

2949114613717 8

C&E
946Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

07/01, 2016, and ending

06/30, 2017

Name of foundation

WILLIAM R KENAN JR CHARITABLE TRUST XXXXX2004

Number and street (or P.O. box number if mail is not delivered to street address)

10 S DEARBORN IL1-0111

City or town, state or province, country, and ZIP or foreign postal code

CHICAGO, IL 60603

G Check all that apply:

Initial return

Final return

☒ Address change

Initial return of a former public charity

Amended return

☒ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationFair market value of all assets at
end of year (from Part II, col. (c), line
16) \$ 644,899,416.J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

13-6192029

B Telephone number (see instructions)

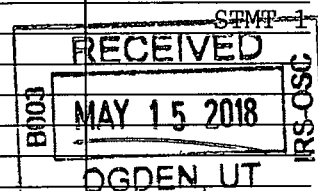
800-496-2583

C If exemption application is
pending, check here.

D 1 Foreign organizations, check here.

2 Foreign organizations meeting the
85% test, check here and attach
computation.E If private foundation status was terminated
under section 507(b)(1)(A), check here.F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here.**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation attach Sch B.				
3 Interest on savings and tempo- rarily invested funds				
4 Dividends and interest from	15,088,386.	14,423,327.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	5,641,341.			
b Gross sales price for all assets on line 6a	108,479,799.			
7 Capital gain net income (from Part IV, line 2)		5,641,341.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	20,729,727.	20,064,668.		
13 Compensation of officers, directors, trustees, etc.	3,117,146.	1,870,288.		1,246,858.
14 Other employee salaries and wages	518,658.	NONE	NONE	518,658.
15 Pension plans, employee benefits	511,771.	NONE	NONE	511,771.
16a Legal fees (attach schedule)	61,762.	NONE	NONE	61,762.
b Accounting fees (attach schedule)	108,790.	54,395.	NONE	54,395.
c Other professional fees (attach schedule)	101,250.			101,250.
17 Interest	28,000.	28,000.		
18 Taxes (attach schedule) (see instructions)	848,958.	534,958.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	61,673.	NONE	NONE	61,673.
22 Printing and publications	8,683.	NONE	NONE	8,683.
23 Other expenses (attach schedule)	229,894.			229,894.
24 Total operating and administrative expenses. Add lines 13 through 23.	5,596,585.	2,487,641.	NONE	2,794,944.
25 Contributions, gifts, grants paid	27,556,657.			27,556,657.
26 Total expenses and disbursements. Add lines 24 and 25	33,153,242.	2,487,641.	NONE	30,351,601.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	-12,423,515.			
b Net investment income (if negative, enter -0-)		17,577,027.		
c Adjusted net income (if negative, enter -0-)				



JSA For Paperwork Reduction Act Notice, see instructions.

6E1410 1 000

PV3289 501G 05/10/2018 13:34:09

XXXXX2004

Form **990-PF** (2016)

3

SCANNED JUL 03 2018

34

ENVELOPE DATE MAY 14 2018

0423208240 MAY 25 2018

014

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			63.	63.
	2	Savings and temporary cash investments		20,707,030.	24,314,765.	24,314,765.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) . STMT 8		321,505,420.	326,624,696.	493,957,854.
	c	Investments - corporate bonds (attach schedule) . STMT 12		131,946,888.	113,217,464.	115,556,557.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule) STMT 13		4,874,749.	3,578,021.	11,070,177.
14		Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		479,034,087.	467,735,009.	644,899,416.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)			NONE	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted		479,034,087.	467,735,009.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		479,034,087.	467,735,009.	
	31	Total liabilities and net assets/fund balances (see instructions)		479,034,087.	467,735,009.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	479,034,087.
2	Enter amount from Part I, line 27a	2	-12,423,515.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 14	3	1,124,437.
4	Add lines 1, 2, and 3	4	467,735,009.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	467,735,009.

