

Return of Organization Exempt From Income Tax

Department of the Treasury Internal Revenue Service

Under section 501(c) of the Internal Revenue Code (except black lung benefit trust or private foundation) or section 4947(a)(1) nonexempt charitable trust Note: The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 1999 calendar year, OR tax year period beginning , 1999, and ending

B Check if: Change of address Initial return Final return Amended return (required also for state reporting) C Name of organization UNITED NATIONS FOUNDATION, INC. D Employer identification number 58-2368165 E Telephone number (202) 887-9040 F Check if exemption application is pending

G Type of organization - [X] Exempt under section 501(c) (3) (insert number) OR [] section 4947(a)(1) nonexempt charitable trust

Note: Section 501(c)(3) exempt organizations and 4947(a)(1) nonexempt charitable trusts MUST attach a completed Schedule A (Form 990).

H (a) Is this a group return filed for affiliates? Yes [] No [X] I If either box in H is checked "Yes," enter four-digit group exemption number (GEN) J Accounting method: Cash [] Accrual [X] Other (specify) []

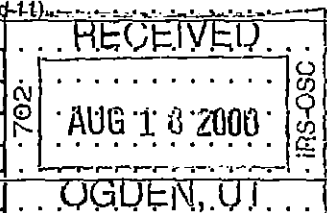
K Check here [] if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS; but if it received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

Note: Form 990-EZ may be used by organizations with gross receipts less than \$100,000 and total assets less than \$250,000 at end of year.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See Specific Instructions on page 15.)

Table with columns for Revenue, Expenses, and Net Assets. Rows include: 1 Contributions, gifts, grants, and similar amounts received; 2 Program service revenue; 3 Membership dues and assessments; 4 Interest on savings and temporary cash investments; 5 Dividends and interest from securities; 6a Gross rents; 6b Less: rental expenses; 6c Net rental income; 7 Other investment income; 8a Gross amount from sales of assets other than inventory; 8b Less: cost or other basis and sales expenses; 8c Gain or (loss); 8d Net gain or (loss); 9 Special events and activities; 10a Gross sales of inventory; 10b Less: cost of goods sold; 10c Gross profit or (loss); 11 Other revenue; 12 Total revenue; 13 Program services; 14 Management and general; 15 Fundraising; 16 Payments to affiliates; 17 Total expenses; 18 Excess or (deficit) for the year; 19 Net assets or fund balances at beginning of year; 20 Other changes in net assets; 21 Net assets or fund balances at end of year.

FILMED AUG 30 '00



Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See Specific Instructions on page 19.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22	Grants and allocations (attach schedule)	NONE	NONE		
23	Specific assistance to individuals (attach schedule)				
24	Benefits paid to or for members (attach schedule)				
25	Compensation of officers, directors, etc.	NONE			
26	Other salaries and wages				
27	Pension plan contributions				
28	Other employee benefits				
29	Payroll taxes				
30	Professional fundraising fees				
31	Accounting fees				
32	Legal fees				
33	Supplies				
34	Telephone				
35	Postage and shipping				
36	Occupancy				
37	Equipment rental and maintenance				
38	Printing and publications				
39	Travel				
40	Conferences, conventions, and meetings				
41	Interest				
42	Depreciation, depletion, etc. (attach schedule)				
43a	Other expenses (itemize): a STMT 1	147,364,991.	146,333,576.	559,093.	472,322.
b		43b			
c		43c			
d		43d			
e		43e			
44	Total functional expenses (add lines 22 through 43) Organizations completing columns (B)-(D), carry these totals to lines 13-15	147,364,991.	146,333,576.	559,093.	472,322.

Reporting of Joint Costs. - Did you report in column (B) (Program services) any joint costs from a combined educational campaign and fundraising solicitation? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____; (ii) the amount allocated to Program services \$ _____; (iii) the amount allocated to Management and general \$ _____; and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See Specific Instructions on page 22.)

