

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.

For calendar year 2022 or tax year beginning 7/1/2022 , **and ending** 6/30/2023

Name of foundation: 3rd Creek Foundation

Number and street (or P.O. box number if mail is not delivered to street address): PO Box 5406 Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: Incline Village NV 89450

Foreign country name: _____ Foreign province/state/county: _____ Foreign postal code: _____

A Employer identification number: 42-1729283

B Telephone number (see instructions): 775-832-9222

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,018,309

J Accounting method: Cash Accrual
 Other (specify) Modified Accrual (Part I, column (d), must be on cash basis.)

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

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)	1,375			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	50,245	50,245		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	67,784			
	b Gross sales price for all assets on line 6a <u>243,817</u>				
	7 Capital gain net income (from Part IV, line 2)		67,784		
	8 Net short-term capital gain				
	9 Income modifications				
	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)	8,058	8,058			
12 Total. Add lines 1 through 11	127,462	126,087	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	14,216	9,216		5,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	829			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	3,635			3,635
	22 Printing and publications	11			11
	23 Other expenses (attach schedule)	539	15		530
	24 Total operating and administrative expenses. Add lines 13 through 23	19,230	9,231	0	9,176
	25 Contributions, gifts, grants paid	100,000			100,000
26 Total expenses and disbursements. Add lines 24 and 25	119,230	9,231	0	109,176	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	8,232				
b Net investment income (if negative, enter -0-)		116,856			
c Adjusted net income (if negative, enter -0-)			0		

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		126,944	21,495	20,525
	2	Savings and temporary cash investments			31,174	31,174
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		7,638		
	7	Other notes and loans receivable (attach schedule)	40,000			
		Less: allowance for doubtful accounts		25,000	40,000	40,000
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)		1,064,972	1,052,512	1,270,577
	c	Investments—corporate bonds (attach schedule)		599,551	631,969	543,324
	11	Investments—land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)					
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe See Attached Statement)		87,572	112,709	112,709	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		1,911,677	1,889,859	2,018,309	
Liabilities	17	Accounts payable and accrued expenses			-50	
	18	Grants payable		10,000	60,000	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe Chase Credit Card)				
	23	Total liabilities (add lines 17 through 22)		10,000	59,950	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30. <input checked="" type="checkbox"/>					
	24	Net assets without donor restrictions		1,901,677	1,829,909	
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30. <input type="checkbox"/>					
	26	Capital stock, trust principal, or current funds				
	27	Paid-in or capital surplus, or land, bldg., and equipment fund				
	28	Retained earnings, accumulated income, endowment, or other funds				
29	Total net assets or fund balances (see instructions)		1,901,677	1,829,909		
30	Total liabilities and net assets/fund balances (see instructions)		1,911,677	1,889,859		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	1,901,677
2	Enter amount from Part I, line 27a	2	8,232
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,909,909
5	Decreases not included in line 2 (itemize) Upaya Pool of Recoverable Grants Grant Payable Year 4	5	80,000
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	1,829,909

Part IV Capital Gains and Losses for Tax on Investment Income

a) List and describe the kind(s) of property sold (for example, 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.)
1a	Long term Sales	P	6/30/2020	6/30/2022
b				
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	243,817	176,033	67,784	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				
(i) FMV 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			67,784	
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$		2	67,784
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 Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	1,624
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) 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	1,624
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,624
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	12
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,636
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be: Credited to 2023 estimated tax Refunded	11	0

Part VI-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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ (2) On foundation managers. \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
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? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. NV		
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 <i>General Instruction G</i> ? If "No," attach explanation	X	
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 2022 or the tax year beginning in 2022? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	
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		X
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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.3rdcreekfoundation.org</u>	X	
14 The books are in care of <u>Dave B Straley</u> Telephone no. <u>775-832-9222</u> Located at <u>PO Box 5406 Incline Village NV</u> ZIP+4 <u>89450</u>		
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 <input type="checkbox"/>		
16 At any time during calendar year 2022, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <u>Rwanda</u>	X	

Part VI-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.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	X	
(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)?		X
(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.)		X
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.		X
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d 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 2022?		X
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 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022? If "Yes," list the years 20____, 20____, 20____, 20____		X
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.)	N/A	
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?		X
b If "Yes," did it have excess business holdings in 2022 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2022.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
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 2022?		X

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	X	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
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.		X
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d 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).	X	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
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(s) during the year?		X

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

1 List all officers, directors, trustees, and 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 Attached Statement		.00	0	
		.00	0	
		.00	0	
		.00	0	

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
NONE				

Total number of other employees paid over \$50,000

Part VII 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
NONE		

Total number of others receiving over \$50,000 for professional services

Part VIII-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.