Form 990-PF (2016)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 105,640,194.		100,070,130.	5,570,064.		
b 2,839,605.		2,768,328.	71,277.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			5,570,064.		
b			71,277.		
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	5,641,341.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

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

☐ Yes ☒ No

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	31,134,848.	589,777,152.	0.052791
2014	28,579,148.	621,767,338.	0.045964
2013	28,090,135.	595,581,749.	0.047164
2012	24,476,650.	546,835,002.	0.044761
2011	14,146,339.	478,788,320.	0.029546
2 Total of line 1, column (d)			2 0.220226
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.			3 0.044045
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 619,640,285.
5 Multiply line 4 by line 3.			5 27,292,056.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 175,770.
7 Add lines 5 and 6.			7 27,467,826.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 30,351,601.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.		
	Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	175,770.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	NONE
3	Add lines 1 and 2	3	175,770.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	175,770.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	624,617.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	624,617.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	448,847.
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 448,847. Refunded <input type="checkbox"/> <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		<input checked="" type="checkbox"/>
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	<input checked="" type="checkbox"/>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	<input checked="" type="checkbox"/>	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<input checked="" type="checkbox"/>

Form 990-PF (2016)

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>n/a</u>	13	X
14 The books are in care of ► <u>JP MORGAN CHASE BANK, N.A.</u> Telephone no. ► <u>(800) 496-2583</u> Located at ► <u>10 S DEARBORN IL1-0111, CHICAGO, IL</u> ZIP+4 ► <u>60603</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JP MORGAN CHASE BANK, N.A. 10 S DEARBORN IL1-0111, CHICAGO, IL 60603	TRUSTEE 40	2,867,146.	-0-	-0-
Thomas S Kenan III C/O JPMORGAN, 10 S DEARBORN IL1-011, CHICAGO, IL 6060	TRUSTEE 12	125,000.	-0-	-0-
James G. Kenan III C/O JPMORGAN, 10 S DEARBORN IL1-011, CHICAGO, IL 6060	TRUSTEE 12	125,000.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DOUGLAS C. ZINN C/O JPMORGAN, 10 S DEARBORN ST, CHICAGO, IL 60603	EXEC. DIR. 40 H	337,746.	70,651.	-0-
DORIAN O. BURTON C/O JPMORGAN, 10 S DEARBORN ST, CHICAGO, IL 60603	ASST. EXEC. DIR. 40 H	189,600.	48,478.	-0-
TINKA DEAL C/O JPMORGAN, 10 S DEARBORN ST, CHICAGO, IL 60603	EXEC. COORD. 40 H	57,583.	19,150.	-0-
CATHERINE FRYSZCZYN C/O JPMORGAN, 10 S DEARBORN ST, CHICAGO, IL 60603	SR. EVAL OFFICER 40 H	47,500.	3,567.	-0-

Total number of other employees paid over \$50,000 ☐ **NONE**

Form 990-PF (2016)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

Total number of others receiving over \$50,000 for professional services	NONE
---	-------------

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

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

Total. Add lines 1 through 3 ▶

JSA

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	607,937,270.
b	Average of monthly cash balances	1b	21,139,161.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	629,076,431.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	629,076,431.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	9,436,146.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	619,640,285.
6	Minimum investment return. Enter 5% of line 5	6	30,982,014.

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

1	Minimum investment return from Part X, line 6	1	30,982,014.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	175,770.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	175,770.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	30,806,244.
4	Recoveries of amounts treated as qualifying distributions	4	824,960.
5	Add lines 3 and 4	5	31,631,204.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	31,631,204.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	30,351,601.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	30,351,601.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	175,770.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	30,175,831.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				31,631,204.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			26,463,117.	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>30,351,601.</u>				
a Applied to 2015, but not more than line 2a			26,463,117.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				3,888,484.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				27,742,720.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	NONE			
e Excess from 2016	NONE			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets.					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year PLEASE SEE ATTACHED SCHEDULE	NONE	PC	PROGRAM SUPPORT	27,556,657.
Total			3a	27,556,657.
b Approved for future payment SEE ATTACHED	NONE	PC	PROGRAM SUPPORT	17,844,000.
Total			3b	17,844,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue.						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments .						
4 Dividends and interest from securities			14	15,088,386.		
5 Net rental income or (loss) from real estate.						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	5,641,341.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue. a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)				20,729,727.		
13 Total. Add line 12, columns (b), (d), and (e)				13	20,729,727.	

