

**WHOLE CITIES FOUNDATION**

**Financial Statements  
as of and for the Years Ended  
December 31, 2018 and 2017 and  
Independent Auditors' Report**





MAXWELL LOCKE & RITTER LLP

*Accountants and Consultants*

*An Affiliate of CPAmerica International*

tel (512) 370 3200 fax (512) 370 3250  
www.mlrc.com

Austin: 401 Congress Avenue, Suite 1100  
Austin, TX 78701

Round Rock: 411 West Main Street, Suite 300  
Round Rock, TX 78664

## **INDEPENDENT AUDITORS' REPORT**

To the Board of Directors of  
Whole Cities Foundation:

We have audited the accompanying financial statements of Whole Cities Foundation (the "Foundation") (a nonprofit organization), which comprise the statements of financial position as of December 31, 2018 and 2017, the related statements of activities and cash flows for the years then ended, the related statement of functional expenses for the year ended December 31, 2018, and the related notes to the financial statements.

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

Affiliated Company

ML&R WEALTH MANAGEMENT LLC

*"A Registered Investment Advisor"*

*This firm is not a CPA firm*

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Foundation as of December 31, 2018 and 2017, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

### **Emphasis of Matter**

As discussed in Note 2 to the financial statements, the Foundation adopted Financial Accounting Standards Board Accounting Standards Update (“ASU”) No. 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities* as of and for the year ended December 31, 2018. The requirements of the ASU have been applied retrospectively to all periods presented. Our opinion is not modified with respect to this matter.

### **Report on Supplementary Information**

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information included in the schedule of funding commitments is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and related directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

*Maxwell Locke: Ritter LLP*

Austin, Texas  
May 17, 2019

# WHOLE CITIES FOUNDATION

## STATEMENTS OF FINANCIAL POSITION

DECEMBER 31, 2018 AND 2017

	<u>2018</u>	<u>2017</u>
<b>ASSETS</b>		
<b>CURRENT ASSETS:</b>		
Cash and cash equivalents	\$ 1,311,478	\$ 3,161,293
Investments	2,137,654	-
Contributions receivable	<u>1,465,263</u>	<u>1,408,941</u>
Total current assets	4,914,395	4,570,234
CONTRIBUTIONS RECEIVABLE, net	2,678,858	3,960,056
FIXED ASSETS, net	<u>-</u>	<u>2,088</u>
<b>TOTAL ASSETS</b>	<u><u>\$ 7,593,253</u></u>	<u><u>\$ 8,532,378</u></u>
<b>LIABILITIES AND NET ASSETS</b>		
<b>LIABILITIES-</b>		
Grants payable	\$ 11,000	\$ 76,000
<b>NET ASSETS:</b>		
Without donor restrictions	3,503,395	4,496,322
With donor restrictions	<u>4,078,858</u>	<u>3,960,056</u>
Total net assets	<u>7,582,253</u>	<u>8,456,378</u>
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<u><u>\$ 7,593,253</u></u>	<u><u>\$ 8,532,378</u></u>

See notes to financial statements.

# WHOLE CITIES FOUNDATION

## STATEMENT OF ACTIVITIES YEAR ENDED DECEMBER 31, 2018

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	Without Donor Restrictions	With Donor Restrictions	Total
<b>REVENUES AND NET ASSETS RELEASED FROM RESTRICTIONS:</b>			
Contributions	\$ 2,174,058	4,078,858	6,252,916
Other income	2,054	-	2,054
Investment loss	(112,346)	-	(112,346)
Net assets released from restrictions	<u>3,960,056</u>	<u>(3,960,056)</u>	<u>-</u>
 Total revenues and net assets released from restrictions	 6,023,822	 118,802	 6,142,624
<b>EXPENSES:</b>			
Management and general	5,867,190	-	5,867,190
Program services	1,133,826	-	1,133,826
Fundraising and communications	15,733	-	15,733
 Total expenses	<u>7,016,749</u>	<u>-</u>	<u>7,016,749</u>
 <b>CHANGE IN NET ASSETS</b>	 (992,927)	 118,802	 (874,125)
 <b>NET ASSETS, beginning of year</b>	 <u>4,496,322</u>	 <u>3,960,056</u>	 <u>8,456,378</u>
 <b>NET ASSETS, end of year</b>	 <u>\$ 3,503,395</u>	 <u>4,078,858</u>	 <u>7,582,253</u>

See notes to financial statements.

