

Form **990**

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

OMB No. 1545-0047

2018

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Open to Public Inspection

A For the 2018 calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization RESOURCES LEGACY FUND Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 555 CAPITOL MALL 1095 City or town, state or province, country, and ZIP or foreign postal code SACRAMENTO, CA 95814 F Name and address of principal officer: MICHAEL A. MANTELL SAME AS C ABOVE	D Employer identification number 95-4703838 E Telephone number 916-442-5057 G Gross receipts \$ 111,658,568. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: ▶ WWW.RESOURCESLEGACYFUND.ORG		
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		
L Year of formation: 1998		M State of legal domicile: CA

Part I Summary

1	Briefly describe the organization's mission or most significant activities: RESOURCES LEGACY FUND WORKS WITH PHILANTHROPISTS TO CONSERVE LAND, WATER, AND OCEAN RESOURCES WHILE		
2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
3	Number of voting members of the governing body (Part VI, line 1a)	3	12
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	11
5	Total number of individuals employed in calendar year 2018 (Part V, line 2a)	5	108
6	Total number of volunteers (estimate if necessary)	6	11
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
7b	Net unrelated business taxable income from Form 990-T, line 38	7b	63,282.
8	Contributions and grants (Part VIII, line 1h)	8	46,709,215.
9	Program service revenue (Part VIII, line 2g)	9	112,229.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	10	1,877,611.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	11	0.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	12	48,699,055.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	13	26,968,678.
14	Benefits paid to or for members (Part IX, column (A), line 4)	14	0.
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	15	8,537,540.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	16a	27,000.
16b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 347,665.	16b	347,665.
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	17	9,546,005.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	18	45,079,223.
19	Revenue less expenses. Subtract line 18 from line 12	19	3,619,832.
20	Total assets (Part X, line 16)	20	105,688,396.
21	Total liabilities (Part X, line 26)	21	9,457,385.
22	Net assets or fund balances. Subtract line 21 from line 20	22	96,231,011.

Part II Signature Block

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

Sign Here	Signature of officer MICHAEL A. MANTELL, PRESIDENT Type or print name and title	Date _____			
Paid Preparer Use Only	Print/Type preparer's name KEITH R. GLEN	Preparer's signature KEITH R. GLEN	Date 10/30/19	Check if self-employed <input type="checkbox"/>	PTIN P01317613
	Firm's name ▶ GILBERT CPAS			Firm's EIN ▶ 68-0037990	
	Firm's address ▶ 2880 GATEWAY OAKS DR, STE 100 SACRAMENTO, CA 95833			Phone no. 916-646-6464	

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:
RESOURCES LEGACY FUND HELPS DONORS ENGAGE IN CHARITABLE AND EDUCATIONAL ACTIVITIES THAT PROMOTE CONSERVATION OF THE ENVIRONMENT AND NATURAL RESOURCES, EDUCATION, AND HEALTHY COMMUNITIES.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No
If "Yes," describe these new services on Schedule O.

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

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

4a (Code:) (Expenses \$ 39,363,683. including grants of \$ 20,607,288.) (Revenue \$ 361,626.)
IN 2018, RESOURCES LEGACY FUND (RLF) FURTHERED ITS WORK WITH PHILANTHROPISTS TO CONSERVE LAND, WATER, AND OCEAN RESOURCES WHILE ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY.

SELECT RLF ACCOMPLISHMENTS DURING 2018:

DAM REMOVAL

IN 2018, RLF'S OPEN RIVERS FUND (ORF) ACCELERATED THE PACE OF DAM REMOVALS IN THE WESTERN UNITED STATES. ORF FUNDING SUPPORTED THE DECONSTRUCTION OF 12 DAMS IN OREGON AND WYOMING, OPENING 33 MILES OF CREEKS AND RIVERS TO FISH PASSAGE. PROJECTS REDUCED FLOOD RISK, ELIMINATED THE LIABILITY OF A DECAYING DAM, RESTORED NATIVE AMERICAN

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.)
(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 39,363,683.

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

	Yes	No
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>	X	
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	X	
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

	Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	

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

		Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
	2a 108		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country: See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year		
	7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the sponsoring organization make any taxable distributions under section 4966?		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state?	13a	
Note. See the instructions for additional information the organization must report on Schedule O.			
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	
15	Is the organization 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?	15	X
If "Yes," see instructions and file Form 4720, Schedule N.			
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income?	16	X
If "Yes," complete Form 4720, Schedule O.			

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

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

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
	1a 12		
b	Enter the number of voting members included in line 1a, above, who are independent		
	1b 11		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	X	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

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

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

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **AK, AL, AR, CA, CO, CT, DC, FL, GA, HI, IL, KS**
- 18** Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records **▶**
ROSINA BUGARIN, CHIEF FINANCIAL OFFICER - (916) 442-5057
555 CAPITOL MALL, SUITE 1095, SACRAMENTO, CA 95814

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

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

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) BARTON THOMPSON, JR. DIRECTOR; BOARD CHAIR	1.00 1.00	X					0.	0.	0.	
(2) JEANNE SEDGWICK DIRECTOR; BOARD VICE CHAIR	1.00 1.00	X					0.	0.	0.	
(3) NED BARNHOLT DIRECTOR; CHAIR AUDIT COMM	1.00 1.00	X					0.	0.	0.	
(4) CHARLENE KABCENELL DIRECTOR	1.00 1.00	X					0.	0.	0.	
(5) CRAIG MCNAMARA DIRECTOR	1.00 1.00	X					0.	0.	0.	
(6) KATHARINE L. JACOBS DIRECTOR	1.00 1.00	X					0.	0.	0.	
(7) MARK WAN DIRECTOR; CHAIR FINANCE CO	1.00 1.00	X					0.	0.	0.	
(8) STEVE GAINES DIRECTOR	1.00 1.00	X					0.	0.	0.	
(9) PATSY ISHIYAMA DIRECTOR	1.00 1.00	X					0.	0.	0.	
(10) RANDALL MARTINEZ DIRECTOR	1.00 1.00	X					0.	0.	0.	
(11) MARTHA KONGSGAARD DIRECTOR	1.00 1.00	X					0.	0.	0.	
(12) MICHAEL MANTELL DIRECTOR, PRESIDENT	40.00 1.00	X		X			590,479.	0.	54,144.	
(13) MARY SCOONOVER SECRETARY, VICE PRESIDENT	40.00 1.00			X			382,809.	0.	56,244.	
(14) ROSINA BUGARIN TREASURER, CHIEF FINANCIAL OFFICER	40.00 1.00			X			141,984.	0.	29,804.	
(15) JULIA TURRINI PROGRAM DIRECTOR	40.00 1.00				X		218,066.	0.	49,716.	
(16) MICHAEL SCOTT SENIOR POLICY ADVISOR	40.00 1.00				X		197,381.	0.	17,746.	
(17) JESSICA MAHER PROGRAM DIRECTOR	40.00 1.00				X		191,249.	0.	26,796.	

Part VIII Statement of Revenue

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

				(A)	(B)	(C)	(D)
				Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	50,591,348.				
	g Noncash contributions included in lines 1a-1f: \$		4,297,554.				
	h Total. Add lines 1a-1f			50,591,348.			
Program Service Revenue	2 a CONTRACT REVENUE	Business Code					
		541900		361,626.	361,626.		
	b						
	c						
	d						
	e						
	f All other program service revenue						
g Total. Add lines 2a-2f			361,626.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			2,481,018.			2,481,018.
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	(ii) Personal				
		b Less: rental expenses					
		c Rental income or (loss)					
		d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		58,224,576.					
		b Less: cost or other basis and sales expenses					
		57,777,287.					
	c Gain or (loss)			447,289.			
	d Net gain or (loss)			447,289.			447,289.
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
		b Less: direct expenses	b				
c Net income or (loss) from fundraising events							
9 a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue			Business Code				
11 a							
	b						
	c						
	d All other revenue						
	e Total. Add lines 11a-11d						
12 Total revenue. See instructions			53,881,281.	361,626.	0.	2,928,307.	

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	19,070,137.	19,070,137.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	1,537,151.	1,537,151.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,255,464.	975,308.	280,156.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	7,674,206.	6,504,263.	1,021,926.	148,017.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	518,678.	448,491.	58,346.	11,841.
9 Other employee benefits	1,048,593.	920,741.	80,191.	47,661.
10 Payroll taxes	643,545.	550,477.	79,302.	13,766.
11 Fees for services (non-employees):				
a Management				
b Legal	131,079.	23,356.	107,723.	
c Accounting	56,546.	14,942.	41,604.	
d Lobbying	122,688.	122,688.		
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	273,920.		273,920.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	7,744,639.	7,612,039.	47,600.	85,000.
12 Advertising and promotion	21,320.	21,320.		
13 Office expenses	102,677.	54,850.	26,827.	21,000.
14 Information technology	260,253.	166,880.	84,729.	8,644.
15 Royalties				
16 Occupancy	704,423.	577,550.	117,997.	8,876.
17 Travel	717,554.	558,430.	157,491.	1,633.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	60,828.	49,034.	11,724.	70.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	35,775.	24,786.	9,916.	1,073.
23 Insurance	164,197.	55,679.	108,518.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a DUES AND MEMBERSHIPS	80,136.	64,267.	15,785.	84.
b TRAINING	17,835.	8,650.	9,185.	
c				
d				
e All other expenses	16,211.	2,644.	13,567.	
25 Total functional expenses. Add lines 1 through 24e	42,257,855.	39,363,683.	2,546,507.	347,665.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

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

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash - non-interest-bearing	561,204.	1	1,174,797.
	2 Savings and temporary cash investments	6,787,376.	2	19,368,875.
	3 Pledges and grants receivable, net	3,617,519.	3	6,715,918.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L	12,233.	6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	359,665.	9	375,531.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 456,264.		
	b Less: accumulated depreciation	10b 212,176.		
	11 Investments - publicly traded securities	94,319,420.	11	83,634,477.
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	105,688,396.	16	111,513,686.	
Liabilities	17 Accounts payable and accrued expenses	1,336,879.	17	1,643,701.
	18 Grants payable	8,120,506.	18	6,328,795.
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	3,347.
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	9,457,385.	26	7,975,843.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	5,804,635.	27	5,135,900.
	28 Temporarily restricted net assets	90,426,376.	28	98,401,943.
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	96,231,011.	33	103,537,843.	
34 Total liabilities and net assets/fund balances	105,688,396.	34	111,513,686.	

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	53,881,281.
2	Total expenses (must equal Part IX, column (A), line 25)	2	42,257,855.
3	Revenue less expenses. Subtract line 2 from line 1	3	11,623,426.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	96,231,011.
5	Net unrealized gains (losses) on investments	5	-4,037,594.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-279,000.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	103,537,843.