What is the organization's primary exempt purpose? SUPPORT OF UN AND UN CAUSES	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
a CHILDREN'S HEALTH SEE STMTS 6 & 7 (Grants and allocations \$ 2,713,719.)	92,722,566.
b WOMEN AND POPULATION SEE STMTS 6 & 7 (Grants and allocations \$ 420,872.)	14,380,394.
c ENVIRONMENT SEE STMTS 6 & 7 (Grants and allocations \$ 650,856.)	22,211,148.
d SELECTED CAUSES SEE STMTS 6 & 7 (Grants and allocations \$ 498,110.)	17,019,468.
e Other program services (attach schedule) (Grants and allocations \$ _____)	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	146,333,576.

Part IV Balance Sheets (See Specific Instructions on page 22.)

				(A)		(B)	
				Beginning of year		End of year	
<i>Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.</i>							
Assets	45	Cash - non-interest-bearing			45		
	46	Savings and temporary cash investments		61,679,278.	46	123,306,043.	
	47a	47a	Accounts receivable	770,503.			
		47b	Less: allowance for doubtful accounts		455,968.	47c	770,503.
	48a	48a	Pledges receivable	765,620.			
		48b	Less: allowance for doubtful accounts			48c	765,620.
	49	Grants receivable			49		
	50	Receivables from officers, directors, trustees, and key employees (attach schedule)			50		
	51a	Other notes and loans receivable (attach schedule)					
		51a					
		51b	Less: allowance for doubtful accounts			51c	
	52	Inventories for sale or use			52		
	53	Prepaid expenses and deferred charges			53		
	54	Investments - securities (attach schedule)			54		
	55a	Investments - land, buildings, and equipment: basis					
		55a					
		55b	Less: accumulated depreciation (attach schedule)			55c	
	56	Investments - other (attach schedule)			56		
	57a	57a	Land, buildings, and equipment: basis	507,892.			
	57b	Less: accumulated depreciation (attach schedule)		172,744.	57c	507,892.	
58	Other assets (describe ► SEE STATEMENT 2)			329,144.	58	77,053.	
59	Total assets (add lines 45 through 58) (must equal line 74)			62,637,134.	59	125,427,111.	
Liabilities	60	Accounts payable and accrued expenses		206,794.	60	76,084.	
	61	Grants payable		25,160,771.	61	102,843,556.	
	62	Deferred revenue			62		
	63	Loans from officers, directors, trustees, and key employees (attach schedule)			63		
	64a	Tax-exempt bond liabilities (attach schedule)			64a		
		64b	Mortgages and other notes payable (attach schedule)		64b		
65	Other liabilities (describe ► SEE STATEMENT 3)			NONE	65	98,015.	
66	Total liabilities (add lines 60 through 65)			25,367,565.	66	103,017,655.	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.						
	67	Unrestricted		37,269,569.	67	22,409,456.	
	68	Temporarily restricted			68		
	69	Permanently restricted			69		
	Organizations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 70 through 74.						
	70	Capital stock, trust principal, or current funds			70		
	71	Paid-in or capital surplus, or land, building, and equipment fund			71		
	72	Retained earnings, endowment, accumulated income, or other funds			72		
	73	Total net assets or fund balances (add lines 67 through 69 OR lines 70 through 72; column (A) must equal line 19 and column (B) must equal line 21)			37,269,569.	73	22,409,456.
	74	Total liabilities and net assets/fund balances (add lines 66 and 73)			62,637,134.	74	125,427,111.

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See Specific Instructions, page 24.)

Part IV-B Reconciliation of Expenses per Audited Financial Statements with Expenses per Return