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	2,495,706.	2,495,706.
NONDIVIDEND DISTRIBUTIONS	665,059.	
DOMESTIC DIVIDENDS	7,853,024.	7,853,024.
CORPORATE INTEREST	5,907.	5,907.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	539,344.	539,344.
NONQUALIFIED FOREIGN DIVIDENDS	61,556.	61,556.
NONQUALIFIED DOMESTIC DIVIDENDS	3,467,790.	3,467,790.
	-----	-----
TOTAL	15,088,386.	14,423,327.
	=====	=====

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES - INCOME (ALLOCABLE	61,762.			61,762.
TOTALS	61,762.	NONE	NONE	61,762.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
AUDIT & ACCOUNTING FEES (ALLOC	108,790.	54,395.		54,395.
TOTALS	108,790.	54,395.	NONE	54,395.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
CONSULTING FEES	101,250.	101,250.
	-----	-----
TOTALS	101,250.	101,250.
	=====	=====

FORM 990PF, PART I - INTEREST EXPENSE
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INTEREST INVESTMENT EXPENSES	28,000.	28,000.
TOTALS	28,000.	28,000.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	459,664.	459,664.
FEDERAL TAX PAYMENT - PRIOR YE	48,000.	
FEDERAL ESTIMATES - INCOME	266,000.	
FOREIGN TAXES ON QUALIFIED FOR	67,310.	67,310.
FOREIGN TAXES ON NONQUALIFIED	7,984.	7,984.
	-----	-----
TOTALS	848,958.	534,958.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
NY AG FILING FEE	1,500.	1,500.
INSURANCE	17,359.	17,359.
ADMINISTRATIVE EXPENSES	168,530.	168,530.
MEMBERSHIP & DUES	5,497.	5,497.
OFFICE EXPENSE	22,123.	22,123.
SUBSCRIPTION	14,885.	14,885.
TOTALS	229,894.	229,894.
	=====	=====

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
00206R102 AT&T INC	499,041.	546,255.
002824100 ABBOTT LABORATORIES	262,099.	303,764.
00724F101 ADOBE SYSTEMS INC	164,046.	726,294.
00846U101 AGILENT TECHNOLOGIES	515,800.	596,303.
015351109 ALEXION PHARMACEUTIC	137,825.	173,501.
02079K107 ALPHABET INC/CA-CL C	586,806.	1,752,031.
02079K305 ALPHABET INC/CA-CL A	449,647.	888,774.
023135106 AMAZON.COM INC	614,637.	1,618,496.
026874784 AMERICAN INTERNATION	521,128.	575,997.
032511107 ANADARKO PETROLEUM C	388,056.	251,909.
032654105 ANALOG DEVICES INC	412,638.	502,666.
037833100 APPLE INC	9,055,682.	21,751,773.
060505104 BANK OF AMERICA CORP	346,438.	1,053,321.
064058100 BANK OF NEW YORK MEL	270,412.	314,895.
084670702 BERKSHIRE HATHAWAY I	17,391,722.	34,150,581.
09062X103 BIOGEN INC	142,882.	356,296.
09247X101 BLACKROCK INC	263,747.	337,083.
101137107 BOSTON SCIENTIFIC CO	575,217.	732,640.
110122108 BRISTOL-MYERS SQUIBB	532,710.	681,288.
125896100 CMS ENERGY CORP	287,690.	383,135.
151020104 CELGENE CORP	221,758.	540,909.
16119P108 CHARTER COMMUNICATIO	516,627.	764,313.
172967424 CITIGROUP INC	770,800.	1,239,086.
20030N101 COMCAST CORP-CLASS A	113,863.	523,785.
20605P101 CONCHO RESOURCES INC	443,320.	429,730.
25278X109 DIAMONDBACK ENERGY I	320,330.	273,890.
254687106 WALT DISNEY CO/THE	1,259,414.	1,338,113.
25470M109 DISH NETWORK CORP-A	327,674.	413,777.
256206103 DODGE & COX INTL STO	22,512,100.	25,904,373.