# WHOLE CITIES FOUNDATION

## STATEMENT OF ACTIVITIES YEAR ENDED DECEMBER 31, 2017

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	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
<b>REVENUES AND NET ASSETS RELEASED FROM RESTRICTIONS:</b>			
Contributions	\$ 1,252,519	-	1,252,519
Other income	6,980	-	6,980
Investment loss	(16,624)	-	(16,624)
Net assets released from restrictions	<u>1,333,917</u>	<u>(1,333,917)</u>	<u>-</u>
 Total revenues and net assets released from restrictions	 2,576,792	 (1,333,917)	 1,242,875
<b>EXPENSES:</b>			
Management and general	181,633	-	181,633
Program services	1,148,541	-	1,148,541
Fundraising and communications	<u>16,006</u>	<u>-</u>	<u>16,006</u>
 Total expenses	<u>1,346,180</u>	<u>-</u>	<u>1,346,180</u>
<b>CHANGE IN NET ASSETS</b>	1,230,612	(1,333,917)	(103,305)
<b>NET ASSETS, beginning of year</b>	<u>3,265,710</u>	<u>5,293,973</u>	<u>8,559,683</u>
<b>NET ASSETS, end of year</b>	<u>\$ 4,496,322</u>	<u>3,960,056</u>	<u>8,456,378</u>

See notes to financial statements.

# WHOLE CITIES FOUNDATION

## STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED DECEMBER 31, 2018

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	Management and General	Program Services	Fundraising and Communications	Total Expenses
Program grants	\$ -	458,074	-	458,074
Salaries, wages, and benefits	123,083	155,003	-	278,086
Contract labor	11,469	227,852	-	239,321
Rent	18,993	51,133	-	70,126
Travel, meals, and events	3,271	65,315	8	68,594
Consulting	2,500	48,732	14,524	65,756
Supplies	1,529	49,737	-	51,266
Professional fees	32,938	-	-	32,938
Marketing	33	31,474	706	32,213
Licenses, fees, and permits	7,332	125	-	7,457
Dues and subscriptions	-	3,555	-	3,555
Depreciation	2,088	-	-	2,088
Other	63,954	42,826	495	107,275
Total expenses before termination of pledge receivable	267,190	1,133,826	15,733	1,416,749
Termination of pledge receivable	5,600,000	-	-	5,600,000
Total expenses	<u>\$ 5,867,190</u>	<u>1,133,826</u>	<u>15,733</u>	<u>7,016,749</u>

See notes to financial statements.

# WHOLE CITIES FOUNDATION

## STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2018 AND 2017

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	<u>2018</u>	<u>2017</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Change in net assets	\$ (874,125)	\$ (103,305)
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation	2,088	166
Change in discount on contributions receivable	(118,802)	(156,118)
Realized and unrealized losses on investments	165,304	40,469
Changes in operating assets and liabilities that provided (used) cash:		
Contributions receivable	1,343,678	1,598,208
Other assets	-	62
Grants payable	<u>(65,000)</u>	<u>(43,465)</u>
Net cash provided by operating activities	453,143	1,336,017
<b>CASH FLOWS FROM INVESTING ACTIVITIES-</b>		
Purchases of investments	<u>(2,302,958)</u>	<u>-</u>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>	(1,849,815)	1,336,017
<b>CASH AND CASH EQUIVALENTS, beginning of year</b>	<u>3,161,293</u>	<u>1,825,276</u>
<b>CASH AND CASH EQUIVALENTS, end of year</b>	<u><u>\$ 1,311,478</u></u>	<u><u>\$ 3,161,293</u></u>

See notes to financial statements.