a Total revenue, gains, and other support per audited financial statements . . . ▶	a 131,873,300.	a Total expenses and losses per audited financial statements ▶	a 146,733,413.
b Amounts included on line a but not on line 12, Form 990:		b Amounts included on line a but not on line 17, Form 990:	
(1) Net unrealized gains on investments . . . \$		(1) Donated services and use of facilities \$ 618,422.	
(2) Donated services and use of facilities \$ 618,422.		(2) Prior year adjustments reported on line 20, Form 990 \$	
(3) Recoveries of prior year grants \$		(3) Losses reported on line 20, Form 990 \$	
(4) Other (specify):		(4) Other (specify):	
_____ \$		_____ \$	
Add amounts on lines (1) through (4) ▶	b 618,422.	Add amounts on lines (1) through (4) . . ▶	b 618,422.
c Line a minus line b ▶	c 131,254,878.	c Line a minus line b ▶	c 146,114,991.
d Amounts included on line 12, Form 990 but not on line a:		d Amounts included on line 17, Form 990 but not on line a:	
(1) Investment expenses not included on line 6b, Form 990 . . . \$		(1) Investment expenses not included on line 6b, Form 990 . . . \$	
(2) Other (specify):		(2) Other (specify):	
_____ \$		_____ \$	
STMT 4 \$ 1,250,000.		STMT 5 \$ 1,250,000.	
Add amounts on lines (1) and (2) ▶	d 1,250,000.	Add amounts on lines (1) and (2) . . ▶	d 1,250,000.
e Total revenue per line 12, Form 990 (line c plus line d) ▶	e 132,504,878.	e Total expenses per line 17, Form 990 (line c plus line d) ▶	e 147,364,991.

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated; see Specific Instructions on page 24.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
SEE STATEMENT 9		593,824.	65,499.	-0-

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than \$100,000 from your organization and all related organizations, of which more than \$10,000 was provided by the related organizations? Yes No
 If "Yes," attach schedule - see Specific Instructions on page 25. SEE STATEMENT 9

Part VI Other Information (See Specific Instructions on page 25.)

76 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity... 77 Were any changes made in the organizing or governing documents but not reported to the IRS? 78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return? 78b If "Yes," has it filed a tax return on Form 990-T for this year? 79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement 80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization? 80b If "Yes," enter the name of the organization BETTER WORLD FUND, INC. and check whether it is [X] exempt OR [] nonexempt. 81a Enter the amount of political expenditures, direct or indirect, as described in the instructions for line 81 81b Did the organization file Form 1120-POL for this year? 82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value? 82b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions for reporting in Part III.) 83a Did the organization comply with the public inspection requirements for returns and exemption applications? 83b Did the organization comply with the disclosure requirements relating to quid pro quo contributions? 84a Did the organization solicit any contributions or gifts that were not tax deductible? 84b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members? 85a b Did the organization make only in-house lobbying expenditures of \$2,000 or less? 85b If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year. 85c Dues, assessments, and similar amounts from members 85d Section 162(e) lobbying and political expenditures 85e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices 85f Taxable amount of lobbying and political expenditures (line 85d less 85e) 85g Does the organization elect to pay the section 6033(e) tax on the amount in 85f? 85h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount in 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? 86 501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12 86a b Gross receipts, included on line 12, for public use of club facilities 86b 87 501(c)(12) orgs. Enter: a Gross income from members or shareholders 87a b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) 87b 88 At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX 88 89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 NONE; section 4912 NONE; section 4955 NONE 89b 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction 89c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 89d Enter: Amount of tax on line 89c, above, reimbursed by the organization 90a List the states with which a copy of this return is filed DISTRICT OF COLUMBIA, NEW YORK 90b Number of employees employed in the pay period that includes March 12, 1999 (See inst.) 21 91 The books are in care of ELIZABETH C. REVEAL Telephone no. 202-887-9040 Located at 1301 CONNECTICUT AVE, NW; WASHINGTON, DC ZIP + 4 20036 92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the tax year 92 N/A

Part VII Analysis of Income-Producing Activities (See Specific Instructions on page 29.)

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a					
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments					
96 Dividends and interest from securities			14	3,649,857.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue: a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))				3,649,857.	
105 Total (add line 104, columns (B), (D), and (E))					3,649,857.

Note: Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See Specific Instructions on page 30.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
▼	N/A

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See Specific Instructions on page 30.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
	%			
	%			
	%			

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, this return and the accompanying schedules and statements are true, correct, and complete. No part of the income reported herein has been omitted or excluded from this return.

8/14/00 Elizabeth Creveal Cr
Date Type or print name and title.

Date / / Check if Preparer's SSN or PTIN

**SCHEDULE A
(Form 990)**

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information - (See separate instructions.)