WILLIAM R KENAN JR CHARITABLE TRUST XXXXX2004

13-6192029

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
260543103 DOW CHEMICAL CO/THE	12,766,558.	16,646,317.
263534109 DU PONT (E.I.) DE NE	623,691.	624,776.
26875P101 EOG RESOURCES INC	920,083.	1,009,932.
26884L109 EQT CORP	373,319.	306,250.
277432100 EASTMAN CHEMICAL CO	354,660.	462,113.
30303M102 FACEBOOK INC-A	615,211.	1,130,085.
31620M106 FIDELITY NATIONAL IN	429,813.	587,296.
369550108 GENERAL DYNAMICS COR	476,921.	589,546.
369604103 GENERAL ELECTRIC CO	879,888.	888,656.
375558103 GILEAD SCIENCES INC	340,566.	256,578.
38141G104 GOLDMAN SACHS GROUP	343,549.	508,817.
416515104 HARTFORD FINANCIAL S	384,350.	545,151.
437076102 HOME DEPOT INC	212,596.	965,346.
438516106 HONEYWELL INTERNATIO	409,439.	1,379,685.
444859102 HUMANA INC	202,314.	461,028.
45866F104 INTERCONTINENTAL EXC	237,504.	272,645.
464287465 ISHARES MSCI EAFE IN	18,768,655.	16,626,000.
464287499 ISHARES RUSSELL MIDC	9,107,316.	27,990,427.
493267108 KEYCORP	245,251.	421,669.
500754106 THE KRAFT HEINZ CO	16,723,984.	26,179,377.
532457108 ELI LILLY & CO	680,131.	708,603.
548661107 LOWE'S COS INC	182,826.	743,513.
573284106 MARTIN MARIETTA MATE	346,063.	459,405.
574599106 MASCO CORP	159,143.	532,953.
57636Q104 MASTERCARD INC-CLASS	166,266.	1,119,040.
577130834 MATTHEWS PACIFIC TIG	4,442,927.	7,106,443.
58933Y105 MERCK & CO. INC.	518,235.	525,858.
59156R108 METLIFE INC	265,706.	554,784.
594918104 MICROSOFT CORP	18,864,053.	43,943,495.

PV3289 501G 05/10/2018 13:34:09

XXXXXX2004

STATEMENT 9

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
595017104 MICROCHIP TECHNOLOGY	308,722.	327,320.
60871R209 MOLSON COORS BREWING	425,424.	484,281.
609207105 MONDELEZ INTERNATION	18,782,135.	26,533,474.
617446448 MORGAN STANLEY	642,442.	1,337,959.
65339F101 NEXTERA ENERGY INC	271,865.	304,222.
654106103 NIKE INC -CL B	244,673.	249,275.
65473P105 NISOURCE INC	196,508.	416,563.
655844108 NORFOLK SOUTHERN COR	176,240.	181,576.
666807102 NORTHROP GRUMMAN COR	242,874.	295,217.
67103H107 O'REILLY AUTOMOTIVE	624,502.	528,038.
674599105 OCCIDENTAL PETROLEUM	834,480.	954,148.
713448108 PEPSICO INC	667,470.	807,391.
717081103 PFIZER INC	1,089,557.	1,077,298.
718172109 PHILIP MORRIS INTERN	611,360.	637,754.
723787107 PIONEER NATURAL RESO	611,448.	693,056.
77956H385 T ROWE PRICE NEW ASI	6,451,010.	7,690,155.
78486Q101 SVB FINANCIAL GROUP	258,405.	376,542.
808513105 SCHWAB (CHARLES) COR	277,976.	429,042.
854502101 STANLEY BLACK & DECK	557,103.	813,279.
855244109 STARBUCKS CORP	381,810.	398,374.
872540109 TJX COMPANIES INC	553,716.	613,589.
872590104 T-MOBILE US INC	185,092.	278,913.
882508104 TEXAS INSTRUMENTS IN	2,466,791.	2,707,397.
90130A101 TWENTY-FIRST CENTURY	402,689.	364,934.
907818108 UNION PACIFIC CORP	570,769.	631,242.
910047109 UNITED CONTINENTAL H	255,510.	506,207.
91324P102 UNITEDHEALTH GROUP I	464,815.	1,693,070.
92532F100 VERTEX PHARMACEUTICA	73,448.	347,949.
92826C839 VISA INC-CLASS A SHA	408,494.	499,097.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
931427108 WALGREENS BOOTS ALLI	238,704.	229,996.
94106B101 WASTE CONNECTIONS IN	330,009.	421,307.
949746101 WELLS FARGO & CO	446,995.	1,298,810.
96208T104 WEX INC	267,991.	301,757.
98138H101 WORKDAY INC-CLASS A	191,111.	224,652.
G0176J109 ALLEGION PLC	356,428.	442,428.
G0177J108 ALLERGAN PLC	1,149,028.	1,205,726.
G1151C101 ACCENTURE PLC-CL A	414,324.	635,097.
G27823106 DELPHI AUTOMOTIVE PL	308,881.	317,731.
G47791101 INGERSOLL-RAND PLC	579,864.	620,081.
H1467J104 CHUBB LTD	374,577.	1,008,210.
Y09827109 BROADCOM LTD	249,618.	1,551,647.
291011104 EMERSON ELECTRIC CO	9,425,658.	11,924,000.
29250N105 ENBRIDGE INC	4,251,036.	5,875,956.
30231G102 EXXON MOBIL CORP	12,229,156.	14,047,020.
458140100 INTEL CORP	4,837,917.	7,591,500.
459200101 INTL BUSINESS MACHIN	9,939,103.	8,229,905.
478160104 JOHNSON & JOHNSON	12,492,723.	26,173,577.
494368103 KIMBERLY-CLARK CORP	13,000,377.	20,993,286.
641069406 NESTLE SA-SPONS ADR	11,039,102.	17,440,000.
66987V109 NOVARTIS AG-SPONSORE	5,814,694.	9,181,700.
742718109 PROCTER & GAMBLE CO/	17,037,510.	22,833,300.
771195104 ROCHE HOLDINGS LTD-S	8,559,195.	15,264,000.
931142103 WAL-MART STORES INC	13,595,774.	14,908,960.
969457100 WILLIAMS COS INC	10,512,466.	6,389,080.
	-----	-----
TOTALS	326,624,696.	493,957,854.
	=====	=====

