010-04-15	15,000,000	PROGRAM RELATED INVESTMENT - CHARTER FUND, INC ACQUIRED SUBSTANTIALLY ALL THE ASSETS (EXCLUDING ANY ASSETS SUBJECT TO LIABILITIES) OF DREAMBOX LEARNING, INC DREAMBOX LEARNING INC IS AN EARLY-STAGE, FOR-PROFIT SOFTWARE COMPANY THAT PROVIDES ADAPTIVE LEARNING SOFTWARE FOR ELEMENTARY SCHOOL-AGE CHILDREN	15,000,000	NONE	01/28/18, 02/28/18, 07/27/18, 09/04/18		FINANCIAL REPORTS ARE RECEIVED ON A QUARTERLY BASIS THE PRESIDENT/CEO OF CHARTER FUND, INC SITS ON THE BOARD OF DIRECTORS OF DREAMBOX LEARNING, INC

TY 2018 Investments Corporate Bonds Schedule

Name: CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BAIRD SHORT-TERM BOND FUND CLASS INSTITUTIONAL	81,461,127	81,461,127

TY 2018 Investments - Other Schedule**Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DREAMBOX HOLDINGS LLC - MISSION RELATED INVESTMENT	AT COST	20,361,699	20,361,699
OWL VENTURES III, LP	AT COST	8,810,204	8,810,204

**TY 2018 Land, Etc.
Schedule****Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT AND SOFTWARE	49,972	49,972	0	
FF&E	41,601	20,800	20,801	20,801

TY 2018 Legal Fees Schedule**Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	26,055	16,694	16,694	9,361

TY 2018 Mortgages and Notes Payable Schedule

Name: CHARTER FUND INC
D/B/A CHARTER SCHOOL GROWTH FUND
EIN: 05-0620063

Total Mortgage Amount:

Mortgages and Notes Payable Schedule

Item No.	1
Lender's Name	LANDSDALE AVENUE LLC
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	2,000,000
Balance Due	2,000,000
Date of Note	2015-12
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	2
Lender's Name	TORTORA SILCOX FAMILY FOUNDATION
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	1,300,000
Balance Due	1,300,000
Date of Note	2015-12
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	3
Lender's Name	THE LUBERT FAMILY FOUNDATION INC
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	50,000
Balance Due	42,680
Date of Note	2016-12
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	4
Lender's Name	THE MICHAELS ORGANIZATION
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	250,000
Balance Due	224,868
Date of Note	2016-12
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	5
Lender's Name	THE COOPER FOUNDATION
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	250,000
Balance Due	213,398
Date of Note	2016-12
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	6
Lender's Name	GKA HOLDINGS
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	1,000,000
Balance Due	853,593
Date of Note	2016-12
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	7
Lender's Name	WALTON - CAMDEN FACILITY FUND
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	5,000,000
Balance Due	4,374,001
Date of Note	2017-11
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	8
Lender's Name	LAURA & JOHN ARNOLD FOUNDATION
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	4,100,000
Balance Due	3,500,186
Date of Note	2018-07
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	9
Lender's Name	CHARLES & LYNN SCHUSTERMAN FAMILY FOUNDATION
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	2,500,000
Balance Due	299,651
Date of Note	2016-10
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	10
Lender's Name	CHARLES & LYNN SCHUSTERMAN FAMILY FOUNDATION
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	10,000,000
Balance Due	6,412,179
Date of Note	2016-10
Maturity Date	2025-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	11
Lender's Name	THE WALTON FAMILY FOUNDATION - CSGF REVOLVING FACILITIES FUND
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	10,000,000
Balance Due	2,799,651
Date of Note	2016-10
Maturity Date	2022-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	12
Lender's Name	THE WALTON FAMILY FOUNDATION - CSGF FACILITY FUND II
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	10,000,000
Balance Due	6,412,179
Date of Note	2016-10
Maturity Date	2025-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	13
Lender's Name	THE WALTON FAMILY FOUNDATION - MEMPHIS FACILITY FUND
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	5,000,000
Balance Due	4,381,940
Date of Note	2017-12
Maturity Date	2026-12
Repayment Terms	0% INTEREST PER ANNUM
Interest Rate	0.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	14
Lender's Name	BILL AND MELINDA GATES FOUNDATION
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	10,000,000
Balance Due	6,433,698
Date of Note	2016-10
Maturity Date	2025-12
Repayment Terms	1% INTEREST PER ANNUM
Interest Rate	1.000000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