Part XII Financial Statements and Reporting

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

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b	Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ.

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

OMB No. 1545-0047

2018

Open to Public
Inspection

Name of the organization RESOURCES LEGACY FUND	Employer identification number 95-4703838
--	---

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ).)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____
- 10 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 12 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
 - f Enter the number of supported organizations
 - g Provide the following information about the supported organization(s).

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

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	25,146,258.	33,718,590.	96,196,546.	46,709,215.	50,591,348.	252,361,957.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	25,146,258.	33,718,590.	96,196,546.	46,709,215.	50,591,348.	252,361,957.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						146,774,485.
6 Public support. Subtract line 5 from line 4.						105,587,472.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
7 Amounts from line 4	25,146,258.	33,718,590.	96,196,546.	46,709,215.	50,591,348.	252,361,957.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	156,992.	179,646.	452,213.	1,702,424.	2,481,018.	4,972,293.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 Total support. Add lines 7 through 10						257,334,250.
12 Gross receipts from related activities, etc. (see instructions)					12	869,265.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2018 (line 6, column (f) divided by line 11, column (f))	14	41.03 %
15 Public support percentage from 2017 Schedule A, Part II, line 14	15	39.12 %
16a 33 1/3% support test - 2018. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input checked="" type="checkbox"/>
b 33 1/3% support test - 2017. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2018. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10% -facts-and-circumstances test - 2017. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2018 (line 8, column (f), divided by line 13, column (f))	15	%
16 Public support percentage from 2017 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2018 (line 10c, column (f), divided by line 13, column (f))	17	%
18 Investment income percentage from 2017 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2018. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2017. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

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

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI .		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).			
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).			
2 Activities Test. Answer (a) and (b) below.		Yes	No
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.			
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.			
3 Parent of Supported Organizations. Answer (a) and (b) below.			
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .			
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.			

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

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI.) **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

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

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions.	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	
9 Distributable amount for 2018 from Section C, line 6	
10 Line 8 amount divided by line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2018	(iii) Distributable Amount for 2018
1 Distributable amount for 2018 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2018 (reasonable cause required- explain in Part VI). See instructions.			
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			
g Applied to underdistributions of prior years			
h Applied to 2018 distributable amount			
i Carryover from 2013 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2018 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2018 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2018, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI . See instructions.			
6 Remaining underdistributions for 2018. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI . See instructions.			
7 Excess distributions carryover to 2019. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2014			
b Excess from 2015			
c Excess from 2016			
d Excess from 2017			
e Excess from 2018			

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2018

Name of the organization

RESOURCES LEGACY FUND

Employer identification number

95-4703838

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (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 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 33 1/3% 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 (entering "N/A" in column (b) instead of the contributor name and address), 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 990-PF, 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 RESOURCES LEGACY FUND	Employer identification number 95-4703838
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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
1	<hr/> <hr/> <hr/>	\$ <u>3,091,068.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	<hr/> <hr/> <hr/>	\$ <u>1,281,691.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
3	<hr/> <hr/> <hr/>	\$ <u>5,078,400.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	<hr/> <hr/> <hr/>	\$ <u>2,075,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	<hr/> <hr/> <hr/>	\$ <u>3,000,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	<hr/> <hr/> <hr/>	\$ <u>4,275,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization RESOURCES LEGACY FUND	Employer identification number 95-4703838
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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
7	_____ _____ _____	\$ <u>1,280,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	_____ _____ _____	\$ <u>13,200,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	_____ _____ _____	\$ <u>9,090,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10	_____ _____ _____	\$ <u>2,300,600.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization RESOURCES LEGACY FUND	Employer identification number 95-4703838
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	13,000 SHARES OF COSTCO STOCK _____ _____ _____	\$ 2,505,843.	02/05/18
2	920 SHARES OF DISNEY STOCK, 2,750 SHARES OF COSTCO STOCK, AND 3,100 SHARES OF APPLE STOCK. _____ _____	\$ 1,281,691.	12/17/18
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization RESOURCES LEGACY FUND	Employer identification number 95-4703838
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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 info. once.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(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	

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2018

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

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

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

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

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

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

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

Name of organization RESOURCES LEGACY FUND	Employer identification number 95-4703838
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Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political campaign activity expenditures ▶ \$ _____

3 Volunteer hours for political campaign activities _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No

4a Was a correction made? Yes No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____

4 Did the filing organization file **Form 1120-POL** for this year? Yes No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

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

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grass roots lobbying)	162,720.	162,720.												
b	Total lobbying expenditures to influence a legislative body (direct lobbying)	321,870.	321,870.												
c	Total lobbying expenditures (add lines 1a and 1b)	484,590.	484,590.												
d	Other exempt purpose expenditures	41,773,265.	41,773,265.												
e	Total exempt purpose expenditures (add lines 1c and 1d)	42,257,855.	42,257,855.												
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.	1,000,000.												
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">If the amount on line 1e, column (a) or (b) is:</th> <th style="text-align: left;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)	250,000.	250,000.												
h	Subtract line 1g from line 1a. If zero or less, enter -0-	0.	0.												
i	Subtract line 1f from line 1c. If zero or less, enter -0-	0.	0.												
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?	<input type="checkbox"/> Yes <input type="checkbox"/> No													

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

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) Total
2a Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000.
c Total lobbying expenditures	238,278.	297,023.	377,191.	484,590.	1,397,082.
d Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f Grassroots lobbying expenditures	50,225.	42,533.	129,014.	162,720.	384,492.

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

For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

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

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

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

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

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

Part IV Supplemental Information

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

Part IV Supplemental Information (continued)

Schedule C

**Affiliated Group Lobbying Expenditures
Part II -A**

Name of Affiliated Group Member
RESOURCES LEGACY FUND FOUNDATION

Employer ID Number
30-0043771

Affiliated Group Member Address
555 CAPITOL MALL, #1095
SACRAMENTO, CA 95814

Electing Member
YES

Limits on Lobbying Expenditures:

	0.	Line												
Total lobbying expenditures to influence public opinion (grassroots lobbying)	0.	1a												
Total lobbying expenditures to influence a legislative body (direct lobbying)	0.	b												
Total lobbying expenditures (add lines 1a and 1b)	0.	c												
Other exempt purpose expenditures	0.	d												
Total exempt purpose expenditures (add lines 1c and 1d)	0.	e												
Lobbying nontaxable amount.														
Enter the amount from the following table:														
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">If the amount on line e is:</th> <th style="text-align: center;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">Not over \$500,000</td> <td style="text-align: center;">20% of the amount on line 1e</td> </tr> <tr> <td style="text-align: center;">> 500,000 <= 1,000,000</td> <td style="text-align: center;">100,000 + 15% > 500,000</td> </tr> <tr> <td style="text-align: center;">> 1,000,000 <= 1,500,000</td> <td style="text-align: center;">175,000 + 10% > 1,000,000</td> </tr> <tr> <td style="text-align: center;">> 1,500,000 <= 17,000,000</td> <td style="text-align: center;">225,000 + 5% > 1,500,000</td> </tr> <tr> <td style="text-align: center;">Over \$17,000,000</td> <td style="text-align: center;">\$1,000,000</td> </tr> </tbody> </table>	If the amount on line e is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e	> 500,000 <= 1,000,000	100,000 + 15% > 500,000	> 1,000,000 <= 1,500,000	175,000 + 10% > 1,000,000	> 1,500,000 <= 17,000,000	225,000 + 5% > 1,500,000	Over \$17,000,000	\$1,000,000	0.	f
If the amount on line e is:	The lobbying nontaxable amount is:													
Not over \$500,000	20% of the amount on line 1e													
> 500,000 <= 1,000,000	100,000 + 15% > 500,000													
> 1,000,000 <= 1,500,000	175,000 + 10% > 1,000,000													
> 1,500,000 <= 17,000,000	225,000 + 5% > 1,500,000													
Over \$17,000,000	\$1,000,000													
Grassroots nontaxable amount (enter 25% of line 1f)	0.	g												
Subtract line 1g from line 1a (limit to zero)	0.	h												
Subtract line 1f from line 1c (limit to zero)	0.	i												
Member's share of excess lobbying expenditures	0.													

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

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

Attach to Form 990.

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

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization: RESOURCES LEGACY FUND; Employer identification number: 95-4703838

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include total number at end of year, aggregate values, and yes/no questions about donor property and grant fund usage.

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

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include purpose of easements, total number, acreage, and expenses, and yes/no questions about monitoring and reporting.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include questions about reporting art and historical treasures, and amounts for revenue and assets.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment _____ %
- b Permanent endowment _____ %
- c Temporarily restricted endowment _____ %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations	3a(i)	
(ii) related organizations	3a(ii)	
b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?	3b	

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		233,203.	39,655.	193,548.
d Equipment		44,970.	42,320.	2,650.
e Other		178,091.	130,201.	47,890.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				244,088.

Part VII Investments - Other Securities.

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

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

Part VIII Investments - Program Related.

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

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

Part IX Other Assets.

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

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

Part X Other Liabilities.

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

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

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

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

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

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

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

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

**SCHEDULE F
(Form 990)**

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

▶ Attach to Form 990.

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

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization RESOURCES LEGACY FUND	Employer identification number 95-4703838
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Part I **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
EAST ASIA AND THE PACIFIC	0	0	GRANTS	LAND OR MARINE CONSERVATION	208,549.
SOUTH ASIA	0	0	GRANTS	LAND OR MARINE CONSERVATION	20,000.
NORTH AMERICA	0	3	GRANTS	LAND OR MARINE CONSERVATION	1,151,578.
SOUTH AMERICA	0	2	GRANTS	LAND OR MARINE CONSERVATION	57,024.
EUROPE	0	1	GRANTS	LAND OR MARINE CONSERVATION	100,000.
3 a Subtotal	0	6			1,537,151.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	0	6			1,537,151.

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

Schedule F (Form 990) 2018

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		SOUTH AMERICA	LAND OR MARINE CONSERVATION	22,000.	WIRE	0.		
		SOUTH AMERICA	LAND OR MARINE CONSERVATION	10,024.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	30,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	30,000.	WIRE	0.		
		EAST ASIA	LAND OR MARINE CONSERVATION	78,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	11,700.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	100,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	50,000.	WIRE	0.		

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter

3 Enter total number of other organizations or entities

26

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)								
1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		NORTH AMERICA	LAND OR MARINE CONSERVATION	50,000.	WIRE	0.		
		SOUTH AMERICA	LAND OR MARINE CONSERVATION	25,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	33,000.	WIRE	0.		
		EAST ASIA	LAND OR MARINE CONSERVATION	48,100.	WIRE	0.		
		EAST ASIA	LAND OR MARINE CONSERVATION	20,000.	WIRE	0.		
		EAST ASIA	LAND OR MARINE CONSERVATION	35,649.	WIRE	0.		
		EAST ASIA	LAND OR MARINE CONSERVATION	14,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	20,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	30,000.	WIRE	0.		