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
258620103 DOUBLELINE TOTL RET	21,794,669.	21,436,793.
464287457 ISHARES BARCLAYS 1-3	18,507,300.	18,552,314.
693390841 PIMCO FD PAC INV MGM	10,000,000.	10,204,082.
704329572 PAYDEN HIGH INCOME F	9,459,130.	8,923,329.
921937603 VANGUARD TOTAL BOND	34,959,967.	37,811,832.
921937827 VANGUARD SHORT-TERM	18,496,398.	18,628,207.
	-----	-----
TOTALS	113,217,464.	115,556,557.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
325691947 CLAYTON, DUBILIER &	C		1,987,210.
382981983 GOLDENTREE OFFSHORE	C	34,885.	13,697.
38299B980 GOLDENTREE OFFSHORE	C	202,723.	155,902.
476499926 J.C. FLOWERS III PRI	C	2,883,858.	6,806,940.
G82981997 GOLDENTREE OFFSHORE	C	351,204.	2,045,265.
G82982920 GOLDENTREE OFFSHORE	C	14,147.	21,041.
G82982953 GOLDENTREE OFFSHORE	C	91,204.	40,122.
		-----	-----
TOTALS		3,578,021.	11,070,177.
		=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

RECOVERIES

824,960.

COST BASIS ADJUSTMENT

299,477.

TOTAL

1,124,437.

=====

Grant Amount	Recipient	Address
\$200,000	University of North Carolina Wilmington	Mr. Eddie Stuart Vice Chancellor Division for University Advancement University of North Carolina Wilmington 601 South College Road Wilmington, NC 28403-5990
\$200,000	University of North Carolina Wilmington	Mr. Eddie Stuart Vice Chancellor Division for University Advancement University of North Carolina Wilmington 601 South College Road Wilmington, NC 28403-5990
\$200,000	University of North Carolina Wilmington	Mr. Eddie Stuart Vice Chancellor Division for University Advancement University of North Carolina Wilmington 601 South College Road Wilmington, NC 28403-5990
\$300,000	Baton Rouge Area Foundation	Mr. John G. Davies President & CEO Baton Rouge Area Foundation 100 North Street #900 Baton Rouge, LA 70802
\$500,000	Harlem RBI	Mr. Richard Berlin Harlem RBI 333 East 100th Street New York, NY 10029
\$50,000	The University of the South	Dr. John McCardell Vice Chancellor The University of the South 735 University Avenue Sewanee, TN 37383-1000
\$50,000	First Presbyterian Church	Reverend James Hardy First Presbyterian Church 21 Church Street Lockport, NY 14094
\$50,000	The University of North Carolina at Chapel Hill	Mr. Peter Nisbet Director Ackland Art Museum The University of North Carolina at Chapel Hill Campus Box 3400 Chapel Hill, NC 27599-3400
\$255,000	YMCA of Lockport NY	Mr. Luke Kantor Camp Director Lockport Family YMCA & Camp Kenan 19 East Avenue Lockport, NY 14094