# WHOLE CITIES FOUNDATION

## NOTES TO FINANCIAL STATEMENTS YEARS ENDED DECEMBER 31, 2018 AND 2017

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### 1. NATURE OF OPERATIONS

Whole Cities Foundation (the “Foundation”) is a nonprofit organization that was established by Whole Foods Market, Inc. (“Whole Foods Market”), a subsidiary of Amazon.com, Inc., and was incorporated on September 7, 2012. The Foundation’s mission is to improve individual and community health through collaborative partnerships, education, and broader access to nutritious food in the communities it serves.

Programs available include:

- Access to Healthy Foods
- Collaborative Partnerships
- Healthy Eating and Wellness Education

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

**Basis of Presentation** - The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) as defined by the Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”).

**Net Asset Classification** - Net assets, revenues, and expenses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

Without Donor Restrictions - These net assets are not subject to donor-imposed stipulations. Expenses are reported as decreases in net assets without donor restrictions. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in net assets without donor restrictions, unless their use is restricted by explicit donor stipulation or by law. Net assets without donor restrictions are those currently available for use by the Foundation, or at the discretion of the Board of Directors (the “Board”) for the Foundation’s use.

With Donor Restrictions - These net assets are subject to donor-imposed stipulations which limit their use to a specific purpose and/or the passage of time, or which require them to be maintained permanently. The Foundation has not received any permanently restricted contributions. At December 31, 2018 and 2017, donor restricted net assets were inherently time restricted for contributions receivable amounts due in future periods.

**Use of Estimates** - The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from these estimates.

**Cash and Cash Equivalents** - The Foundation considers all highly liquid investments with an initial maturity of three months or less to be cash equivalents.

**Fair Value Measurements** - Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value accounting requires characterization of the inputs used to measure fair value into a three-level fair value hierarchy as follows:

Level 1 - Inputs based on quoted prices in active markets for identical assets or liabilities. An active market is a market in which transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 - Observable inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent from the entity.

Level 3 - Unobservable inputs that reflect the entity's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available.

There are three general valuation techniques that may be used to measure fair value: 1) market approach - uses prices generated by market transactions involving identical or comparable assets or liabilities, 2) cost approach - uses the amount that currently would be required to replace the service capacity of an asset (replacement cost), and 3) income approach - uses valuation techniques to convert future amounts to present amounts based on current market expectations.

**Investments** - Investments are valued at their fair values in the statements of financial position. Any changes in fair value are recorded as unrealized gains or losses. Realized gains and losses are recorded as the difference between historical cost and the proceeds received from the sale of the investments. Unrealized and realized gains and losses and interest and dividend income are reported as investment income (loss) in the statements of activities.

**Contributions Receivable** - Unconditional promises to give are recorded at fair value if expected to be collected in one year and at net present value if expected to be collected in more than one year. The Foundation had no allowance for uncollectible contribution receivables at December 31, 2018 and 2017, as management deemed all outstanding balances to be collectible.

**Fixed Assets** - The Foundation capitalizes fixed assets at cost if purchased and at fair value at the date of receipt if donated when the value is \$1,000 or more. Depreciation of fixed assets is computed using the straight-line method over the assets' estimated useful lives of three years. Maintenance and repairs are charged to expense as incurred.

**Impairment of Long-Lived Assets** - Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the amount recorded may not be recoverable. An impairment loss is recognized by the amount in which the carrying amount of the asset exceeds fair value, if the carrying amount of the asset is not recoverable.

**Grants Payable** - Unconditional promises to grant funding to selected recipients are recorded upon the execution of the grant agreement by all parties involved. Grants payable represents unconditional promises committed to recipients not disbursed as of December 31, 2018 and 2017.

**Contributions Revenue** - All contributions are recorded at their fair value and are considered to be available for operations of the Foundation unless specifically restricted by the donor. Unconditional promises to give cash and other assets are reported as net assets with donor restrictions, if they are received with donor stipulations that limit the use of donated assets. When donor restrictions expire, that is, when a stipulated time restriction ends or restricted purpose is accomplished, the related restricted net assets are reclassified to net assets without donor restrictions. This is reported in the statements of activities as net assets released from restrictions. Contributions that are restricted by the donor are reported as increases in net assets without donor restrictions if the restrictions expire within the fiscal year in which the contributions are received. Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises become unconditional.