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)								
1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		NORTH AMERICA	LAND OR MARINE CONSERVATION	25,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	30,000.	WIRE	0.		
		EAST ASIA	LAND OR MARINE CONSERVATION	12,800.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	258,578.	WIRE	0.		
		SOUTH ASIA	LAND OR MARINE CONSERVATION	20,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	20,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	25,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	12,800.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	242,000.	WIRE	0.		

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)								
1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		NORTH AMERICA	LAND OR MARINE CONSERVATION	40,000.	WIRE	0.		
		EUROPE	LAND OR MARINE CONSERVATION	100,000.	WIRE	0.		
		NORTH AMERICA	LAND OR MARINE CONSERVATION	143,500.	WIRE	0.		

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of noncash assistance	(g) Description of noncash assistance	(h) Method of valuation (book, FMV, appraisal, other)

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No

- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; don't file with Form 990)* Yes No

- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471)* Yes No

- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621)* Yes No

- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships (see Instructions for Form 8865)* Yes No

- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713; don't file with Form 990)* Yes No

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

PART I, LINE 2:

WHEN GRANTING TO A NON-U.S. BASED CONSERVATION ORGANIZATION, RLF REQUIRES DOCUMENTATION FROM THE APPLICANT THAT ESTABLISHES AND DESCRIBES THAT ORGANIZATION'S LEGAL STATUS, PURPOSE, AND MISSION, AND OFTEN REQUIRES THIRD-PARTY LETTERS OF REFERENCE. ADDITIONALLY, RLF CONFIRMS THAT THE POTENTIAL GRANTEE AND PRINCIPALS DO NOT APPEAR ON THE TREASURY DEPARTMENT'S SPECIALLY DESIGNATED NATIONALS (SDN). RLF ALSO REQUIRES GRANTEES EITHER TO ESTABLISH AND MAINTAIN A DESIGNATED BANK ACCOUNT FOR THE GRANT FUNDS, OR RECORD AND MAINTAIN THE GRANT FUNDS IN A SEPARATE BOOKKEEPING ACCOUNT. RLF OFTEN PROVIDES GRANT FUNDING TO U.S.-BASED 501(C)(3) ORGANIZATIONS WITH OFFICES IN OTHER COUNTRIES TO WORK WITH NON-U.S. ORGANIZATIONS IN ORDER TO MONITOR THE PROJECT AND WORK TO ENSURE THAT FUNDING IS EFFECTIVELY USED FOR ITS INTENDED PURPOSE.

ALL RLF INTERNATIONAL GRANTS INCLUDE REQUIREMENTS FOR PERIODIC REPORTS RECONCILING GRANT ACTIVITIES, PROGRESS, AND OUTCOMES WITH GRANT OBJECTIVES, AS WELL AS A RECONCILIATION OF GRANT EXPENDITURES TO THE PROPOSAL BUDGET.

SCHEDULE G
(Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No. 1545-0047

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

2018

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990 or Form 990-EZ.

Open to Public Inspection

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

Name of the organization: **RESOURCES LEGACY FUND** Employer identification number: **95-4703838**

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

- 1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.
- a Mail solicitations
 - b Internet and email solicitations
 - c Phone solicitations
 - d In-person solicitations
 - e Solicitation of non-government grants
 - f Solicitation of government grants
 - g Special fundraising events
- 2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees, or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No
- b If "Yes," list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
VICTORIA SCHOENWALD - 6 VALLEJO STREET, BERKELEY, CA	FUNDRAISING COUNSEL		X	0.	19,000.	0.
BETH GRUPP ASSOCIATES, LLC - BOX 60185, CAPITOL SUITES,	FUNDRAISING COUNSEL		X	0.	66,000.	0.
Total					85,000.	

- 3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.
- AK, AL, AR, CA, CO, CT, DC, FL, GA, HI, IL, KS, KY, MA, MD, ME, MI, MN, MS, NC, ND, NH, NJ, NV, NY, OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WI, WV

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

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

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

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

9 Enter the state(s) in which the organization conducts gaming activities: _____
a Is the organization licensed to conduct gaming activities in each of these states? Yes No
b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? Yes No
b If "Yes," explain: _____

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

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

Name ▶ _____
 Address ▶ _____

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

Name ▶ _____
 Address ▶ _____

16 Gaming manager information:

Name ▶ _____
 Gaming manager compensation ▶ \$ _____
 Description of services provided ▶ _____

 Director/officer Employee Independent contractor

17 Mandatory distributions:

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

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

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

(I) NAME OF FUNDRAISER: VICTORIA SCHOENWALD

(I) ADDRESS OF FUNDRAISER: 6 VALLEJO STREET, BERKELEY, CA 94707

(I) NAME OF FUNDRAISER: BETH GRUPP ASSOCIATES, LLC

(I) ADDRESS OF FUNDRAISER: BOX 60185, CAPITOL SUITES, WASHINGTON, DC 20039

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

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

OMB No. 1545-0047

2018

**Open to Public
Inspection**

Name of the organization **RESOURCES LEGACY FUND** Employer identification number **95-4703838**

Part I General Information on Grants and Assistance

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

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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
ADVANCE DEMOCRACY, INC. 1360 BEVERLY ROAD, SUITE 300 MCLEAN, VA 22101	82-4277642	501(C)(3)	1,688,000.	0.			ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY
AFFILIATED TRIBES OF NORTHWEST INDIANS - 6636 NE SANDY BOULEVARD - PORTLAND, OR 97213	93-0934830	501(C)(3)	20,250.	0.			LAND OR MARINE CONSERVATION
AMERICAN RIVERS 1101 14TH STREET NW WASHINGTON, DC 20005	23-7305963	501(C)(3)	350,000.	0.			LAND OR MARINE CONSERVATION
ANAHUAK YOUTH SPORTS ASSOCIATION 5317 N. FIGUEROA STREET #1 LOS ANGELES, CA 90042	01-0566012	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION
ARCHAEOLOGY SOUTHWEST 300 NORTH ASH ALLEY TUCSON, AZ 85701	86-0640183	501(C)(3)	57,000.	0.			LAND OR MARINE CONSERVATION
ASIAN PACIFIC ENVIRONMENTAL NETWORK - 426 17TH STREET - OAKLAND, CA 94612	94-3261846	501(C)(3)	43,000.	0.			LAND OR MARINE CONSERVATION

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **182.**

3 Enter total number of other organizations listed in the line 1 table **9.**

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

Schedule I (Form 990) (2018)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AUDUBON CALIFORNIA 220 MONTGOMERY STREET, SUITE 1000 SAN FRANCISCO, CA 94104	13-1624102	501(C)(3)	200,000.	0.			LAND OR MARINE CONSERVATION
BIG SUR LAND TRUST P.O. BOX 4071 MONTEREY, CA 93942	94-2473415	501(C)(3)	75,000.	0.			LAND OR MARINE CONSERVATION
BIODIVERSITY FUNDERS GROUP PO BOX 29361 SAN FRANCISCO, CA 94129	13-3431076	501(C)(3)	5,000.	0.			LAND OR MARINE CONSERVATION
CA MARINE SANCTUARY FOUNDATION 99 PACIFIC STREET, SUITE 455 MONTEREY, CA 93940	94-3225675	501(C)(3)	240,000.	0.			LAND OR MARINE CONSERVATION
CALIFORNIA ASSOCIATION FOR ENVIRONMENTAL AND OUTDOOR EDUCATION - 560 SILVER STRAND BLVD - IMPERIAL BEACH, CA 91932	95-4819097	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION
CALIFORNIA ASSOCIATION OF RESOURCE CONSERVATION DISTRICTS - 801 K STREET - SACRAMENTO, CA 95814	94-1553749	501(C)(3)	200,000.	0.			LAND OR MARINE CONSERVATION
CALIFORNIA COASTAL PROTECTION NETWORK - 2920 VENTURA DRIVE - SANTA BARBARA, CA 93105	77-0527664	501(C)(3)	130,000.	0.			LAND OR MARINE CONSERVATION
CALIFORNIA COASTKEEPER ALLIANCE 1100 11TH STREET SACRAMENTO, CA 95814	95-4834043	501(C)(3)	155,000.	0.			LAND OR MARINE CONSERVATION
CALIFORNIA COUNCIL OF LAND TRUSTS 1029 J STREET #120 SACRAMENTO, CA 95814	01-0826246	501(C)(3)	18,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CALIFORNIA OCEAN SCIENCE TRUST 1111 BROADWAY, FLOOR 3 OAKLAND, CA 94607	65-1261006	501(C)(3)	150,000.	0.			LAND OR MARINE CONSERVATION
CALIFORNIA RANGELAND TRUST 1225 H STREET SACRAMENTO, CA 95814	31-1631453	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
CALIFORNIA TROUT, INC. 360 PINE STREET SAN FRANCISCO, CA 94104	23-7097680	501(C)(3)	120,000.	0.			LAND OR MARINE CONSERVATION
CAMPAIGN LEGAL CENTER, INC. 1411 K STREET, NW WASHINGTON, DC 20005	04-3608387	501(C)(3)	300,000.	0.			ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY
CASCADIA LAW GROUP 606 COLUMBIA ST. NW, SUITE 212 OLYMPIA, WA 98501	52-7256405	FOR PROFIT	40,000.	0.			LAND OR MARINE CONSERVATION
CENTER FOR BIOLOGICAL DIVERSITY P.O. BOX 710 TUSCON, AZ 85702	27-3943866	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
CENTER ON RACE, POVERTY, AND THE ENVIRONMENT - 1012 JEFFERSON STREET - DELANO, CA 93215	05-0557231	501(C)(3)	48,000.	0.			LAND OR MARINE CONSERVATION
CITIZENS FOR RESPONSIBLE OIL AND GAS - PO BOX 114 - OJAI, CA 93024	46-2660066	501(C)(3)	8,000.	0.			LAND OR MARINE CONSERVATION
CLARK FORK COALITION P.O. BOX 7593 MISSOULA, MT 59807	36-3428665	501(C)(3)	86,000.	0.			LAND OR MARINE CONSERVATION