\$750,000	Student U	Ms. Alexandra Zagbayou Executive Director Student U 3116 Academy Road Durham, NC 27707
\$500,000	MDC Inc.	Dr. David Dodson President MDC, Inc. 307 West Main Street Durham, NC 27701-3215
\$100,000	Smithsonian American Art Museum	Dr. Elizabeth Broun The Margaret and Terry Stent Director Smithsonian American Art Museum MRC 970 P.O. Box 37012 Washington, D.C. 20013-7012
\$100,000	Lexington Public Library Foundation	Ms. Ann Hammond Executive Director Lexington Public Library Foundation Central Library 140 E. Main Street Lexington, KY 40507
\$100,000	Voices Together	Ms. Yasmine White Executive Director Voices Together 5007 Southpark Drive, #230 Durham, NC 27713
\$50,000	The Asia Society	Mr. Shayne Doty Vice President, External Affairs Asia Society 725 Park Avenue New York, NY 10021
\$50,000	The University of North Carolina Foundation	Mr. Timothy Minor Vice President University Advancement The University of North Carolina Systems 140 Friday Center Drive Chapel Hill, NC 27517
\$ 50,000	The Kampong of the National Botanical Garden	Mr. Craig Morrell Interim Director The Kampong of the National Tropical Botanical Garden 4013 Douglas Road Coconut Grove, FL 33133
\$ 50,000	Cumberland Community Foundation Inc.	Ms. Mary Holmes Executive Director Cumberland Community Foundation, Inc. P.O. Box 2345 Fayetteville, NC 28302-2345

\$	100,000	Community Food Bank of New Jersey	Ms. Debra Vizzi President & CEO Community Food Bank of New Jersey 31 Evans Terminal Hillside, NJ 07205
\$	100,000	City Harvest Inc.	Ms. Jilly Stephens Executive Director City Harvest 6 East 32nd Street, 5th Floor New York, NY 10016
\$	100,000	Feeding South Florida, Inc.	Mr. Francisco "Paco" Velez President & CEO Feeding South Florida 2501 SW 32 Terrace Pembroke Park, FL 33023
\$	100,000	Food Bank of Central & Eastern North Carolina	Mr. Peter Werbicki President/CEO Food Bank of Central & Eastern North Carolina 3808 Tarheel Drive Raleigh, NC 27609
\$	100,000	Food Bank for New York City	Ms. Margarette Purvis Executive Director Food Bank of New York City 139 Broadway, 10th Floor New York, NY 10474
\$	100,000	Food Bank of Western New York	Ms. Marylou Borowiak President & CEO Food Bank of Western New York 91 Holt Street Buffalo, NY 14206
\$	100,000	God's Pantry Food Bank, Inc.	Ms. Ame Sweetall Interim CEO God's Pantry Food Bank, Inc. 1685 Jaggie Fox Way Lexington, KY 40511
\$	100,000	Island Harvest	Ms. Randi Shubin Dresner President & CEO Island Harvest 199 Second Street Mineola, NY 11501
\$	100,000	Long Island Cares, Inc.	Mr. Paule Pachter President & CEO Long Island Cares, Inc. 10 Davids Drive Hauppauge, NY 11788
\$	500,000	North Carolina Museum of Art	Mr. Larry Wheeler Executive Director North Carolina Museum of Art 2110 Blue Ridge Road Raleigh, NC 27607-6494

\$	1,000,000	Teach for America	Mr. Andrew Lakis Senior Managing Director, External Affairs Teach for America-Eastern North Carolina Bay 11, Suite 1160, 324 Blackwell Street Durham, NC 27701
\$	250,000	The Eagle Academy Foundation, Inc.	Mr. David Banks President & CEO Eagle Academy Foundation 31 West 125 Street, 3rd Floor New York, NY 10027
\$	50,000	The Laundromat Project, Inc.	Kemi Ilesanmi Executive Director The Laundromat Project, Inc. 127 W. 127th Street New York, NY 10027
\$	100,000	Southern Documentary Fund	Ms. Naomi Walker Executive Director Southern Documentary Fund P.O. Box 3622 Durham, NC 27702
\$	115,000	Harlem School of the Arts, Inc.	Ms. Yvonne Garcia VP of Development and External Affairs The Harlem Schools of the Arts, Inc. The Herb Alpert Center 645 Saint Nicolas Avenue New York, NY 10030
\$	150,000	Alvin Ailey Dance Foundation	Mr. Justin Garlinghouse Director, Institutional Giving & Development Operations Alvin Ailey Dance Foundation 405 West 55th Street New York, NY 10019
\$	275,000	The Brooklyn Museum	Ms. Anne Pasternak Director Brooklyn Institute of Arts and Sciences D/B/A Brooklyn Museum 200 Eastern Parkway Brooklyn, NY 11238
\$	100,000	National Dance Institute, Inc.	Ms. Michele O'Mara Senior Director of Development National Dance Institute Inc. 217 West 147th Street New York, NY 10039