**Expense Allocation** - The accompanying financial statements present expenses by function and natural classification. Natural expenses directly attributable to a specific functional area are reported as expenses of those functional areas. Accordingly, certain costs have been allocated among the programs and supporting services using a variety of cost allocation techniques, such as time and effort.

**Income Tax Status** - The Foundation is a nonprofit organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, except to the extent of any unrelated business income. The Foundation did not incur any significant tax liabilities due to unrelated business income during the years ended December 31, 2018 and 2017. The Foundation files Form 990 tax returns in the U.S. federal jurisdiction, and is subject to routine examinations of its returns; however, there are no examinations currently in progress.

**Recently Adopted Accounting Pronouncement** - In August 2016, the FASB issued Accounting Standards Update (“ASU”) No. 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. This guidance is intended to improve the net asset classification requirements and the information presented in the financial statements and notes about a not-for-profit entity’s liquidity, financial performance, and cash flows. The guidance requires presentation on the face of the statement of financial position amounts for two classes of net assets at the end of the period, net assets with donor restrictions and net assets without donor restrictions, rather than the previously required three classes of net assets, unrestricted, temporarily restricted, and permanently restricted. Entities are also required to provide enhanced disclosures about liquidity, Board-designed amounts, and expense by both their natural and functional classification. The standard is effective for fiscal years beginning after December 15, 2017. During the year ended December 31, 2018, management implemented the new standard, the effect of which is reflected in the financial statements and within the footnotes.

As of December 31, 2017, reclassifications driven by the adoption of ASU 2016-14 consisted of amounts previously reported as unrestricted and temporarily restricted net assets, which are now presented as net assets without donor restrictions and with donor restrictions, respectively.

**Recently Issued Accounting Pronouncements** - In May 2014 and August 2015, the FASB issued ASU No. 2014-09 and No. 2015-14, *Revenue from Contracts with Customers*, which supersede the revenue recognition requirements in ASC 605, *Revenue Recognition*, and most industry-specific guidance included in the ASC. The standard requires entities to recognize revenue in a way that depicts the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled to in exchange for those goods or services. The standard is effective retrospectively for fiscal years beginning after December 15, 2018 and early adoption is permitted. The Foundation is currently evaluating the impact the standard will have on its financial statements.

In February 2016, the FASB issued ASU No. 2016-02, *Leases* (Topic 842), which requires the recognition of lease assets and lease liabilities by lessees for all leases, including leases previously classified as operating leases, and modifies the classification criteria and accounting for sales-type and direct financing leases by lessors. Leases continue to be classified as finance or operating leases by lessees and both classifications require the recognition of a right-of-use asset and a lease liability, initially measured at the present value of the lease payments in the statement of financial position. Interest on the lease liability and amortization of the right-of-use asset are recognized separately in the statement of activities for finance leases and as a single lease cost recognized on the straight-line basis over the lease term for operating leases. The standard is effective using a modified retrospective approach for fiscal years beginning after December 15, 2019 and early adoption is permitted. The Foundation is currently evaluating the impact the standard will have on its financial statements.

### 3. CONCENTRATION OF CREDIT RISK

Financial instruments that potentially subject the Foundation to credit risk consist of cash and cash equivalents, investments, and contributions receivable. The Foundation places its cash and cash equivalents with a limited number of high quality financial institutions and at times may exceed the amount of insurance provided on such deposits. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the near-term could materially affect the amounts reported in the statements of financial position. The Foundation does not maintain collateral for its contributions receivable.

The Foundation received 97% and 82% of its contributions revenue from Whole Foods Market during the years ended December 31, 2018 and 2017, respectively. In addition, the Foundation received 2% and 17% of its contributions revenue from individuals who donated through Whole Foods Market during the years ended December 31, 2018 and 2017, respectively.