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CLIMATE ACTION RESERVE 818 W 7TH STREET LOS ANGELES, CA 90017	68-0477330	501(C)(3)	10,000.	0.			LAND OR MARINE CONSERVATION
COALITION FOR CLEAN AIR 660 S. FIGUEROA STREET LOS ANGELES, CA 90017	23-7120567	501(C)(3)	18,000.	0.			LAND OR MARINE CONSERVATION
COASTAL QUEST 283 4TH STREET OAKLAND, CA 94607	31-1678716	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION
COLORADO WILDLIFE FEDERATION, INC. 1410 GRANT STREET, C-313 DENVER, CO 80203	84-0576376	501(C)(3)	10,000.	0.			LAND OR MARINE CONSERVATION
COLUMBIA LAND TRUST 850 OFFICERS' ROW VANCOUVER, WA 98661	94-3140861	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
COMMUNITIES FOR A BETTER ENVIRONMENT - 6325 PACIFIC BLVD - HUNTINGTON PARK, CA 90255	94-2998086	501(C)(3)	53,000.	0.			LAND OR MARINE CONSERVATION
COMMUNITY INITIATIVES 1000 BROADWAY OAKLAND, CA 94607	94-3255070	501(C)(3)	75,000.	0.			LAND OR MARINE CONSERVATION
COMMUNITY PARTNERS 1000 N. ALAMEDA STREET LOS ANGELES, CA 90012	95-4302067	501(C)(3)	100,000.	0.			LAND OR MARINE CONSERVATION
CONSERVATION COLORADO EDUCATION FUND - 1536 WYNKOOP STREET, 5TH FLOOR - DENVER, CO 80202	84-0614285	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CONSERVATION FUND 1655 N. FORT MYER DRIVE ARLINGTON, VA 22209	52-1388917	501(C)(3)	155,000.	0.			LAND OR MARINE CONSERVATION
CONSERVATION LANDS FOUNDATION 835 E. 2ND AVE., SUITE 314 DURANGO, CO 81301	20-8924520	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION
CONSERVATION LAW FOUNDATION INC. 62 SUMMER STREET BOSTON, MA 02110	04-6149986	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION
CONSERVATIVES FOR RESPONSIBLE STEWARDSHIP - 11705 SUMACS STREET - OAKTON, VA 22124	31-1683604	501(C)(3)	83,000.	0.			LAND OR MARINE CONSERVATION
CONSTITUTIONAL ACCOUNTABILITY CENTER - 1200 18TH STREET NW, SUITE 501 - WASHINGTON, DC 20036	52-2063854	501(C)(3)	100,000.	0.			ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY
DISCIPLES HOME MISSIONS 110 MARYLAND AVE. NE #203 WASHINGTON, DC 20002	35-1290911	501(C)(3)	9,488.	0.			LAND OR MARINE CONSERVATION
EARTH ISLAND INSTITUTE 2150 ALLSTON WAY, SUITE 460 BERKELEY, CA 94704	94-2889684	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION
ECOLOGISTS WITHOUT BORDERS 13033 SUNRISE DR. MOUNT VERNON, WA 98273	45-3628233	501(C)(3)	28,000.	0.			LAND OR MARINE CONSERVATION
ENVIRONMENTAL ACTION COMMITTEE OF WEST MARIN - PO BOX 609 - POINT REYES STATION, CA 94956	23-7115368	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ENVIRONMENTAL JUSTICE COALITION FOR WATER - 909 12TH STREET - SACRAMENTO, CA 95814	20-2539559	501(C)(3)	12,000.	0.			LAND OR MARINE CONSERVATION
ENVIRONMENTAL DEFENSE CENTER 906 GARDEN STREET SANTA BARBARA, CA 93101	77-0061994	501(C)(3)	22,000.	0.			LAND OR MARINE CONSERVATION
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	11-6107128	501(C)(3)	180,000.	0.			LAND OR MARINE CONSERVATION
ENVIRONMENTAL HEALTH COALITION 2727 HOOVER AVE NATIONAL CITY, CA 91950	95-3798792	501(C)(3)	70,000.	0.			LAND OR MARINE CONSERVATION
EVANGELICAL ENVIRONMENTAL NETWORK 24 EAST FRANKLIN STREET NEW FREEDOM, PA 17349	23-2827214	501(C)(3)	17,945.	0.			LAND OR MARINE CONSERVATION
FATHERS & FAMILIES OF SAN JOAQUIN PO BOX 30674 STOCKTON, CA 95213	32-0171398	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION
FORTERRA NW MR. GENE DUVERNOY SEATTLE, WA 98164	94-3112461	501(C)(3)	16,000.	0.			LAND OR MARINE CONSERVATION
FOUNDATION FOR WESTERN FISH & WILDLIFE - 2700 W. AIRPORT WAY - BOISE, ID 83705	26-2849591	501(C)(3)	278,000.	0.			LAND OR MARINE CONSERVATION
FRESNO BUILDING HEALTHY COMMUNITIES - PO BOX 7694 - FRESNO, CA 93747	81-3711032	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FRIENDS OF CEDAR MESA P. O. BOX 338 BLUFF, UT 84512	35-2426283	501(C)(3)	75,000.	0.			LAND OR MARINE CONSERVATION
FRIENDS OF THE EARTH 1101 15TH STREET, NW WASHINGTON, DC 20005	23-7420660	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION
FRIENDS OF THE EEL RIVER PO BOX 4945 ARCATA, CA 95518	68-0423026	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
FRIENDS OF THE LOS ANGELES RIVER 570 W. AVENUE 26, SUITE 250 LOS ANGELES, CA 90065	95-4171497	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
FUND FOR A BETTER FUTURE, INC. 555 CAPITOL MALL, SUITE 1095 SACRAMENTO, CA 95814	81-2319758	501(C)(4)	165,000.	0.			ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY
FUNDERS' NETWORK FOR SMART GROWTH AND LIVABLE COMMUNITIES - 6705 SW 57TH AVENUE - CORAL GABLES, FL 33143	57-1173613	501(C)(3)	10,000.	0.			LAND OR MARINE CONSERVATION
GALVESTON SHRIMP COMPANY C/O DAN OCCHIPINTI, PACIFIC SEAFOOD CLACKAMAS, OR 97068	27-4978686	FOR PROFIT	37,500.	0.			LAND OR MARINE CONSERVATION
GOLDEN GATE NATIONAL PARKS CONSERVANCY - BUILDING 201, FORT MASON - SAN FRANCISCO, CA 94123	94-2781708	501(C)(3)	35,000.	0.			LAND OR MARINE CONSERVATION
GRAND CANYON TRUST 2601 N FORT VALLEY ROAD FLAGSTAFF, AZ 86001	86-0512633	501(C)(3)	12,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GREATER FARALLONES ASSOCIATION 991 MARINE DRIVE SAN FRANCISCO, CA 94129	94-3227237	501(C)(3)	40,000.	0.			LAND OR MARINE CONSERVATION
GREATER YELLOWSTONE COALITION 215 S WALLACE AVENUE BOZEMAN, MT 59715	81-0414042	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION
GREENLINING INSTITUTE 360 14TH ST, 2ND FLOOR OAKLAND, CA 94612	94-3173571	501(C)(3)	118,000.	0.			LAND OR MARINE CONSERVATION
GROUNDWORK SAN DIEGO - CHOLLAS CREEK - 5106 FEDERAL BLVD #203 - SAN DIEGO, CA 92105	74-3184848	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION
HIGH COUNTRY CONSERVATION ADVOCATES - 716 ELK AVENUE - CRESTED BUTTE, CO 81224	84-0772688	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION
HISPANIC ACCESS FOUNDATION 1030 15TH ST NW, SUITE B/1 #15 WASHINGTON, DC 20005	27-2589206	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
IMPACTASSETS, INC. (ON BEHALF OF FUTURE OF FISH) - 7315 WISCONSIN AVE - BETHESDA, MD 20814	26-2048480	501(C)(3)	100,000.	0.			LAND OR MARINE CONSERVATION
INSTITUTE FOR ECOLOGICAL HEALTH 409 JARDIN PLACE DAVIS, CA 95616	68-0328081	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
INTERAMERICAN ASSOCIATION FOR ENVIRONMENTAL DEFENSE - 50 CALIFORNIA ST STE 500 - SAN FRANCISCO, CA 94111	94-3292116	501(C)(3)	45,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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INTERNATIONAL COMMUNITY FOUNDATION 2505 N AVE NATIONAL CITY, CA 91950	33-0457858	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
INTERNATIONAL UNION FOR CONSERVATION OF NATURE AND NATURAL RESOURCES - US - 1630 CONNECTICUT AVENUE, NW, SUITE 300 -	52-1443147	501(C)(3)	40,000.	0.			LAND OR MARINE CONSERVATION
LAND TRUST OF NAPA COUNTY 1700 SOSCOL AVENUE NAPA, CA 94559	94-2315096	501(C)(3)	60,000.	0.			LAND OR MARINE CONSERVATION
LAND TRUST OF SANTA CRUZ COUNTY 617 WATER STREET SANTA CRUZ, CA 95060	94-2431856	501(C)(3)	35,000.	0.			LAND OR MARINE CONSERVATION
LEADERSHIP COUNSEL FOR JUSTICE AND ACCOUNTABILITY - 764 P STREET, SUITE 12 - FRESNO, CA 93721	46-1517800	501(C)(3)	9,500.	0.			ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY
LOCAL GOVERNMENT COMMISSION 980 9TH STREET, SUITE 1700 SACRAMENTO, CA 98514	94-2791699	501(C)(3)	122,500.	0.			LAND OR MARINE CONSERVATION
LONG TOM RIVER WATERSHED COUNCIL 751 S. DANEBO AVE EUGENE, OR 97402	20-8049325	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
LOS ANGELES NEIGHBORHOOD LAND TRUST - 1541 WILSHIRE BLVD. - LOS ANGELES, CA 90017	38-3687836	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
LOS ANGELES WATERKEEPER 120 BROADWAY SANTA MONICA, CA 90401	95-4444787	501(C)(3)	115,000.	0.			LAND OR MARINE CONSERVATION

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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LOW INCOME INVESTMENT FUND 50 CALIFORNIA STREET SAN FRANCISCO, CA 94111	94-2952578	501(C)(3)	60,000.	0.			LAND OR MARINE CONSERVATION
MARINE APPLIED RESEARCH & EXPLORATION - 1230 BRICKYARD COVE ROAD, #101 - RICHMOND, CA 94801	31-1821639	501(C)(3)	130,000.	0.			LAND OR MARINE CONSERVATION
MARINE CONSERVATION INSTITUTE 4010 STONE WAY N. SEATTLE, WA 98103	91-1725640	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
MATTOLE RESTORATION COUNCIL PO BOX 160 PETROLIA, CA 95558	68-0037149	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
METHOW VALLEY CITIZENS COUNCIL PO BOX 774 TWISP, WA 98856	91-1061350	501(C)(3)	75,000.	0.			LAND OR MARINE CONSERVATION
MOJAVE DESERT LAND TRUST 60124 29 PALMS HIGHWAY JOSHUA TREE, CA 92252	72-1603033	501(C)(3)	66,000.	0.			LAND OR MARINE CONSERVATION
MONTANA CONSERVATION CORPS 206 N. GRAND AVE. BOZEMAN, MT 59715	81-0467431	501(C)(3)	6,650.	0.			LAND OR MARINE CONSERVATION
MONTANA CONSERVATION VOTERS EDUCATION FUND, INC. - PO BOX 853 - BILLINGS, MT 59103	81-0525336	501(C)(3)	36,376.	0.			LAND OR MARINE CONSERVATION
MONTANA STATE PARKS FOUNDATION 400 W. BROADWAY ST. MISSOULA, MT 59802	47-3829371	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION

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MONTANA WILDERNESS ASSOCIATION 80 S. WARREN STREET HELENA, MT 59601	51-0198932	501(C)(3)	298,472.	0.			LAND OR MARINE CONSERVATION
MONTANA WILDLIFE FEDERATION PO BOX 1175 HELENA, MT 59624	81-0303948	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
MONTEREY BAY AQUARIUM 886 CANNERY ROW MONTEREY, CA 93940	94-2487469	501(C)(3)	10,000.	0.			LAND OR MARINE CONSERVATION
MTB MISSOULA P.O. BOX 8233 MISSOULA, MT 59807	36-3772602	501(C)(3)	7,000.	0.			LAND OR MARINE CONSERVATION
MULEY FANATIC FOUNDATION, INC. 520 WILKES DRIVE, SUITE 1 GREEN RIVER, WY 82935	45-3578215	501(C)(3)	5,000.	0.			LAND OR MARINE CONSERVATION
NATIONAL AUDUBON SOCIETY, INC. 1200 18TH STREET WASHINGTON, DC 20036	13-1624102	501(C)(3)	29,400.	0.			LAND OR MARINE CONSERVATION
NATIONAL CAUCUS OF ENVIRONMENTAL LEGISLATORS - 1228 31ST ST., SUITE 110 - WASHINGTON, DC 20007	68-0633254	501(C)(3)	10,000.	0.			LAND OR MARINE CONSERVATION
NATIONAL PARKS CONSERVATION ASSOCIATION - 109 W. CALENDAR STREET - LIVINGSTON, MT 59047	53-0225165	501(C)(3)	10,000.	0.			LAND OR MARINE CONSERVATION
NATIONAL RELIGIOUS PARTNERSHIP FOR THE ENVIRONMENT - 110 MARYLAND AVENUE NE, SUITE 203 - WASHINGTON, DC 20002	13-6996770	501(C)(3)	13,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190	53-0204616	501(C)(3)	500,028.	0.			LAND OR MARINE CONSERVATION
NATURAL RESOURCES DEFENSE COUNCIL - DC - 1152 15TH STREET NW - WASHINGTON, DC 20005	13-2654926	501(C)(3)	45,000.	0.			LAND OR MARINE CONSERVATION
NATURE CONSERVANCY 201 MISSION STREET SAN FRANCISCO, CA 94105	53-0242652	501(C)(3)	437,500.	0.			LAND OR MARINE CONSERVATION
NEW ENGLAND AQUARIUM CORPORATION 1 CENTRAL WARF BOSTON, MA 02110	04-2297514	501(C)(3)	5,000.	0.			LAND OR MARINE CONSERVATION
NEW VENTURE FUND 1201 CONNECTICUT AVENUE NW WASHINGTON, DC 20036	20-5806345	501(C)(3)	75,000.	0.			LAND OR MARINE CONSERVATION
NORTHEASTERN MINNESOTANS FOR WILDERNESS - PO BOX 625 - ELY, MN 55731	01-0743018	501(C)(3)	28,000.	0.			LAND OR MARINE CONSERVATION
OCEAN AWARENESS PROJECT DOING BUSINESS AS BLUE FRONTIER CAMPAIGN - P.O. BOX 19367 - WASHINGTON, DC 20036	14-1861309	501(C)(3)	5,000.	0.			LAND OR MARINE CONSERVATION
OCEAN CONSERVANCY 1300 19TH STREET WASHINGTON, DC 20036	23-7245152	501(C)(3)	35,800.	0.			LAND OR MARINE CONSERVATION
OCEAN OUTCOMES OCEAN OUTCOMES PORTLAND, OR 97212	46-4901375	501(C)(3)	70,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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OJAI VALLEY LAND CONSERVANCY P.O. BOX 1092 OJAI, CA 93024	77-0169682	501(C)(3)	100,000.	0.			LAND OR MARINE CONSERVATION
OPEN MARKETS INSTITUTE 1440 G STREET NW WASHINGTON, DC 20005	82-2529375	501(C)(3)	20,000.	0.			ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY
OPEN SPACE INSTITUTE 1350 BROADWAY NEW YORK, NY 10018	52-1053406	501(C)(3)	125,000.	0.			LAND OR MARINE CONSERVATION
ORANGE COUNTY COASTKEEPER 3151 AIRWAY AVE. SUITE F-110 COSTA MESA, CA 92626	33-0847892	501(C)(3)	192,750.	0.			LAND OR MARINE CONSERVATION
OREGON ENVIRONMENTAL COUNCIL 222 NW DAVIS ST. #309 PORTLAND, OR 97209	93-0578714	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
OREGON NATURAL DESERT ASSOCIATION 50 SW BOND STREET, SUITE 4 BEND, OR 97702	94-3098621	501(C)(3)	11,000.	0.			LAND OR MARINE CONSERVATION
OUTDOOR OUTREACH 5275 MARKET STREET SAN DIEGO, CA 92114	33-0860449	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
PACIFIC INSTITUTE 654 13TH ST. OAKLAND, CA 94612	94-3050434	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
PENINSULA OPEN SPACE TRUST 222 HIGH STREET PALO ALTO, CA 94301	94-2392007	501(C)(3)	150,000.	0.			LAND OR MARINE CONSERVATION