1	Expenses
NA	
2	
3	
4	

Part VIII-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 Divine Chocolate - Ghanain co-operative owned chocolate company supporting producers with better incomes and standard of living improvements; loan provided working capital to US company.	40,000
2 Eco-Filtro: Guatemalan social enterprise that produces and sells low cost, effective water filters; loan supported factory build	40,000
All other program-related investments. See instructions.	
3 See Attached Statement	
	35,000
Total. Add lines 1 through 3	115,000

Part IX 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	1,847,246
b	Average of monthly cash balances	1b	32,460
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,879,706
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,879,706
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	28,196
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	1,851,510
6	Minimum investment return. Enter 5% (0.05) of line 5	6	92,576

Part X 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 IX, line 6	1	92,576
2a	Tax on investment income for 2022 from Part V, line 5	2a	1,624
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	1,624
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	90,952
4	Recoveries of amounts treated as qualifying distributions	4	49,178
5	Add lines 3 and 4	5	140,130
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	140,130

Part XI 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	109,176
b	Program-related investments—total from Part VIII-B	1b	115,000
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 XII, line 4	4	224,176

Part XII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1	Distributable amount for 2022 from Part X, line 7				140,130
2	Undistributed income, if any, as of the end of 2022:				
a	Enter amount for 2021 only			0	
b	Total for prior years: 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2022:				
a	From 2017	24,963			
b	From 2018	4,620			
c	From 2019	90,274			
d	From 2020				
e	From 2021	36,227			
f	Total of lines 3a through e	156,084			
4	Qualifying distributions for 2022 from Part XI, line 4: \$ 224,176				
a	Applied to 2021, 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 2022 distributable amount				140,130
e	Remaining amount distributed out of corpus	84,046			
5	Excess distributions carryover applied to 2022 (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	240,130			
b	Prior years' undistributed income. Subtract line 4b from line 2b		0		
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 2021. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f	Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				0
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 2017 not applied on line 5 or line 7 (see instructions)	24,963			
9	Excess distributions carryover to 2023. Subtract lines 7 and 8 from line 6a	215,167			
10	Analysis of line 9:				
a	Excess from 2018	4,620			
b	Excess from 2019	90,274			
c	Excess from 2020				
d	Excess from 2021	36,227			
e	Excess from 2022	84,046			

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9) **N/A**

<p>1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2022, enter the date of the ruling</p>					
<p>b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)</p>					
<p>2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed</p>	Tax year		Prior 3 years		(e) Total
	(a) 2022	(b) 2021	(c) 2020	(d) 2019	
b 85% (0.85) of line 2a					0
c Qualifying distributions from Part XI, line 4, for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
<p>3 Complete 3a, b, or c for the alternative test relied upon:</p>					
<p>a "Assets" alternative test—enter:</p>					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<p>b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part IX, line 6, for each year listed</p>					
<p>c "Support" alternative test—enter:</p>					
(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

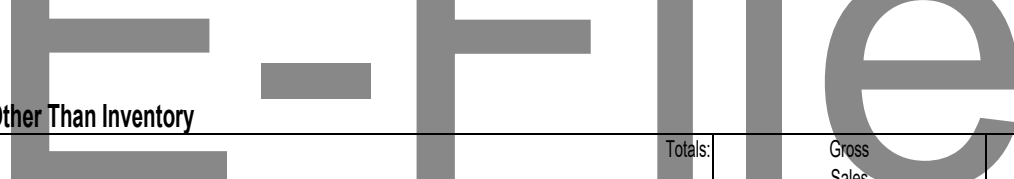
Part XIV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

- 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 email address of the person to whom applications should be addressed:
-
- b** The form in which applications should be submitted and information and materials they should include:
-
- c** Any submission deadlines:
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XIV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a Paid during the year				
Upaya Social Ventures 500 Yale Avenue Suite 202 Seattle, WA 98109		PC	Support businesses in India to create jobs for the ultra poor; Pool of Recoverable Grants	30,000
The Charcoal Project 378 Clinton Street Ste. 1 Brooklyn, NY 11231		PC	Unrestricted grant to support organization's work advancing clean charcoal briquette	10,000
Street Business School 6797 Winchester Circle, Ste 200 Boulder, CO 80301		PC	Support local NGOs to receive manufacturers to support job	15,000
King Baudouin Foundation US (Farming out of Poverty) 10 Rockefeller Plaza, 16th Floor New York, NY 10020		PC	Support agricultural and livelihoods training for those in need	15,000
Anza Entrepreneurs 4 Adrian Close Porthcawl CF36 3LX United Kingdom		NC	Support Investment Readiness Accelerator for Tanzanian social enterprise	15,000
Development in Gardening 1270 Caroline St, Suite D120-312 Atlanta, GA 30307		PC	Support Batwa core farmer livelihood program in SW Uganda	15,000
Total				3a 100,000
b Approved for future payment				
Total				3b 0



Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

		Amount				Totals:		Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions		0				Capital Gains/Losses		243,817	176,033	67,784
Short Term CG Distributions		0				Other sales		0	0	0

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1 Long term Sales		X	3CF		P	6/30/2020	6/30/2022	243,817	176,033					67,784

Part I, Line 11 (990-PF) - Other Income

		8,058	8,058	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Interest Income from PRI (BOW-Uganda)	69	69	
2	Interest Income from PRI WCCN	2,137	2,137	
3	Interest Income from PRI (WARC Group)	2,018	2,018	
4	Interest Income from BR-Whole Forest	844	844	
5	Interest Income from PRI - Imara Tech	1,534	1,534	
6	Interest Income from PRI - Water Access Rwanda	194	194	
7	Interest Income from Young Mountain Tea	312	312	
8	Interest Income from EcoFiltro	950	950	

Part I, Line 16c (990-PF) - Other Professional Fees

		14,216	9,216	0	5,000
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Ani Cammack	5,000			5,000
2	3rd Creek Investments	9,216	9,216		0

Part I, Line 18 (990-PF) - Taxes

		829	0	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Federal Tax on Net Investment Income	829			
2	Tax on investment income	0			
3	State Tax	0			

Part I, Line 23 (990-PF) - Other Expenses

		539	15	0	530
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Bank Fees (Wire, Paypal & ADR Fees)	243	9		234
2	Website	235	0		235
3	Dues and Subscriptions	55	0		55
4	ADR fees	6	6		6

File

Part II, Line 6 (990-PF) - Receivables from Officers, Directors, Trustees and Other Disqualified Persons

0 7,638 0 0

Borrower's Name		Title	Original Amount	Book Value at Beginning of Year	Book Value at End of Year	Ending FMV	Security Provided	Date of Note
1	Dave Straley	Trustee	0	7,638				

Part II, Line 6 (990-PF) - Receivables from Officers, Directors, Trustees and Other Disqualified Persons

	Maturity Date	Repayment Terms	Interest Rate	Purpose of Loan	Consideration Description	Fair Market Value of Consideration
1		as soon as error recognized		Mistake		0

r - file

Part II, Line 7 (990-PF) - Other Notes

65,000 25,000 40,000 0 40,000

1	Borrower's Name	Check "X" if Business	Check "X" if 501(c)3 Org.	Original Amount	Net Balance Due Beginning of Year	Balance Due End of Year	Allowance for Doubtful Accts End of Year	FMV of Other Notes	Security Provided	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Purpose of Loan	Consideration Description	Consideration FMV	Relationship
1	Catracha ST Loan	X		25,000	25,000												
2	Divine Chocolate ST Loan	X		40,000		40,000		40,000									
3																	
4																	
5																	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		1,064,972	1,052,512	1,209,814	1,270,577	
Description		Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	Marketable Securities		1,064,972	1,052,512	1,209,814	1,270,577

E-File

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

Description		Interest Rate	Maturity Date	599,551	631,969	521,375	543,324
				Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	Fixed Income Funds			599,551	631,969	521,375	543,324

Part II, Line 15 (990-PF) - Other Assets

		87,572	112,709	112,709
Asset Description		Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	Imara Tech PRI	15,000	11,913	11,913
2	WCCN	25,000	25,000	25,000
3	Beneficial Returns Whole Forest Loan Partic PRI	8,409	6,722	6,722
4	WARC Group PRI - 5 Year bond	25,000	25,000	25,000
5	Water Access Rwanda	9,576	7,485	7,485
6	Best of Waste Uganda PRI	4,587	1,589	1,589
7	Young Mountain Tea		25,000	25,000
8	Cru Chocolate		10,000	10,000