OMB No. 1545-0047

1999

Department of the Treasury
Internal Revenue Service

▶ Must be completed by the above organizations and attached to their Form 990 or 990-EZ.

Name of the organization

UNITED NATIONS FOUNDATION, INC.

Employer identification number

58-2368165

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
NICHOLAS LAPHAM 1301 CONNECTICUT AVENUE, NW WASHINGTON, DC 20036	PROGRAM OFFICER	74,880.	5,242.	
ELLEN MARSHALL 1301 CONNECTICUT AVENUE, NW WASHINGTON, DC 20036	PROGRAM OFFICER	91,200.	6,384.	
MELISSA PAILTHORP 1301 CONNECTICUT AVENUE, NW WASHINGTON, DC 20036	EVALUATION OFFICER	74,316.	5,202.	
ANDREA GAY 1301 CONNECTICUT AVENUE, NW WASHINGTON, DC 20036	ADMIN. OFFICER	68,667.	4,807.	
Total number of other employees paid over \$50,000 ▶ 4				

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 1 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
PRICEWATERHOUSECOOPERS LLP 50 HURT PLAZA, STE1700; ATLANTA, GA30303	CONSULTING	242,733.
LAWSON, DAVIS, PICKREN, & SEYDEL 285 PEACHTREE CEN. AVE; ATLANTA, GA30303	LEGAL	88,350.
HEIDRICK & STRUGGLES P.O. BOX 92227, CHICAGO, IL 60675-2227	CONSULTING	136,933.
MARK HERTSGAARD 145 CAMEL ST. SAN FRANCISCO, CA 94117	WRITING	10,000.
NETWORK RESOURCES 485 MADISON AVE. NY, NY 10002	WEBSITE	10,000.
Total number of others receiving over \$50,000 for professional services ▶		

For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 990 and Form 990-EZ.

Schedule A (Form 990) 1999

Part III Statements About Activities

Yes No

Table with 3 columns: Question, Yes, No. Contains questions 1 through 4a regarding lobbying, property, and grants.

Part IV Reason for Non-Private Foundation Status (See pages 2 through 4 of the instructions.)

The organization is not a private foundation because it is: (Please check only ONE applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V, page 4.)
7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
8 A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state
10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the Support Schedule in Part IV-A.)
11a X An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the Support Schedule in Part IV-A.)
11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the Support Schedule in Part IV-A.)
12 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 charitable, etc., 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). (Also complete the Support Schedule in Part IV-A.)
13 An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).)

Provide the following information about the supported organizations. (See page 4 of the instructions.)

Table with 2 columns: (a) Name(s) of supported organization(s), (b) Line number from above

14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 4 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Table with columns for years (1998, 1997, 1996, 1995) and Total. Rows include: 15 Gifts, grants, and contributions received; 16 Membership fees received; 17 Gross receipts from admissions, merchandise sold or services performed; 18 Gross income from interest, dividends; 19 Net income from unrelated business activities; 20 Tax revenues levied; 21 Value of services or facilities furnished; 22 Other income; 23 Total of lines 15 through 22; 24 Line 23 minus line 17; 25 Enter 1% of line 23; 26 Organizations described in lines 10 or 11; 27 Organizations described on line 12; 28 Unusual Grants.

Part V Private School Questionnaire (See page 4 of the instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

NOT APPLICABLE

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.)		

32	Does the organization maintain the following:		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d	Copies of all material used by the organization or on its behalf to solicit contributions?		
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.)			

33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?		
b	Admissions policies?		
c	Employment of faculty or administrative staff?		
d	Scholarships or other financial assistance?		
e	Educational policies?		
f	Use of facilities?		
g	Athletic programs?		
h	Other extracurricular activities?		
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)			

34a	Does the organization receive any financial aid or assistance from a governmental agency?		
b	Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 6 of the instructions.)

(To be completed ONLY by an eligible organization that filed Form 5768)

NOT APPLICABLE

- Check here a if the organization belongs to an affiliated group.
- Check here b if you checked "a" above and "limited control" provisions apply.