#### 4. LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

As of December 31, 2018, the Foundation's financial assets available to management for general expenditure within one year were as follows:

Cash and cash equivalents	\$ 1,311,478
Investments	2,137,654
Contributions receivable	<u>1,465,263</u>
Total financial assets available within one year	<u>\$ 4,914,395</u>

The Foundation manages its liquidity following guided principles:

- Operate within a prudent range of financial soundness and stability.
- Financial program commitments are made based on funds raised and not on projections.
- Maintain minimum liquid assets equal to \$250,000.
- Maintain sufficient reserves/investments to provide reasonable assurance that ongoing programmatic expenditures can be met for a minimum of one year.
- The Foundation invests its funds in liquid investments to meet its cash flow requirements and minimize interest rate risk.

#### 5. CONTRIBUTIONS RECEIVABLE

Contributions receivable consisted of the following at December 31:

	<u>2018</u>	<u>2017</u>
Contributions expected to be collected in:		
Less than one year	\$ 1,465,263	\$ 1,408,941
One to five years	<u>2,800,000</u>	<u>4,200,000</u>
	4,265,263	5,608,941
Less discount on contributions receivable	<u>(121,142)</u>	<u>(239,944)</u>
Contributions receivable, net	<u>\$ 4,144,121</u>	<u>\$ 5,368,997</u>

Contributions receivable are valued based upon net present value where a stream of expected cash flows is discounted at an appropriate market interest rate. The discount rate used at December 31, 2018 and 2017 was 3%.

## 6. INVESTMENTS

Investments were valued at fair value using the market approach and consisted of the following at December 31, 2018:

	Fair Value	Fair Value Measurements Using:		
		Level 1 Inputs	Level 2 Inputs	Level 3 Inputs
Mutual funds	\$ 1,959,433	\$ 1,959,433	\$ -	\$ -
Exchange traded funds	154,577	154,577	-	-
Money market funds	23,644	23,644	-	-
Total Investments	<u>\$ 2,137,654</u>	<u>\$ 2,137,654</u>	<u>\$ -</u>	<u>\$ -</u>

Mutual funds, exchange traded funds, and money market funds are valued at the closing price reported by an active market on which the individual securities are traded.

## 7. FIXED ASSETS

Fixed assets consisted of the following at December 31:

	2018	2017
Furniture and equipment	\$ 3,098	\$ 3,098
Less accumulated depreciation	(3,098)	(1,010)
Fixed assets, net	<u>\$ -</u>	<u>\$ 2,088</u>

## 8. RELATED PARTY TRANSACTIONS

The Foundation received the following contributions from Whole Foods Market during the years ended December 31:

	2018	2017
Cash and other assets (includes funded services including expenses such as salaries, benefits, travel, and external legal counsel)	\$ 6,056,667	\$ 994,534
Professional services including accounting, legal, information technology, marketing, facilities, and communication services	39,273	29,591
Total contributions included in statements of activities	<u>\$ 6,095,940</u>	<u>\$ 1,024,125</u>

During the year ended December 31, 2016, Whole Foods Market committed \$7,000,000 to the Foundation that would be payable over five years. This agreement was amended during the year ended December 31, 2018, and the original pledge, which had a net balance at December 31, 2017 of \$5,360,056, was terminated and a new pledge payable of \$5,600,000 over four years was committed. At December 31, 2018, the remaining outstanding net balance, included in contributions receivable in the statements of financial position, totaled \$4,078,858.

## **9. SUBSEQUENT EVENTS**

The Foundation has evaluated subsequent events through May 17, 2019 (the date the financial statements were available to be issued) and no events have occurred from the statement of financial position date through that date that would impact the financial statements.