\$	75,000	Bedford-Stuyvesant Restoration Corporation	Dr. Indira Etwaroo Artistic Director Center for Arts & Culture Bedford Stuyvesant Restoration Corporation 1368 Fulton Street Brooklyn, NY 11216
\$	75,000	NYC SALT	Ms. Alicia Hansen Executive Director NYC SALT 214 West 29th Street New York, NY 10001
\$	75,000	STEM From Dance	Ms. Yamilee Toussaint Founder and CEO STEM From Dance 590 Flatbush Avenue Brooklyn, NY 11225
\$	50,000	Urban Word	Mr. Michael Cirelli Executive Director Urban Word 242 West 27th Street, Suite 3A New York, NY 10001
\$	200,000	Focused Ultrasound	Dr. Neal Kassell Founder and Chairman Focused Ultrasound Foundation 1230 Cedars Court, Suite 206 Charlottesville, VA 22903
\$	50,000	TROSA	Mr. Kevin McDonald President TROSA 1820 James Street Durham, NC 27707
\$	50,000	New York Public Library	Mr. Kevin Young Director, Schomburg Center New York Public Library 445 Fifth Avenue New York, NY 10016
\$	75,000	The Weeksville Heritage Center	Ms. Tia Powell Harris President & Executive Director Weeksville Heritage Center 158 Buffalo Avenue Brooklyn, NY 11213
\$	100,000	Studio Museum in Harlem	Ms. Jodi Hanel Associate Director of Development Studio Museum in Harlem 144 West 124th Street New York, NY 10027
\$	80,000	Solomon R. Guggenheim Museum	Ms. Kim Kanatani Deputy Director Solomon R. Guggenheim Museum 1071 Fifth Avenue New York, NY 10128

\$	35,000	Lincoln Center Education	Mr. Russell Granet Executive Vice President Lincoln Center Education, Community Engagement, and International Lincoln Center for the Performing Arts 70 Lincoln Center Plaza New York, NY 10023
\$	50,000	Urban Arts Partnership	Mr. Philip Courtney CEO Urban Arts Partnership 21 Howard Street, 5th Floor New York, NY 10013
\$	125,000	Columbia University	Ms. Alondra Nelson Dean of Social Science Columbia University 535 West 116th Street New York, NY 10027
\$	500,000	Bowery Residents Committee (BRC)	Mr. Muzzy Rosenblatt Executive Director Bowery Resident's Committee 131 West 25th Street New York, NY 10001
\$	75,000	Brooklyn Academy of Music	Ms. Katy Clark President Brooklyn Academy of Music 30 Lafayette Avenue Brooklyn, NY 11217
\$	500,000	The Metropolitan Museum of Art	Ms. Elizabeth Burke Deputy Chief Development Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028
\$	800,000	New York University	Dr. Allyson Green Dean, Tisch School of Arts at New York University 721 Broadway, 13th Floor New York, NY 10003
\$	50,000	Sadie Nash Leadership Project	Ms. Chitra Aiyar Executive Director Sadie Nash Leadership Program 4 West 43rd Street, Suite 502 New York, NY 10036
\$	100,000	America Needs You	Ms. Kimberly Harris CEO America Needs You 589 8th Avenue New York, NY 10018

\$	50,000	Alice Lloyd College	Ms. Priscilla Fraley Director of Foundation and Corporate Giving Alice Lloyd College 100 Purpose Road Pippa Passes, KY 41844
\$	100,000	William Peace University	Brian C. Ralph, Ph. D. President William Peace University 15 East Peace Street Raleigh, NC 27604
\$	100,000.00	Code Fever Miami Inc.	Mr. Derick Pearson President & Director of Partnerships Code Fever Miami Inc. 350 Lincoln Rd. Miami Miami Beach, FL 33139
\$	150,000.00	Movement of Youth, Inc.	Mr. Atrayus Goode President & CEO Movement of Youth, Inc. 406 Blackwell Street Durham, NC 27701
\$	150,000.00	Living Cities, Inc.	Mr. Ben Hecht President & CEO Living Cities, Inc. 1040 Avenue of the Americas, 17th Floor New York, NY 10018
\$	150,000.00	Transcend, Inc.	Mr. Jeff Wetzler Co-Founder Transcend, Inc. 159 Lincoln Avenue Hastings on Hudson, NY 10706
\$	135,000.00	Reach Out and Read Inc.	Ms. Diane Malcolmson National Director of Development Reach Out and Read Inc. 89 South Street Boston, MA 02111
\$	100,000.00	DIBIA Dream Inc.	Mr. Brandon Okpalobi CEO DIBIA Dream Inc. 66 NE 39th Street #892 Miami, FL 33137
\$	100,000.00	Jonathan Spikes Foundation, Inc.	Mr. Jonathan Spikes Executive Director Jonathan Spikes Foundation, Inc. 8560 Sherman Circle Miramar, FL 33025
\$	100,000.00	Foundation for New Education Initiatives, Inc.	Ms. Ann Stiith de las Pozas Executive Director Foundation for New Education Initiatives, Inc. 1450 NE 2nd Avenue, Suite 931 Miami, FL 33132