Limits on Lobbying Expenditures		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
(The term "expenditures" means amounts paid or incurred.)			
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38	Total lobbying expenditures (add lines 36 and 37)	38	
39	Other exempt purpose expenditures	39	
40	Total exempt purpose expenditures (add lines 38 and 39)	40	
41	Lobbying nontaxable amount. Enter the amount from the following table - If the amount on line 40 is - The lobbying nontaxable amount is -		
	Not over \$500,000 20% of the amount on line 40		
	Over \$500,000 but not over \$1,000,000 . . . \$100,000 plus 15% of the excess over \$500,000	41	
	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		
42	Grassroots nontaxable amount (enter 25% of line 41)	42	
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

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 instructions for lines 45 through 50 on page 7 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 1999	(b) 1998	(c) 1997	(d) 1996	(e) Total
45	Lobbying nontaxable amount				
46	Lobbying ceiling amount (150% of line 45(e))				
47	Total lobbying expenditures				
48	Grassroots nontaxable amount				
49	Grassroots ceiling amount (150% of line 48(e))				
50	Grassroots lobbying expenditures				

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 8 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers		X	
b Paid staff or management (Include compensation in expenses reported on lines c through h.)		X	
c Media advertisements		X	
d Mailings to members, legislators, or the public		X	
e Publications, or published or broadcast statements		X	
f Grants to other organizations for lobbying purposes		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body		X	
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means		X	
i Total lobbying expenditures (add lines c through h)			

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 8 of the instructions.)

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting organization to a noncharitable exempt organization of:

	Yes	No
(i) Cash		X
(ii) Other assets		X

b Other transactions:

(i) Sales or exchanges of assets with a noncharitable exempt organization	b(i)	X
(ii) Purchases of assets from a noncharitable exempt organization	b(ii)	X
(iii) Rental of facilities, equipment, or other assets	b(iii)	X
(iv) Reimbursement arrangements	b(iv)	X
(v) Loans or loan guarantees	b(v)	X
(vi) Performance of services or membership or fundraising solicitations	b(vi)	X

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees **c** Yes No

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received:

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

52a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule:

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

Application for Extension of Time To
Certain Excise, Income, Information, and Other Returns

File a separate application for each return.

Please type or print. File the original and one copy by the due date for filing your return. See instructions.

Name UNITED NATIONS FOUNDATION, INC.	Employer identification number 58-2368165
Number, street, and room or suite no. (or P.O. box no. if mail is not delivered to street address) 1301 CONNECTICUT AVENUE, NW SUITE 700	
City, town or post office, state, and ZIP code. For a foreign address, see instructions. WASHINGTON, DC 20036	

Note: Corporate income tax return filers must use Form 7004 to request an extension of time to file. Partnerships, REMICs, and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041.

- 1 I request an extension of time until AUGUST 15, 2000, to file (check only one):
- | | | | |
|--|---|---|------------------------------------|
| <input type="checkbox"/> Form 706-GS(D) | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 1120-ND (sec. 4951 taxes) | <input type="checkbox"/> Form 8612 |
| <input type="checkbox"/> Form 706-GS(T) | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 3520-A | <input type="checkbox"/> Form 8613 |
| <input checked="" type="checkbox"/> Form 990 or 990-EZ | <input type="checkbox"/> Form 1041 (estate) (see instructions) | <input type="checkbox"/> Form 4720 | <input type="checkbox"/> Form 8725 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 5227 | <input type="checkbox"/> Form 8804 |
| <input type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1042 | <input type="checkbox"/> Form 6069 | <input type="checkbox"/> Form 8831 |

If the organization does not have an office or place of business in the United States, check this box

2a For calendar year 1999, or other tax year beginning _____ and ending _____

b If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3 Has an extension of time to file been previously granted for this tax year? Yes No

4 State in detail why you need the extension ADDITIONAL TIME IS NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

5a If this form is for Form 706-GS(D), 706-GS(T), 990-BL, 990-PF, 990-T, 1041 (estate), 1042, 1120-ND, 4720, 6069, 8612, 8613, 8725, 8804, or 8831, enter the tentative tax, less any nonrefundable credits. See instructions. \$ _____

b If this form is for Form 990-PF, 990-T, 1041 (estate), 1042, or 8804, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit \$ _____

c Balance due. Subtract line 5b from line 5a. Include your payment with this form, or deposit with FTD coupon if required. See instructions \$ NONE

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete; and that I am authorized to prepare this form.