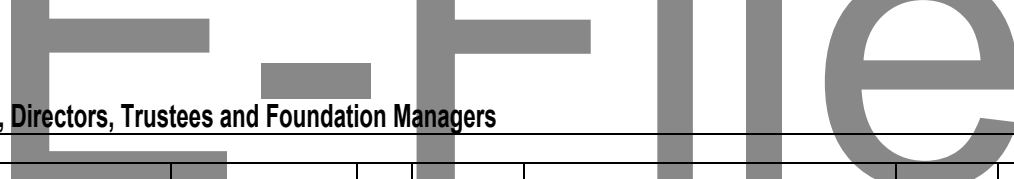
Part II, Line 22 (990-PF) - Other Liabilities

		0	0
Description		Beginning Balance	Ending Balance
1	Chase Credit Card		

E-File

Part VI-A, Line 10 (990-PF) - Substantial Contributors

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country
1	3rd Creek Investments, Inc.	X	999 Driver Way	Incline Village	NV	89451	



Part VII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

0 0 0

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Dave B Straley		PO Box 5406	Incline Village	NV	89450		Treasurer	1.00	0		
2	Gwen L Straley		PO Box 5406	Incline Village	NV	89450		President	8.00	0		
3	Erica J Jordan		PO Box 5406	Incline Village	NV	89450		Secretary	1.00	0		
4	Pamela J Straley		PO Box 5406	Incline Village	NV	89450		Director	1.00	0		
5	Zahra Radjavi		PO Box 5406	Incline Village	NV	89450		Director	1.00	0		
6	Chris Zintel		PO Box 5406	Incline Village	NV	89450		Director	1.00	0		
7	Kanchan Shrestha		PO Box 5406	Incline Village	NV	89450		Director	1.00	0		

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Part VIII-B, Line 3 (990-PF) - Other Program-Related Investments

35,000

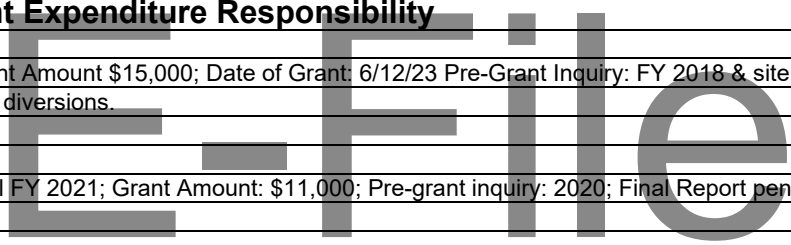
Description 1		Description 2	Description 3	Amount
1	Cru Chocolate - supports cacao producers living in poverty, esp			10,000
2	Young Mountain Tea works with over 850 small land-holding far	Partnerships with Young Mountain increases local earning 4x ov	the partner farmers are women, many becoming independent fo	25,000

Statements

Part XV Line 3a Grant Expenditure Responsibility

Anza Grant FY 2022; Grant Amount \$15,000; Date of Grant: 6/12/23 Pre-Grant Inquiry: FY 2018 & site visit 2020, 2021 grant, 202 Final Report: pending; No diversions.

Pastoral Women's Council FY 2021; Grant Amount: \$11,000; Pre-grant inquiry: 2020; Final Report pending. No diversions.



Part IX-B Expenditure Responsibility

WARC PRI: \$25,000; Pre-grant inquiry: 6/20 & 12/20; Transfer date: 2/21; annual report 2021, '22; calls

Best of Waste Uganda; \$6,000; Pre-grant Inquiry: 12/2020; Transfer 12/2020; annual calls 2021; 2022

Young Mountain Tea: \$25,000; pre-grant inquiry 10&11/2022; Transfer: 1/11/23 Annual report: 09/23 call

Water Access Rwanda; \$10,280; Pre-inquiry 10/2020; Annual report 2023; Partner site visit;

Part IX-B Expenditure Responsibility

Beneficial Returns Whole Forest; Pre-inquiry: 6/17/2020; \$15,000; Annual report 2023

Working Capital for Community Needs; \$25,000; pre-inquiry 9/21; Annual report 2022; 2023

Imara Tech: \$15,000 PRI transferred 2/2022; pre-inquiry 2020 & 2021; Annual report pending.

Cru Chocolate: \$10,000; Pre-grant inquiry: 09/22; site visit; Transfer: 10/27/22 Annual report pending.

Part IX-B Expenditure Responsibility

Divine Chocolate: \$40,000; Pre-inquiry: 2021; 2023; Date:2/16/23 final report pending.

Eco-Filtro: \$40,000; Pre-inquiry: 2022/23; Date: 12/23 Final report 9/2023

No diversions of any PRI.