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PEW CHARITABLE TRUSTS 2005 MARKET STREET, SUITE 2800 PHILADELPHIA, PA 19103	56-2307147	501(C)(3)	1,250,000.	0.			LAND OR MARINE CONSERVATION
PLANNING AND CONSERVATION LEAGUE FOUNDATION - 1107 9TH STREET, SUITE 901 - SACRAMENTO, CA 95814	94-2190378	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION
POLICY IMPACT 1107 9TH STREET, STE. 500 SACRAMENTO, CA 95814	36-4657870	501(C)(3)	24,950.	0.			LAND OR MARINE CONSERVATION
POWER SHIFT NETWORK 1875 CONNECTICUT AVE, N.W. 10TH FLO WASHINGTON, DC 20009	45-5616367	501(C)(3)	50,000.	0.			ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY
PROGRESSNOW COLORADO EDUCATION 1714 HUMBOLDT STREET DENVER, CO 80218	73-1674017	501(C)(3)	27,500.	0.			LAND OR MARINE CONSERVATION
PUBLIC ADVOCATES, INC. 131STEUART ST., STE 300 SAN FRANCISCO, CA 94105	23-7103042	501(C)(3)	18,000.	0.			LAND OR MARINE CONSERVATION
PUBLIC COUNSEL 610 S. ARDMORE AVENUE LOS ANGELES, CA 90005	23-7105149	501(C)(3)	22,000.	0.			LAND OR MARINE CONSERVATION
PUBLIC LAND SOLUTIONS 478 S. MILL CREEK DRIVE MOAB, UT 84532	45-4818675	501(C)(3)	40,000.	0.			LAND OR MARINE CONSERVATION
REEF CHECK FOUNDATION 13723 FIJI WAY, B-2 MARINA DEL REY, CA 90292	95-4858649	501(C)(3)	150,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
REGENTS OF THE UNIVERSITY OF CALIFORNIA - 2195 HEARST AVE, RM 130, CGA - BERKELEY, CA 94720	94-6002123	501(C)(3)	340,000.	0.			LAND OR MARINE CONSERVATION
RESOURCE CONSERVATION DISTRICT OF SANTA CRUZ COUNTY - 820 BAY AVENUE, SUITE 136 - CAPITOLA, CA 95010	80-0700832	GOVERNMENT	60,000.	0.			LAND OR MARINE CONSERVATION
RESOURCE MEDIA 9450 SW GEMINI DR., #59115 BEAVERTON, OR 97008	82-0564961	501(C)(3)	150,000.	0.			LAND OR MARINE CONSERVATION
RESTORE AMERICA'S ESTUARIES 2300 CLARENDON BLVD ARLINGTON, VA 22201	54-1965304	501(C)(3)	7,500.	0.			LAND OR MARINE CONSERVATION
RIVER PARTNERS 580 VALLOMBROSA AVE CHICO, CA 95926	94-3302335	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
ROCKY MOUNTAIN WILD 1536 WYNKOOP STREET, SUITE 900 DENVER, CO 80202	84-1512852	501(C)(3)	23,000.	0.			LAND OR MARINE CONSERVATION
RUSSIAN RIVERKEEPER PO BOX 1335 HEALDSBURG, CA 95448	68-0321117	501(C)(3)	75,000.	0.			LAND OR MARINE CONSERVATION
SAN DIEGO AUDUBON SOCIETY 4010 MORENA BLVD ST 100 SAN DIEGO, CA 92117	95-6100273	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
SAN DIEGO CANYONLANDS 3461 EUCLID AVE. SUITE A SAN DIEGO, CA 92105	26-2237918	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SAN DIEGO COASTKEEPER 2825 DEWEY ROAD, SUITE 207 SAN DIEGO, CA 92106	33-0647946	501(C)(3)	75,000.	0.			LAND OR MARINE CONSERVATION
SAN FRANCISCO BAYKEEPER 1736 FRANKLIN ST., SUITE 800 OAKLAND, CA 94612	68-0120240	501(C)(3)	80,000.	0.			LAND OR MARINE CONSERVATION
SAN FRANCISCO CHAMBER OF COMMERCE FOUNDATION - 235 MONTGOMERY STREET - SAN FRANCISCO, CA 94104	94-3114015	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
SAN MATEO COUNTY RCD 625 MIRAMONTES STREET SUITE 103 HALF MOON BAY, CA 94019	94-6036491	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
SANCTUARY FOREST, INC. P.O. BOX 166 WHITETHORN, CA 95589	94-2676195	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
SANTA BARBARA CHANNELKEEPER 714 BOND AVENUE SANTA BARBARA, CA 93103	91-2151460	501(C)(3)	60,000.	0.			LAND OR MARINE CONSERVATION
SAVE OUR SHORES 345 LAKE AVENUE, SUITE A SANTA CRUZ, CA 95062	94-2745941	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
SAVE THE BAY 1330 BROADWAY, SUITE 1800 OAKLAND, CA 94612	94-6078420	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
SEA RESEARCH FOUNDATION, INC DBA MYSTIC AQUARIUM - 55 COOGAN BOULEVARD - MYSTIC, CT 06355	06-1480300	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SEMPERVIRENS FUND 419 SOUTH SAN ANTONIO ROAD LOS ALTOS, CA 94022	94-2155097	501(C)(3)	72,255.	0.			LAND OR MARINE CONSERVATION
SEQUOIA RIVERLANDS TRUST 427 SOUTH GARDEN STREET VISALIA, CA 93277	77-0347417	501(C)(3)	500,000.	0.			LAND OR MARINE CONSERVATION
SHER EDLING LLP 100 MONTGOMERY ST. SAN FRANCISCO, CA 94104	81-3554198	FOR PROFIT	1,319,625.	0.			ADVANCING HEALTHY COMMUNITIES
SIERRA BUSINESS COUNCIL P.O. BOX 2428 TRUCKEE, CA 96160	68-0397204	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
SIERRA CLUB FOUNDATION 2101 WEBSTER STREET OAKLAND, CA 94612	94-6069890	501(C)(3)	42,000.	0.			LAND OR MARINE CONSERVATION
SIERRA FUND (TSF) 103 PROVIDENCE MINE ROAD NEVADA CITY, CA 95959	68-0485725	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
SIERRA HEALTH FOUNDATION: CENTER FOR HEALTH PROGRAM MANAGEMENT - 1321 GARDEN HIGHWAY, SUITE 210 - SACRAMENTO, CA 95833	45-5282243	501(C)(3)	40,500.	0.			LAND OR MARINE CONSERVATION
SILICON VALLEY LEADERSHIP GROUP 2001 GATEWAY PLACE SAN JOSE, CA 95110	94-2460352	501(C)(6)	50,000.	0.			LAND OR MARINE CONSERVATION
SMITH RIVER ALLIANCE P.O. BOX 2129 CRESCENT CITY, CA 95531	94-2650838	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SMITHSONIAN INSTITUTION P.O. BOX 37012 MRC 1205 WASHINGTON, DC 20013	53-0206027	501(C)(3)	62,500.	0.			LAND OR MARINE CONSERVATION
SONOMA COUNTY REGIONAL PARKS FOUNDATION - 2300 COUNTY CENTER DR. #120A - SANTA ROSA, CA 95409	94-6000539	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
SOUTH YUBA RIVER CITIZENS LEAGUE 313 RAILROAD AVENUE NEVADA CITY, CA 95959	68-0171371	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN STREET, SUITE 14 CHARLOTTESVILLE, VA 22902	52-1436778	501(C)(3)	34,000.	0.			LAND OR MARINE CONSERVATION
STAND ONE HAIGHT STREET SAN FRANCISCO, CA 94102	94-3331587	501(C)(3)	22,500.	0.			LAND OR MARINE CONSERVATION
STEWARDS OF THE COAST AND REDWOODS PO BOX 2 DUNCANS MILLS, CA 95430	94-3039895	501(C)(3)	10,000.	0.			LAND OR MARINE CONSERVATION
STRATEGIC CONCEPTS IN ORGANIZING AND POLICY EDUCATION (SCOPE) - 1715 W. FLORENCE AVENUE - LOS ANGELES, CA 90047	95-4635737	501(C)(3)	18,000.	0.			LAND OR MARINE CONSERVATION
SURFRIDER FOUNDATION P.O. BOX 73550 SAN CLEMENTE, CA 92673	95-3941826	501(C)(3)	305,000.	0.			LAND OR MARINE CONSERVATION
SUSTAINABLE CONSERVATION 98 BATTERY ST SAN FRANCISCO, CA 94111	94-3232437	501(C)(3)	210,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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SUSTAINABLE FISHERIES PARTNERSHIP 4348 WAIALAE AVENUE #692 HONOLULU, HI 96816	27-3091938	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
SUSTAINABLE MARKETS FOUNDATION 45 WEST 36TH STREET, 6TH FLOOR NEW YORK, NY 10018	13-4188834	501(C)(3)	292,000.	0.			LAND OR MARINE CONSERVATION
TAXPAYERS FOR COMMON SENSE 651 PENNSYLVANIA AVENUE SE WASHINGTON, DC 20003	52-1941122	501(C)(3)	30,000.	0.			ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY
THE OCEAN FOUNDATION 1320 19TH STREET NW WASHINGTON, DC 20036	71-0863908	501(C)(3)	25,000.	0.			LAND OR MARINE CONSERVATION
THE SEVENTH GENERATION FUND FOR INDIGENOUS PEOPLES, INC. - PO BOX 4569 - ARCATA, CA 95518	68-0027247	501(C)(3)	11,500.	0.			LAND OR MARINE CONSERVATION
TIDES CENTER P.O. BOX 29907 SAN FRANCISCO, CA 94129	94-3213100	501(C)(3)	27,500.	0.			LAND OR MARINE CONSERVATION
TIDES FOUNDATION 1014 TORNEY AVENUE SAN FRANCISCO, CA 94129	51-0198509	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION
TOLOWA DEE-NI' NATION 40 ROWDY CREEK ROAD SMITH RIVER, CA 95567	68-0087275	INDIAN TRIBE	25,000.	0.			LAND OR MARINE CONSERVATION
TROUT UNLIMITED, INC. 1777 N. KENT STREET ARLINGTON, VA 22209	38-1612715	501(C)(3)	325,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

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TRUST FOR CONSERVATION INNOVATION DBA MULTIPLIER - 405 14TH STREET - OAKLAND, CA 94612	91-2166435	501(C)(3)	110,000.	0.			LAND OR MARINE CONSERVATION
TUOLUMNE RIVER PRESERVATION TRUST 57 POST STREET SAN FRANCISCO, CA 94104	94-2834151	501(C)(3)	80,000.	0.			LAND OR MARINE CONSERVATION
REGENTS OF THE UNIVERSITY OF CALIFORNIA - 1850 RESEARCH PARK DRIVE - DAVIS, CA 95618	94-6036494	501(C)(3)	51,529.	0.			LAND OR MARINE CONSERVATION
UC SANTA CRUZ FOUNDATION 1156 HIGH STREET SANTA CRUZ, CA 95064	23-7394590	501(C)(3)	50,000.	0.			LAND OR MARINE CONSERVATION
UPWELL TURTLES 99 PACIFIC STREET MONTEREY, CA 93940	82-1309235	501(C)(3)	465,000.	0.			LAND OR MARINE CONSERVATION
UTAH DINE BIKEYAH 352 DENVER STREET SALT LAKE CITY, UT 84111	61-1729917	501(C)(3)	20,000.	0.			LAND OR MARINE CONSERVATION
VENTURA COUNTY WATERSHED PROTECTION DISTRICT - 800 SOUTH VICTORIA AVENUE - VENTURA, CA 93009	95-6000944	GOVERNMENT	80,000.	0.			LAND OR MARINE CONSERVATION
VET VOICE FOUNDATION P. O. BOX 10031 PORTLAND, OR 97296	26-4627222	501(C)(3)	104,410.	0.			LAND OR MARINE CONSERVATION
WATER FOUNDATION 555 CAPITOL MALL, STE 1155 SACRAMENTO, CA 95814	37-1833985	501(C)(3)	500,000.	0.			LAND OR MARINE CONSERVATION

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WATERSHED EDUCATION NETWORK P.O. BOX 9201 MISSOULA, MT 59807	81-0525373	501(C)(3)	96,000.	0.			LAND OR MARINE CONSERVATION
WATSONVILLE WETLANDS WATCH P.O. BOX 1239 FREEDOM, CA 95019	77-0519882	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION
WESTERN RIVERS CONSERVANCY 71 SW OAK STREET, SUITE 100 PORTLAND, OR 97204	93-1326405	501(C)(3)	75,000.	0.			LAND OR MARINE CONSERVATION
WESTERN SLOPE CONSERVATION CENTER PO BOX 1612 PAONIA, CO 81428	84-0728032	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION
WILD CONNECTIONS INC. 2168 PHEASANT PL COLORADO SPRINGS, CO 80909	14-1899876	501(C)(3)	15,000.	0.			LAND OR MARINE CONSERVATION
WILDCOAST 925 SEACOAST DRIVE IMPERIAL BEACH, CA 91932	77-0536297	501(C)(3)	195,500.	0.			LAND OR MARINE CONSERVATION
WILDERNESS LAND TRUST PO BOX 11697 BAINBRIDGE ISLAND, WA 98110	84-1192823	501(C)(3)	770,000.	0.			LAND OR MARINE CONSERVATION
WILDERNESS SOCIETY 1615 M ST. NW WASHINGTON, DC 20036	53-0167933	501(C)(3)	68,250.	0.			LAND OR MARINE CONSERVATION
WIND RIVER NATIVE ADVOCACY CENTER PO BOX 2261 FORT WASHAKLE, WY 82514	81-3582146	501(C)(3)	30,000.	0.			LAND OR MARINE CONSERVATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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WORLD WILDLIFE FUND INC. 1250 24TH STREET NW WASHINGTON, DC 20037	52-1693387	501(C)(3)	66,559.	0.			LAND OR MARINE CONSERVATION
WYOMING OUTDOOR COUNCIL 262 LINCOLN STREET LANDER, WY 82520	83-0259411	501(C)(3)	54,500.	0.			LAND OR MARINE CONSERVATION
WYOMING WILDLIFE FEDERATION PO BOX 1312 LANDER, WY 82520	23-7002578	501(C)(3)	7,000.	0.			LAND OR MARINE CONSERVATION
YELLOWSTONE TO YUKON CONSERVATION INITIATIVE - P.O. BOX 157 - BOZEMAN, MT 59771	81-0535303	501(C)(3)	85,000.	0.			LAND OR MARINE CONSERVATION
YUROK TRIBE PO BOX 1027 KLAMATH, CA 95548	68-0178020	INDIAN TRIBE	75,000.	0.			LAND OR MARINE CONSERVATION

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:

RLF GRANTS INCLUDE REQUIREMENTS FOR PERIODIC REPORTS RECONCILING GRANT
ACTIVITIES, PROGRESS, AND OUTCOMES WITH GRANT OBJECTIVES, AS WELL AS A
RECONCILIATION OF GRANT EXPENDITURES WITH THE PROPOSAL BUDGET. IN ADDITION,
STAFF MAINTAINS CONTACT WITH GRANTEEES AND PERIODICALLY CONDUCTS FIELD
VISITS FOR SIGNIFICANT PROJECTS.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990.