Signature *M. Original* Title _____ Date _____

FILE ORIGINAL AND ONE COPY. The IRS will show below whether or not your application is approved and will return the copy.

Notice to Applicant — To Be Completed by the IRS

- We HAVE approved your application. Please attach this form to your return.
- We HAVE NOT approved your application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of your return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to your return.
- We HAVE NOT approved your application. After considering the reasons stated in item 4, we cannot grant your request for an extension of time to file. We are not granting the 10-day grace period.
- We cannot consider your application because it was filed after the due date of the return for which an extension was requested.
- Other: _____

Director _____ By _____ Date _____

If you want a copy of this form to be returned to an address other than that shown above, please enter the address to which the copy should be sent.

Please Type or Print	Name PRICewaterhouseCOOPERS LLP ATTN: CHRISTINE HUNG
	Number, street, and room or suite no. (or P.O. box no. if mail is not delivered to street address) 50 HURT PLAZA, SUITE 1700
	City, town, or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA, GEORGIA 30303

United Nations Foundation, Inc.
 Part II - Statement of Functional Expenses
 For the year ended December 31, 1999

STATEMENT 1

United Nations Foundation

Statement of Functional Expenses - by Category

Category	Total	Program Services	G&A	Fundraising	Total
Office Expense	250,209.81	200,178	6,601	43,431	250,210
Taxes	750.00	-	750	-	750
Bank Service Charges	1,774.91	-	1,775	-	1,775
Depreciation	179,707.00	143,773	4,741	31,194	179,707
Furniture	562.33	450	15	98	562
Meeting/Conference Participations	14,051.51	14,052	-	-	14,052
Dues & Subscriptions	31,532.42	25,227	832	5,473	31,532
Personnel	1,884,017.79	1,347,282	44,424	292,312	1,684,018
Licenses and Permits	520.00	-	520	-	520
Postage and Delivery	24,964.37	19,972	659	4,333	24,964
Printing & Reproduction	27,552.10	22,043	727	4,782	27,552
Professional Fee	730,109.36	384,627	345,483	-	730,110
Program Expenses	142,050,819.00	142,050,819	-	-	142,050,819
Allocation of UNFIP Grant	-	1,599,800	-	-	1,599,800
Occupancy	327,964.41	277,163	6,702	44,099	327,964
Repairs/Renovations	(4,637.00)	-	(4,637)	-	(4,637)
Telephone	60,282.49	49,945	1,384	8,974	60,283
Travel	385,008.50	198,245	149,138	37,625	385,008
TOTAL	145,765,189	146,333,575	559,093	472,322	147,364,990

FORM 990, PART IV -- OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE
CONTRIB REC'BLE & OTHER ASSETS	329,144.	77,053.
TOTALS	329,144.	77,053.

FORM 990, PART IV - OTHER LIABILITIES

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE
-----	-----	-----
ACCRUED VACATION	NONE	98,015.
TOTALS	NONE	98,015.
	=====	=====

FORM 990, PART IV-A - OTHER REVENUE ON RETURN BUT NOT ON BOOKS
=====

DESCRIPTION

AMOUNT

WHO PROJECT-GRANT RECEIVED

1,250,000.

TOTAL

1,250,000.
=====

FORM 990, PART IV-B - OTHER EXPENSES ON RETURN BUT NOT ON BOOKS

DESCRIPTION

AMOUNT

WHO PROJECT - GRANT PAID

1,250,000.

TOTAL

1,250,000.