**SUPPLEMENTARY SCHEDULE**

# WHOLE CITIES FOUNDATION

## SCHEDULE OF FUNDING COMMITMENTS DECEMBER 31, 2018

Partner	Total Authorized	Funded as of December 31, 2018	Grants Payable Scheduled to be Disbursed
Broad Community Connections	\$ 100,000	\$ 100,000	\$ -
Cooperative Community of New West Jackson (Voice of Calvary Ministries)	30,000	24,000	6,000
Newark Science and Sustainability	45,000	45,000	-
Green ERA Education dba Urban Growers Collective	8,000	8,000	-
Greater Newark Conservancy	15,000	15,000	-
Lincoln Park Coast Cultural District	15,000	15,000	-
Morning Glory Garden (Newark Science and Sustainability)	15,000	15,000	-
Fund for an Open Society (dba Planting Seeds of Hope)	10,492	10,492	-
Kids in Business	15,000	15,000	-
Newark Beth Israel Medical Center	14,762	14,762	-
African and American Alliance	15,000	15,000	-
Clean Water Fund	15,000	15,000	-
Ironbound Community Corporation	15,000	15,000	-
Farmshare Austin	15,000	15,000	-
Kusanya Café	8,000	8,000	-
Imagine Englewood If	8,000	8,000	-
Ship Outreach & Community Center	5,000	5,000	-
I Grow Chicago	8,000	8,000	-
Englewood Village Farms (Grow Greater Englewood)	8,000	8,000	-
Southwest Federation Block Clubs of Greater Englewood (Teamwork Englewood)	7,950	7,950	-
Backyard Growers	5,000	5,000	-
Charter Oak Cultural Center	5,000	5,000	-
City Green	5,000	5,000	-
Common Threads Farm	6,315	6,315	-
Community Gardens of Hope Hill (North Hills United Methodist Church)	5,000	5,000	-
EAT South	4,210	4,210	-
Farm for LA dba Farm LA	5,000	5,000	-
Foundation for Sustainable Community dba Farmer Frog	5,000	5,000	-
Foundation Communities	5,000	5,000	-
Grow Nashua (United Way of Greater Nashua)	5,000	5,000	-
Health in the Hood	5,000	5,000	-
HealthyBR (The Mayors Healthy City Initiative)	5,000	5,000	-
Healthy Tarrant County Collaboration	5,000	5,000	-
Hester Street Collaborative	5,000	5,000	-
House of Hope of Alachua County, Inc.	5,000	5,000	-
Hunger Free Colorado	5,000	5,000	-
Knowledge Quest	4,838	4,838	-
Landmark Training Development Company	5,000	5,000	-
Memphis Tilth	5,000	5,000	-
Mill City Grows	5,000	5,000	-
Montgomery County Opportunities Industrialization Center	5,000	5,000	-

(Continued)

# WHOLE CITIES FOUNDATION

## SCHEDULE OF FUNDING COMMITMENTS (Continued) DECEMBER 31, 2018

Partner	Total Authorized	Funded as of December 31, 2018	Grants Payable Scheduled to be Disbursed
SOUL (City Slicker Farms)	5,000	5,000	-
Urban Harvest STL	5,000	5,000	-
Together We Can	5,000	5,000	-
West Houston Assistance Ministries	5,000	5,000	-
World Hunger Team	5,012	5,012	-
United Community Centers	5,000	5,000	-
Veterans to Farmers	5,000	5,000	-
Veggielution	5,000	5,000	-
Solid Ground Washington	5,000	5,000	-
Groundwork Somerville	5,000	5,000	-
YWCA Evanston North Shore	5,000	5,000	-
Spectrum Community Services	5,000	5,000	-
GI Josie	4,895	4,895	-
Red Hook Initiative	5,000	5,000	-
Capital Roots	5,000	5,000	-
Franklinton Gardens dba Franklinton Farms	5,000	5,000	-
Feast Down East	5,000	5,000	-
Full Circle Garden (Neighbors Helping Neighbors)	5,000	5,000	-
Hebni Nutrition Consultants	5,000	5,000	-
Homeless Garden Project	5,000	5,000	-
Keep Growing Detroit	5,000	5,000	-
Taste Project	5,000	5,000	-
Townfolk	5,000	5,000	-
Urbanstead	5,000	5,000	-
Crabtree Farms of Chattanooga	5,000	5,000	-
Detroit Black Community Food Security Network	9,600	9,600	-
Bonton Farms (The Dallas Foundation)	5,000	-	5,000
	\$ 618,074	\$ 607,074	\$ 11,000