Mortgages and Notes Payable Schedule

Item No.	15
Lender's Name	TOM RUSSELL CHARITABLE FOUNDATION INC
Lender's Title	
Relationship to Insider	NONE
Original Amount of Loan	100,000
Balance Due	0
Date of Note	2016-08
Maturity Date	2018-09
Repayment Terms	2.5% PER ANNUM
Interest Rate	2.500000000000
Security Provided by Borrower	NONE
Purpose of Loan	FINANCE CONSTRUCTION & IMPROVEMENT OF HIGH QUALITY CHARTER SCHOOL FACILITIES
Description of Lender Consideration	NONE
Consideration FMV	

TY 2018 Other Assets Schedule**Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT IN DREAMBOX LEARNING, INC - PROGRAM RELATED INVESTMENT	15,000,000	0	0
INVESTMENT IN DREAMBOX LEARNING, INC - MISSION RELATED INVESTMENT	10,138,500	0	0
CHARTER SCHOOL LOANS - PROGRAM RELATED INVESTMENTS	81,635,622	91,706,562	91,706,562
SECURITY DEPOSITS	0	8,783	8,783
ESCROW DEPOSIT RECEIVABLE	0	4,986,045	4,986,045

TY 2018 Other Decreases Schedule**Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063

Description	Amount
CHANGE IN UNREALIZED LOSS	25,383,942

TY 2018 Other Expenses Schedule

Name: CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POSTAGE	3,134	0	0	3,134
DUES & SUBSCRIPTIONS	2,432	0	0	2,432
INSURANCE	42,798	0	0	42,798
TELEPHONE & INTERNET	153,260	0	0	153,260
SUPPLIES	29,906	0	0	29,908
PUBLIC RELATIONS	41,999	0	0	41,999
EVENTS	489,727	0	0	489,727
CONTRACT LABOR	59,024	0	0	59,024
EQUIPMENT EXPENSE	184,392	0	0	184,392
EMPLOYEE EXPENSE	77,538	0	0	77,538

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BAD DEBT	2,343,462	0	0	0
MARKET SUPPORT	1,118,195	0	0	737,695
EXPENSES FROM PARTNERSHIP ACTIVITY	0	437,188	0	0
ACCRUAL TO CASH ADJUSTMENT	0	0	0	358,608
PENALTIES	6,528	0	0	0
LOAN INTEREST FORGIVENESS	46,444	46,444	46,444	0

TY 2018 Other Income Schedule**Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NET IMPUTED INTEREST ON PRI LOANS	2,514,118	0	2,514,118
INTEREST INCOME FROM PROGRAM RELATED INVESTMENTS	1,493,898	1,493,898	1,493,898

TY 2018 Other Liabilities Schedule**Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063

Description	Beginning of Year - Book Value	End of Year - Book Value
CREDIT CARDS PAYABLE	0	68,437

TY 2018 Other Professional Fees Schedule**Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL SERVICES	242,003	0	0	242,003
INVESTMENT MANAGEMENT FEES	7,865	7,865	7,865	0

TY 2018 Taxes Schedule**Name:** CHARTER FUND INC

D/B/A CHARTER SCHOOL GROWTH FUND

EIN: 05-0620063

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	1,477,400	0	0	1,477,400
OTHER TAXES	6,652	0	0	6,652

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491246002159	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Go to www.irs.gov/Form990 for the latest information			OMB No 1545-0047 2018
Name of the organization CHARTER FUND INC D/B/A CHARTER SCHOOL GROWTH FUND				Employer identification number 05-0620063	

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

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

Name of organization CHARTER FUND INC D/B/A CHARTER SCHOOL GROWTH FUND	Employer identification number 05-0620063
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Part I **Contributors** (See Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Employer identification number

05-0620063

Part II	Noncash Property
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Schedule B (Form 990, 990-EZ, or 990-PF) (2018)