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

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization

RESOURCES LEGACY FUND

Employer identification number

95-4703838

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b		
2		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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

Schedule J (Form 990) 2018

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) MICHAEL MANTELL DIRECTOR, PRESIDENT	(i)	590,479.	0.	0.	36,500.	17,644.	644,623.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) MARY SCOONOVER SECRETARY, VICE PRESIDENT	(i)	382,809.	0.	0.	36,500.	19,744.	439,053.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) ROSINA BUGARIN TREASURER, CHIEF FINANCIAL OFFICER	(i)	141,984.	0.	0.	20,353.	9,451.	171,788.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) JULIA TURRINI PROGRAM DIRECTOR	(i)	213,066.	5,000.	0.	18,094.	31,622.	267,782.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) MICHAEL SCOTT SENIOR POLICY ADVISOR	(i)	197,381.	0.	0.	15,910.	1,836.	215,127.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) JESSICA MAHER PROGRAM DIRECTOR	(i)	188,249.	3,000.	0.	15,271.	11,525.	218,045.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) BRENDA MALLORY DIRECTOR AND COUNSEL	(i)	183,504.	0.	0.	14,840.	18,233.	216,577.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(8) MERSWIND REYER COUNSEL	(i)	183,168.	2,000.	0.	14,922.	17,517.	217,607.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

SCHEDULE L
(Form 990 or 990-EZ)

Transactions With Interested Persons

OMB No. 1545-0047

2018

Open To Public Inspection

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.**

▶ **Attach to Form 990 or Form 990-EZ.**

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

Name of the organization **RESOURCES LEGACY FUND** Employer identification number **95-4703838**

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and 501(c)(29) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1 (a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected?	
			Yes	No

- 2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958 ▶ \$ _____
- 3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$ _____

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?		(i) Written agreement?	
			To	From			Yes	No	Yes	No	Yes	No
RESOURCES LAW GRLG IS OPAYABLE			X		0.	3,347.		X	X		X	
Total						▶ \$	3,347.					

Part III Grants or Assistance Benefiting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance

SEE PART V FOR CONTINUATIONS

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
RESOURCES LAW GROUP (RLG)	RLG IS OWNED BY MIC	230,974.	RLF HAS AN		X

Part V Supplemental Information.

Provide additional information for responses to questions on Schedule L (see instructions).

SCHEDULE L, PART II, LOANS TO AND FROM INTERESTED PERSONS:

(A) NAME OF PERSON: RESOURCES LAW GROUP (RLG)

(B) RELATIONSHIP WITH ORGANIZATION: RLG IS OWNED BY MICHAEL MANTELL (PRESIDENT) & MARY SCOONOVER

(C) PURPOSE OF LOAN: PAYABLE RELATED TO SHARED SERVICES REIMBURSEMENT

SCH L, PART IV, BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: RESOURCES LAW GROUP (RLG)

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:
 RLG IS OWNED BY MICHAEL MANTELL (PRESIDENT) & MARY SCOONOVER (SECRETARY)

(D) DESCRIPTION OF TRANSACTION: RLF HAS AN AGREEMENT WITH RLG FOR SHARED RESOURCES OF STAFF, OFFICE SERVICES, AND TECHNOLOGY RESOURCES. RLF ALSO SUBLEASES OFFICE SPACE FROM RLG AND PAYS MONTHLY RENT AND PARKING DIRECTLY TO THE LANDLORD BASED ON PROPORTIONATE SHARE OF SPACE. RLG REIMBURSED RLF \$230,974 FOR THE COST OF SHARED SERVICES.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2018

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization **RESOURCES LEGACY FUND** Employer identification number **95-4703838**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	5	4,297,554	FMV
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ()				
26 Other ()				
27 Other ()				
28 Other ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29** **0**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

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

Schedule M (Form 990) 2018

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, PART I, COLUMN (B):

DONATED SECURITIES ARE RECORDED AS A CONTRIBUTION AT THE FAIR MARKET VALUE OF THE SECURITIES ON THE DATE RECEIVED. THEY ARE SOLD IMMEDIATELY UPON RECEIPT. THE NUMBER OF CONTRIBUTIONS REPRESENTS THE NUMBER OF STOCK DONATIONS RECEIVED.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

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

OMB No. 1545-0047

2018

Open to Public
Inspection

Name of the organization

RESOURCES LEGACY FUND

Employer identification number

95-4703838

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

ADVANCING HEALTHY COMMUNITIES AND SOCIAL EQUITY.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

CULTURAL PRACTICES, MODERNIZED IRRIGATION INFRASTRUCTURE FOR RANCHERS

AND FARMERS, IMPROVED BOAT PASSAGE, AND IMPROVED HABITAT FOR FISHERIES

THAT PROVIDE FOOD, SUSTAIN NATIVE CULTURE, AND ATTRACT ANGLERS. RLF

LAUNCHED ORF IN NOVEMBER 2016 WITH THE SUPPORT OF THE WILLIAM AND FLORA

HEWLETT FOUNDATION. THE FUND IS WORKING ON PROJECTS IN 30 WATERSHEDS

SPANNING ALASKA, CALIFORNIA, IDAHO, MONTANA, OREGON, WASHINGTON,

WYOMING, AND UTAH. THE FUND'S PORTFOLIO OF PROJECTS ARE DIVERSE IN

SIZE, BENEFITS, PARTNERS, APPROACHES, AND PROSPECTS FOR SUCCESS. ORF IS

ALSO MAKING PROGRESS ON ITS BROADER GOAL OF GENERATING POLICIES,

FUNDING, AND PUBLIC ACCEPTANCE TO FOSTER ONGOING SUPPORT FOR DAM

REMOVAL. IN OREGON, FOR EXAMPLE, A WATERSHED GROUP FUNDED BY ORF

DEVELOPED A STREAMLINED APPROACH TO EVALUATING THE HISTORICAL

SIGNIFICANCE OF SMALL DAMS IN OREGON THAT WAS APPROVED BY THE OREGON

STATE HISTORIC PRESERVATION OFFICE AND THE ARMY CORPS OF ENGINEERS. THE

GROUP'S STREAMLINED METHOD WILL REDUCE THE DOCUMENTATION, TIME FOR

APPROVAL, AND COST OF REMOVAL FOR BARRIERS CHARACTERIZED AS "NOT

SIGNIFICANT" UNDER THE FRAMEWORK.

EQUITY AND ENVIRONMENTAL JUSTICE

IN JUNE 2018, CALIFORNIA VOTERS APPROVED PROPOSITION 68, A \$4.1 BILLION

DOLLAR PARKS, WATER, AND NATURAL RESOURCES BOND THAT INCLUDED A GREATER

FOCUS ON EQUITY THAN PREVIOUS FUNDING MEASURES. RLF COORDINATED

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

Schedule O (Form 990 or 990-EZ) (2018)

Name of the organization

RESOURCES LEGACY FUND

Employer identification number

95-4703838

ENGAGEMENT OF NEW AND DIVERSE STAKEHOLDERS TO HELP SHAPE THE MEASURE WHICH MAKES AVAILABLE \$725 MILLION FOR CREATING AND RENOVATING PARKS IN PARK-POOR COMMUNITIES; \$250 MILLION FOR PROJECTS THAT HELP PROVIDE CLEAN, SAFE, AND RELIABLE DRINKING WATER TO ALL CALIFORNIANS; AND \$60 MILLION FOR LOW-COST OVERNIGHT ACCOMMODATIONS ON PUBLIC LANDS.

IN EARLY 2018, THE UNIVERSITY OF SOUTHERN CALIFORNIA'S PROGRAM FOR ENVIRONMENTAL AND REGIONAL EQUITY RELEASED A REPORT-"MEASURES MATTER: ENSURING EQUITABLE IMPLEMENTATION OF LOS ANGELES COUNTY MEASURES M AND A"-COMMISSIONED BY RLF AND PARTNERING FUNDERS. THE REPORT DEFINES EQUITY IN THE CONTEXT OF INFRASTRUCTURE FUNDING, EXPLAINS WHY EQUITY MATTERS, AND IDENTIFIES STRATEGIES AND A FRAMEWORK OF RECOMMENDATIONS FOR FUNDERS, ADVOCATES, AND GOVERNMENT AGENCIES TO USE IN ADVANCING INCLUSIVE AND INTEGRATED IMPLEMENTATION OF RECENTLY PASSED BOND MEASURES THAT HAVE MADE AVAILABLE BILLIONS OF DOLLARS TO SUPPORT PARKS, OPEN SPACE, AND TRANSPORTATION PROJECTS.

ALSO, DURING 2018, THE ENVIRONMENTAL JUSTICE (EJ) WORKING GROUP-A COALITION OF EIGHT EQUITY, EJ, AND TRIBAL ORGANIZATIONS SUPPORTED BY RLF-ADVANCED AN EJ STATE-LEVEL LAND AND COASTAL POLICY AT THE STATE LANDS COMMISSION THROUGH DIRECT AND INDIRECT ENGAGEMENT WITH THE COMMISSION. IN DECEMBER 2018, THE COMMISSION VOTED UNANIMOUSLY TO ADOPT AN EJ POLICY-INCORPORATING MANY OF THE WORKING GROUP'S RECOMMENDATIONS-DESIGNED TO SUPPORT FAIR AND INCLUSIVE MANAGEMENT OF LANDS AND RESOURCES UNDER ITS JURISDICTION.

WITH RLF SUPPORT, IN FEBRUARY 2018, THE CENTER FOR REGIONAL CHANGE AT THE UNIVERSITY OF CALIFORNIA, DAVIS RELEASED, "THE STRUGGLE FOR WATER

Name of the organization

RESOURCES LEGACY FUND

Employer identification number

95-4703838

JUSTICE IN CALIFORNIA'S SAN JOAQUIN VALLEY: A FOCUS ON DISADVANTAGED UNINCORPORATED COMMUNITIES." THE REPORT EXAMINES HISTORICAL DISCRIMINATION AND NEGLECT THAT SHAPED UNINCORPORATED CENTRAL VALLEY COMMUNITIES IN WHICH TENS OF THOUSANDS OF RESIDENTS LACK SAFE AND AFFORDABLE DRINKING WATER. THE STUDY IS BEING USED TO ADVANCE EQUITABLE WATER POLICY PRIORITIES IN STATE GOVERNMENT.

LAND CONSERVATION IN MEXICO

IN NORTHWEST MEXICO, RLF SUPPORTED THE PROTECTION OF 942 STRATEGICALLY-TARGETED ACRES THAT PROTECT MARINE HABITAT, PRISTINE COASTAL LANDS, AND OTHER HIGH-VALUE CONSERVATION PROPERTIES. RLF HAS ALSO INVESTED IN GRANTEE ACTIVITIES THAT BUILD LOCAL ORGANIZATIONAL CAPACITY, COMMUNICATIONS EXPERTISE, AND OTHER STRATEGIES TO ADVANCE CONSERVATION IN THE REGION.

OCEANS AND COASTS

DURING THE LAST YEAR, RLF IMPLEMENTED PROGRAMS AND GRANTS SUPPORTING ACTIVITIES TO IMPROVE OCEAN, COASTAL, AND FISHING SUSTAINABILITY IN CALIFORNIA AND WORLDWIDE.