United Nations Foundation, Inc.
 Form 990, Part III, Statement of Program Service Accomplishments
 EIN: 58-2368165
 For the year ended December 31, 1999

STATEMENT 6

<i>Project Title</i>	TOTAL
CHILDREN'S HEALTH	
Prevent Mother-to-Child Trans HIV/AIDS	3,030,260
Prevent Mother-to-Child Trans HIV/AIDS	157,500
Iodine Deficiency as Public Health Problem	1,000,000
Sustainable Outreach Services	2,230,417
Polio Eradication-Global Reservoir	5,000,000
Polio Eradication-Phase I	29,785,764
Polio Eradication:Phase II & III	40,000,000
Humanitarian Assistance to Children-Serbia	1,000,000
Improve Immun Serv-8 Af Countr	2,385,004
Strengthen Surveillance Vaccinations	4,927,184
Use Vitamin A as Supplement to Infant Health	492,718
TOTAL (net of allocations)	90,008,847
WOMEN & POPULATION	
Reprod & Sexual Health-Adoles	3,200,000
Reprod Educ/Resp Fatherhood	700,000
Women Local Irrig H2O Res Mgm	1,680,289
Peer Educ Health Lifestyle-Ukra	992,429
Female Genital Mutil. In Kenya	300,000
Women in Conflict Prevent-Peace	1,400,000
Shaping World Free Gender Viol	1,188,029
Beijing Plat Action Mozambique	512,100
Distance Learning Pop Issues	1,485,160
Enhancing Women Role Reprod	1,751,515
Kosovo Reprod Health Care	700,000
DHS Data on Adolescents	20,000
Improving Maternity Services - Kosovo Hospital	30,000
TOTAL (net of allocations)	13,959,522
ENVIRONMENT	
Plurilat Greenhouse Gas Emiss	1,241,509
Reduce Impact Envir Emerg	650,000
UN Atlas of Oceans	500,000
Biotrade Initiative in Amazon	1,675,971
Modern Biomass Energy-China	1,227,508
World Energy Assessment	1,481,203
Microstart Global Pilot Program	2,945,587
World Res Rep for Millenium	1,191,262
Coral Reef Action Network	1,521,411
GEF Small Grant Livelihood Fd	50,000
Global Participation Observe/As	2,000,000
World Commission on Dams	2,600,000
Invasive Species Galapagos WH	3,898,481
Electric fromBiomass-Rural India	570,660
World Heritage Meeting	5,000
Evening with Stars of Energy Efficiency	2,500
TOTAL (net of allocations)	21,561,092

United Nations Foundation, Inc.
Form 990, Part III, Statement of Program Service Accomplishments
EIN: 58-2368165
For the year ended December 31, 1999

STATEMENT 6

SELECTED CAUSES

ACT Project	250,000
Traffick Women & Kids-Mekong	2,291,600
Level-one Landmine Survey	3,785,485
Landmine Safety Handbook	440,000
S. African Landmine Assess	208,945
Legal Empower Indigenous Peo	1,482,504
Strength RHS Comm in Crisis	3,116,500
Strength RHS Comm in Crisis	2,089,500
Human Rights Spec Procedures	108,917
Emerg Response-Kosovo Crisis	1,000,000
Constit. Admin Transition Team	365,000
Visitation Grant to UNDP Country Team prog.	25,000
Multi-Year Support For International Committee	63,700
2nd Annual Awards Dinner	1,000
Annual Foundation Giving (2 Years)	10,000
1999 Washington DC Gala Fundraiser	5,000
St. Regis Hotel	4,102
Reception	500
Annual Awards Dinner	10,000
Annual Luncheon Meeting	300
African Evaluation Conference	4,669
Strength National Surveillance Systems in West Africa & Sudan	1,250,000
Environmental Quality & Regional Conflict Lunch	1,986
Women & Population Grant	6,650
TOTAL (net of allocations)	16,521,358