Name of organization CHARTER FUND INC D/B/A CHARTER SCHOOL GROWTH FUND	Employer identification number 05-0620063
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	

Additional Data

Software ID:
Software Version:
EIN: 05-0620063
Name: CHARTER FUND INC
D/B/A CHARTER SCHOOL GROWTH FUND

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	ARTHUR ROCK & TONI REMBE ROCK	\$ 2,000,000	Person ☒
	ONE MARITIME PLAZA SUITE 1220		Payroll ☐
	SAN FRANCISCO, CA 94111		Noncash ☐ (Complete Part II for noncash contributions)
<u>2</u>	CARNEGIE CORPORATION OF NEW YORK	\$ 2,107,700	Person ☒
	437 MADISON AVENUE 31ST FLOOR		Payroll ☐
	NEW YORK, NY 10022		Noncash ☐ (Complete Part II for noncash contributions)
<u>3</u>	CHARLES & LYNN SCHUSTERMAN FAMILY FOUNDATION	\$ 1,199,003	Person ☒
	110 WEST 7TH STREET SUITE 2000		Payroll ☐
	TULSA, OK 74119		Noncash ☐ (Complete Part II for noncash contributions)
<u>4</u>	COMMUNITY FOUNDATION OF GREATER MEMPHIS	\$ 3,000,000	Person ☒
	1900 UNION AVE		Payroll ☐
	MEMPHIS, TN 38104		Noncash ☐ (Complete Part II for noncash contributions)
<u>5</u>	DANIELS FUND	\$ 1,000,000	Person ☒
	101 MONROE STREET		Payroll ☐
	DENVER, CO 80206		Noncash ☐ (Complete Part II for noncash contributions)
<u>6</u>	DORIS & DONALD FISHER FUND	\$ 6,000,000	Person ☒
	ONE MARITIME PLAZA SUITE 1550		Payroll ☐
	SAN FRANCISCO, CA 94111		Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	GATES PHILANTHROPY PARTNERS	\$ 250,000	Person ☒
	1199 NORTH FAIRFAX STREET SUITE 300		Payroll ☐
	ALEXANDRIA, VA 22314		Noncash ☐ (Complete Part II for noncash contributions)
<u>8</u>	GOLDMAN SACHS PHILANTHROPY FUND	\$ 3,500,000	Person ☒
	PO BOX 15203		Payroll ☐
	ALBANY, NY 12212		Noncash ☐ (Complete Part II for noncash contributions)
<u>9</u>	JA AND KATHRYN ALBERTSON FAMILY FOUNDATION	\$ 300,000	Person ☒
	501 BAYBROOK CT		Payroll ☐
	BOISE, ID 83706		Noncash ☐ (Complete Part II for noncash contributions)
<u>10</u>	JR HYDE III FAMILY FOUNDATION	\$ 749,329	Person ☒
	17 WEST PONTOTOC AVENUE STE 200		Payroll ☐
	MEMPHIS, TN 38103		Noncash ☐ (Complete Part II for noncash contributions)
<u>11</u>	KLEINHEINZ FAMILY ENDOWMENT FOR THE ARTS AND EDUCATION	\$ 300,000	Person ☒
	301 COMMERCE ST SUITE 1900		Payroll ☐
	FORT WORTH, TX 76102		Noncash ☐ (Complete Part II for noncash contributions)
<u>12</u>	LAURA AND JOHN ARNOLD FOUNDATION	\$ 5,610,680	Person ☒
	1717 WEST LOOP SOUTH SUITE 1800		Payroll ☐
	HOUSTON, TX 77027		Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	MICHAEL & SUSAN DELL FOUNDATION	\$ 1,600,000	Person ☒
	PO BOX 163867		Payroll ☐
	AUSTIN, TX 78716		Noncash ☐ (Complete Part II for noncash contributions)
14	NATIONAL ASSOCIATION OF CHARTER SCHOOL AUTHORIZERS	\$ 90,000	Person ☒
	105 W ADAMS ST 1900		Payroll ☐
	CHICAGO, IL 60603		Noncash ☐ (Complete Part II for noncash contributions)
15	OVERDECK FAMILY FOUNDATION	\$ 500,000	Person ☒