IN 2018, RLF SUPPORTED A BROAD RANGE OF ORGANIZATIONS TO ADVANCE EFFECTIVE IMPLEMENTATION OF CALIFORNIA'S MARINE PROTECTED AREA (MPA) NETWORK, PROTECT THE WEST COAST FROM THE POTENTIAL IMPACTS OF EXPANDED OFFSHORE OIL AND GAS DEVELOPMENT, IMPROVE OCEAN GOVERNANCE, AND SECURE PUBLIC FUNDING FOR OCEAN CONSERVATION. RLF ALSO PROVIDED SUPPORT TO ENCOURAGE FISHERY AND STAKEHOLDER PARTICIPATION IN THE MARINE STEWARDSHIP COUNCIL (MSC) FISHERY CERTIFICATION PROGRAM AND TO SUPPORT FISHERY IMPROVEMENT PROJECT DESIGN GLOBALLY. ADDITIONALLY, RLF

Name of the organization

RESOURCES LEGACY FUND

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95-4703838

SUPPORTED EFFORTS TO PROMOTE EQUITABLE COASTAL ACCESS, SECURE COASTAL PROTECTION, ADDRESS ANTICIPATED IMPACTS OF SEA LEVEL RISE, AND IMPROVE WATERSHED MANAGEMENT AND RESILIENCE.

DURING 2018, RLF ADVANCED THE HEALTH AND RESILIENCE OF CALIFORNIA WATERSHEDS AND INCREASED THE CAPACITY OF UNDERREPRESENTED COMMUNITIES TO ENGAGE IN DOING SO. IN SOUTHERN CALIFORNIA, RLF HELPED BUILD COMMUNITY SUPPORT AND DEVELOP ECOLOGICAL STANDARDS FOR THE IMPLEMENTATION OF BOND FUNDS FOCUSED ON INFRASTRUCTURE, PROGRAMS, AND PROJECTS TO CAPTURE AND TREAT POLLUTED STORMWATER. RLF ALSO FACILITATED DEVELOPMENT OF A COORDINATED PERMITTING PROCESS FOR MULTI-BENEFIT RESTORATION PROJECTS FUNDED BY A RECENTLY PASSED BOND IN THE SAN FRANCISCO BAY AREA. IN ADDITION, RLF ADVANCED EFFORTS TO COMPLETE MULTI-AGENCY PROGRAMMATIC PERMITS THAT WOULD EXPEDITE IMPLEMENTATION OF THE MOST COMMONLY PROPOSED HABITAT RESTORATION AND WATER QUALITY IMPROVEMENT PROJECTS IN CALIFORNIA, INCLUDING THOSE WITH STATEWIDE SIGNIFICANCE. TO STRENGTHEN ENGAGEMENT BY DIVERSE COMMUNITIES, RLF SUPPORTED PARTICIPATION BY TRIBES AND COMMUNITY-BASED ORGANIZATIONS IN WATERSHED RESTORATION AND MANAGEMENT, WHILE ALSO ENHANCING THE CAPACITY OF ETHNIC MEDIA JOURNALISTS TO COVER WATERSHED ISSUES AND GAIN ACCESS TO POLICYMAKERS.

TO PROMOTE GLOBAL SUSTAINABLE FISHERIES, RLF PROVIDED SUPPORT FOR FISHERY AND STAKEHOLDER PARTICIPATION IN THE MSC CERTIFICATION PROGRAM, FISHERY IMPROVEMENT PROJECT DESIGN, AND FOR THE FIRST TIME, FAIR TRADE CERTIFICATION OF SUSTAINABLE AND ETHICALLY SOURCED FISH. RLF GRANTS SUPPORTED FISHERY ASSESSMENTS AND PROJECT DESIGN IN MEXICO, JAPAN, INDONESIA, CHILE, BRAZIL, CHINA, CUBA, MOROCCO, AND ELSEWHERE.

Name of the organization RESOURCES LEGACY FUND	Employer identification number 95-4703838
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FOCUSED PROJECTS FOR DONORS

RLF SERVES AS FISCAL SPONSOR FOR A PORTFOLIO OF PROJECTS OF INTEREST TO ITS DONORS, MOST OF WHICH ADDRESS CONSERVATION. PROJECTS SUPPORTED BY RLF IN 2018 INCLUDED EFFORTS TO FRAME THE PUBLIC DEBATE ON AND CORRECT THE RECORD ABOUT LAND CONSERVATION AND RESPONSIBLE ENERGY DEVELOPMENT IN THE AMERICAN WEST; PROTECT TREASURED WESTERN LANDSCAPES BY ENSURING RESPONSIBLE ENERGY DEVELOPMENT ON PUBLIC LANDS; DEVELOP CAMPAIGNS TO GAIN PERMANENT PROTECTION FOR NATURAL LANDS IN ARGENTINA; MINIMIZE THE IMPACTS OF OFF-ROAD VEHICLES ON PUBLIC LANDS ACROSS THE WEST; AND SUPPORT VARIOUS EFFORTS AND GROUPS WORKING ON EDUCATION, PUBLIC HEALTH, MENTAL HEALTH, COMMUNITY ENGAGEMENT AND HEALTHY COMMUNITIES, ARTS, GUN SAFETY, AND CIVIL RIGHTS.

EXAMPLES OF DONOR SERVICES PROJECTS INCLUDE THE INTERNATIONAL BOREAL CONSERVATION CAMPAIGN, WHICH AIMS TO PROTECT AT LEAST ONE BILLION ACRES OF INTACT BOREAL FOREST IN CANADA BY THE END OF 2022 THROUGH PARTNERSHIP WITH INDIGENOUS PEOPLES, AND THE CENTER FOR WESTERN PRIORITIES, WHICH ADVANCES RESPONSIBLE CONSERVATION AND ENERGY PRACTICES IN THE WEST THROUGH ORIGINAL RESEARCH, PUBLIC DEBATE, AND ACTIVE INVOLVEMENT WITH JOURNALISTS AND SOCIAL MEDIA.

FORM 990, PART VI, SECTION A, LINE 2:

MICHAEL A. MANTELL AND MARY SCOONOVER ARE OFFICERS OF RLF AND HAVE A BUSINESS RELATIONSHIP - MICHAEL AND MARY ARE OWNERS OF RESOURCES LAW GROUP (RLG).

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

Name of the organization RESOURCES LEGACY FUND	Employer identification number 95-4703838
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THE 990 IS PREPARED BY OUTSIDE TAX ACCOUNTANTS, REVIEWED BY THE CHIEF FINANCIAL OFFICER, PRESIDENT OF RESOURCES LEGACY FUND, AND THE AUDIT COMMITTEE. IT IS THEN SENT TO ALL VOTING MEMBERS BEFORE FILING.

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

A CONFLICT OF INTEREST POLICY COVERS OFFICERS AND DIRECTORS, WHO ARE REQUIRED TO DISCLOSE POTENTIAL CONFLICTS ANNUALLY IN WRITING. THE BOARD OF DIRECTORS DETERMINES IF AN ACTUAL CONFLICT EXISTS AND IS RESPONSIBLE FOR ANY REQUIRED REVIEW AND ACTION. ADDITIONALLY, A CONFLICT OF INTEREST POLICY IS INCLUDED IN THE EMPLOYEE POLICY MANUAL. UPON HIRE, EMPLOYEES ARE REQUIRED TO READ IT AND ACKNOWLEDGE THAT THEY ARE FAMILIAR WITH AND WILL OBSERVE THE POLICY.

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

THE GOVERNANCE COMMITTEE, ON BEHALF OF THE BOARD, ENGAGED AN OUTSIDE CONSULTANT TO REVIEW THE EXECUTIVE COMPENSATION OF RLF'S PEERS, TO ASSESS RLF'S EXECUTIVE COMPENSATION, AND TO PROVIDE AN INDEPENDENT OPINION REGARDING THE REASONABLENESS OF RLF'S EXECUTIVE COMPENSATION. THE POSITIONS OF PRESIDENT, SECRETARY, AND TREASURER WERE INCLUDED IN THIS ASSESSMENT. THIS PROCESS WAS LAST UNDERTAKEN IN 2018.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

AK,AL,AR,CA,CO,CT,DC,FL,GA,HI,IL,KS,KY,MA,MD,ME,MI,MN,MS,NC,ND,NH,NJ,NV,NY
OH,OK,OR,PA,RI,SC,TN,UT,VA,WA,WI,WV

FORM 990, PART VI, SECTION C, LINE 19:

AUDITED STATEMENTS AND 990 TAX RETURNS ARE AVAILABLE AND DOWNLOADABLE FROM WWW.RESOURCESLEGACYFUND.ORG. ORGANIZATIONAL BY-LAWS AND IRS LETTER OF

Name of the organization

RESOURCES LEGACY FUND

Employer identification number

95-4703838

DETERMINATION OF TAX EXEMPTION ARE PROVIDED AT REQUEST TO ALL DONORS.

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

CONSULTING FEES:

PROGRAM SERVICE EXPENSES	7,612,039.
MANAGEMENT AND GENERAL EXPENSES	47,600.
FUNDRAISING EXPENSES	85,000.
TOTAL EXPENSES	7,744,639.
TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A	7,744,639.

FORM 990 PART IX, LINE 11G

FEES INCLUDE PAYMENTS TO OVER 108 VENDORS FOR SCIENTIFIC STUDIES, STRATEGIC COMMUNICATIONS, MAPPING, CONSERVATION EXPERTISE, PROGRAM DESIGN, MANAGEMENT AND EVALUATION, PREPARATION OF ENVIRONMENTAL DOCUMENTS REQUIRED FOR PROJECTS BY GOVERNMENTAL AGENCIES, AND POLICY RESEARCH AND ANALYSIS.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

REVERSAL OF GRANT EXPENSE	21,000.
REVERSAL OF PLEDGES RECEIVABLE	-150,000.
TRANSFER OF PROGRAM FUNDS TO OMI	-150,000.
TOTAL TO FORM 990, PART XI, LINE 9	-279,000.

FORM 990, PART XII, LINE 2C

NEITHER PROCESS HAS CHANGED FROM THE PRIOR YEAR.

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

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

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

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization **RESOURCES LEGACY FUND** Employer identification number **95-4703838**

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
RESOURCES LEGACY FUND FOUNDATION - 30-0043771, 555 CAPITOL MALL, #1095, SACRAMENTO, CA 95814	SUPPORTING ORG FOR RESOURCES LEGACY FUND	CALIFORNIA	501(C)(3)	LINE 12A, I	RESOURCES LEGACY FUND		X

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

Schedule R (Form 990) 2018

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

	Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)	X	
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	X	
o Sharing of paid employees with related organization(s)	X	
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses	X	
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