Total Program Services (Net of Allocations) 142,050,919

- 1) **Children's Health** – The United Nations Foundation, Inc. (UNF) is committed to helping United Nations efforts to improve the health and welfare of children around the world. In particular, UNF assists the United Nations in its efforts to achieve the goals developed at the World Summit for Children and stated in the Convention on the Rights of the Child. The UNF's fundamental children's health priorities include efforts to reduce child mortality, eradicate polio, and prevent tobacco use among children.
- 2) **Women and Population** – The foundation supports the goals and action plans established at the *International Conference on Population and Development* and the *Fourth World Conference on Women*. UNF is placing a special emphasis on supporting United Nations' efforts to improve the lives of adolescent girls and to improve the quality of reproductive health services throughout the world.
- 3) **Environmental Protection** – The United Nations Foundation, Inc. targets its environmental efforts in two areas: *sustainable energy/climate change* and *ecosystem conservation/biological diversity*. Within these areas, the foundation works with the United Nations and outside partners on innovative means of implementing relevant aspects of United Nations conferences and conventions, including the United Nations Framework Convention on Climate Change and the Convention on Biological Diversity. Support for sustainable energy/climate change initiatives will focus on market mechanisms and sustainable energy technologies. The UNF's support of ecosystem conservation/biological diversity emphasizes effective conservation and environmentally sound management of priority ecosystems.
- 4) **Selected Causes** – In addition to our three primary areas of focus, the United Nations Foundation, Inc. is committed to supporting a variety of United Nations humanitarian causes, including human rights, efforts to eradicate landmines, and other issues associated with conflict. UNF provides selective assistance to support the United Nation's humanitarian initiatives in an effort to positively impact people throughout the world.

SCHEDULE A, PART III - EXPLANATION FOR LINE 2D

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SEE PART V, FORM 990

United Nations Foundation, Inc.
For the year ended December 31, 1999

Statement 9

Form 990, Part V

List of Officers, Directors and Trustees as of 12/31/99

Name	Title	Average Hours per Week	Compensation	Contributions to Employee Benefit Plan
R.E. Turner	Chairman	3.1	NONE	NONE
Timothy E. Wirth	President-Director	39	207,655	24,919.00
Edward C. Harris	Treasurer	0.4	NONE	NONE
Charles A. Bowsher	Vice-President	0.2	48,000	
Elizabeth C. Reveal	Vice-President	30.7	110,844	13,301.00
Jean-Claude Faby	Vice-President	34	80,325	9,639.00
Virginia Davis	Vice-President	38.4	90,000	10,800.00
David Harwood	Vice-President	42	57,000	6,840.00
Paul Isenman	Vice-President	38.4	NONE	NONE
Rutherford Seydel	Secretary	1.2	NONE	NONE
Ruth Cardoso	Director	1.8	NONE	NONE
Graca Machel	Director	1.3	NONE	NONE
Emma Rothschild	Director	1.9	NONE	NONE
Maurice Strong	Director	2.4	NONE	NONE
Andrew Young	Director	1.2	NONE	NONE
Liang Dan	Director	1.3	NONE	NONE
Muhammad Yunus	Director	1.3	NONE	NONE
TOTALS			593,824	65,499.00

Line 75 - Officers, Directors, Trustee, or key employee receiving aggregate compensation of more than \$100,000 from United Nations Foundation, Inc. of which more than \$10,000 was provided by a related organization.

Compensation provided by Better World Fund, Inc. EIN: 58-2366765

		Salary	Benefits
Timothy E. Wirth	President/Director	111,814	8,722

United Nations Foundation, Inc.
Form 990, Schedule A, Part III, Question 4b, Grantmaking Procedures
For the year ended December 31, 1999

Statement 13

The United Nations Foundation, Inc. (UNF) does not accept unsolicited proposals. UNF works collaboratively with the United Nations in program development. UNF grants to United Nations agencies are intended to support a variety of United Nations causes consistent with the Secretary-General's priorities, UNF criteria and UNF programmatic priorities. UNF supports UN agencies, funds and programmes exclusively, but strongly encourages the United Nations system to integrate civil society and the private sector into project proposals.

Together with the United Nations Fund for International Partnerships (UNFIP), UNF pursues funding opportunities which support the United Nations Agenda for Development and the goals set at recent United Nations global conferences. Projects consistent with national development goals and priorities as well as efforts aimed at improving among United Nations agencies, funds and programs are encouraged. UNF is also working collaboratively with selected United Nations agencies to improve institutional capacity and effectiveness in a manner consonant with the Secretary-General's reform program.