	100 AVE OF THE AMERICAS 16TH FL		Payroll ☐
	NEW YORK, NY 10013		Noncash ☐ (Complete Part II for noncash contributions)
16	SCHWAB CHARITABLE FUND	\$ 300,000	Person ☒
	211 MAIN STREET FLOOR 10		Payroll ☐
	SAN FRANCISCO, CA 94105		Noncash ☐ (Complete Part II for noncash contributions)
17	SILICON VALLEY COMMUNITY FOUNDATION	\$ 41,625,000	Person ☒
	2440 WEST EL CAMINO REAL SUITE 300		Payroll ☐
	MOUNTAIN VIEW, CA 94040		Noncash ☐ (Complete Part II for noncash contributions)
18	SRB CHARITABLE CORPORATION	\$ 5,000,000	Person ☒
	201 MAIN STREET SUITE 2700		Payroll ☐
	FORT WORTH, TX 76102		Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	THE ANSCHUTZ FOUNDATION	\$ 500,000	Person ☒
	555 SEVENTEENTH STREET SUITE 2400		Payroll ☐
	DENVER, CO 80202		Noncash ☐ (Complete Part II for noncash contributions)
20	THE BILL AND MELINDA GATES FOUNDATION	\$ 5,431,834	Person ☒
	PO BOX 23350		Payroll ☐
	SEATTLE, WA 98102		Noncash ☐ (Complete Part II for noncash contributions)
21	THE ELI AND EDYTHE BROAD FOUNDATION	\$ 600,000	Person ☒
	2121 AVENUE OF THE STARS STE 3000		Payroll ☐
	LOS ANGELES, CA 90067		Noncash ☐ (Complete Part II for noncash contributions)
22	THE HOLLYHOCK FOUNDATION	\$ 1,000,000	Person ☒
	55 EAST 59TH STREET 15TH FLOOR		Payroll ☐
	NEW YORK, NY 10022		Noncash ☐ (Complete Part II for noncash contributions)
23	THE KARSH FAMILY FOUNDATION	\$ 1,000,000	Person ☒
	1201 TOWER GROVE DR		Payroll ☐
	BEVERLY HILLS, CA 90210		Noncash ☐ (Complete Part II for noncash contributions)
24	THE KERN FAMILY FOUNDATION	\$ 3,000,000	Person ☒
	W305 S4239 BROOKHILL ROAD		Payroll ☐
	WAUKESHA, WI 53189		Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	THE KLE FOUNDATION	\$ 1,000,000	Person ☒
	PO BOX 163991		Payroll ☐
	AUSTIN, TX 78716		Noncash ☐ (Complete Part II for noncash contributions)
26	THE KOVNER FOUNDATION	\$ 1,000,000	Person ☒
	1001 NORTH US HIGHWAY 1 SUITE 400		Payroll ☐
	JUPITER, FL 33477		Noncash ☐ (Complete Part II for noncash contributions)
27	THE LOUIS CALDER FOUNDATION	\$ 900,000	Person ☒
	999 18TH ST SUITE 2350S		Payroll ☐
	DENVER, CO 80202		Noncash ☐ (Complete Part II for noncash contributions)
28	THE MARCUS FOUNDATION INC	\$ 1,000,000	Person ☒
	1266 W PACES FERRY RD NO 615		Payroll ☐
	ATLANTA, GA 30327		Noncash ☐ (Complete Part II for noncash contributions)
29	THE WALTON FAMILY FOUNDATION	\$ 16,475,045	Person ☒
	PO BOX 2030		Payroll ☐
	BENTONVILLE, AR 72716		Noncash ☐ (Complete Part II for noncash contributions)
30	VANGUARD CHARITABLE ENDOWMENT PROGRAM	\$ 2,800,000	Person ☒
	PO BOX 3075		Payroll ☐
	SOUTHEASTERN, PA 19398		Noncash ☐ (Complete Part II for noncash contributions)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>31</u>	WILLIAM E SIMON FOUNDATION	\$ 175,000	Person ☒
	140 EAST 45TH STREET SUITE 14D		Payroll ☐
	NEW YORK, NY 10017		Noncash ☐
			(Complete Part II for noncash contributions)