\$ 100,000.00	Flagler College	Dr. William T. Abare, Jr. President Flagler College 74 King Street St. Augustine, FL 32084
\$ 125,000.00	iCivics Inc.	Ms. Louise Dube Executive Director iCivics Inc. 1035 Cambridge Street Cambridge, MA 02141
\$ 115,000.00	StudentsCare Inc.	Ms. Erica Sokol Founder/CEO StudentsCare Inc. 10840 SW 113 Place Miami, FL 33176
\$ 100,000.00	Camelback Ventures, Inc.	Mr. Aaron T. Walker Founder/CEO Camelback Ventures, Inc. 643 Magazine Street, Suite 206 New Orleans, LA 70130
\$ 75,000.00	Prime Time Palm Beach County, Inc.	Ms. Suzette L. Harvey President/CEO Prime Time Palm Beach County 2300 High Ridge Road Boynton Beach, FL 33426
\$ 125,000.00	Live Fresh, Inc.	Mr. Chris Bentley Founder/ CEO Live Fresh, Inc. 400 Wilma Circle, Suite 105 Riviera Beach, FL 33404
\$ 50,000.00	Cultural Council Palm Beach County	Ms. Rena Blades President & CEO Cultural Council of Palm Beach County 601 Lake Avenue Lake Worth, FL 33460
\$ 350,000.00	Millsaps College	Dr. Robert Pearigen President Millsaps College 1701 North State Street Jackson, MS 39202
\$ 125,000.00	Estella's Brilliant Bus, A Class Act Learning Center	Ms. Estella Pyfrom Estella's Brilliant Bus, A Class Act Learning Center, Inc. 6645 Traveler Road West Palm Beach, FL 33411
\$ 200,000.00	University of Florida Foundation, Inc.	Ms. Margaret Atherton Executive Director, Corporate & Foundation Relations University of Florida Foundation, Inc. 1938 W. University Avenue Gainesville, FL 32603

\$ 75,000.00	Tides Center DBA The Dream Defenders	Ms. Aisha Alexander Advancement Director Tides Center DBA The Dream Defenders 1014 Torney Avenue San Francisco, CA 94129
\$ 25,000.00	University of NC at Chapel Hill	Dr. James Moeser Chancellor Emeritus University of North Carolina at Chapel Hill 505 N. Boundary Street Chapel Hill, NC 27514
\$ 250,000.00	Duke Universtiy	Dr. Enc Mlyn Assistant Vice Provost for Civic Engagement Duke University 114 South Buchanan Blvd., 2nd Floor, Bay 7 Campus Box 90590 Durham, NC 27708
\$ 350,000.00	Center for Community Self-Help	Dan Levine Director of Business Development & Project Management Self-Help Real Estate Team 301 W Main Street Durham, NC 27701
\$ 50,000.00	University of NC at Chapel Hill	Mr. Todd Boyette Executive Director Morehead Planetarium & Science Center University of North Carolina at Chapel Hill Chapel Hill, NC 27514
\$ 50,000.00	Health Education Foundation of Eastern NC, Inc. (DBA MedServe)	Ms. Debby Futrell Health Education Foundation of Eastern NC (DBA MedServe) P.O. Drawer 7368 Rocky Mount, NC 27804
\$ 132,500.00	Millsaps College	Dr. Robert Pearigen President Millsaps College 1701 North State Street Jackson, MS 39202
\$ 50,000.00	GiGi's Playhouse	Ms. Jeanhee Hoffman President GiGi's Playhouse Down Syndrome Achievement Centers 2887 Jones Franklin Road Raleigh, NC 27606

\$	200,000	Harvard Kennedy School of Government (The Center for Public Leadership)	Ms. Patricia Bellinger Executive Director and Adjunct Lecturer The Center for Public Leadership at Harvard Kennedy School 79 JFK Street, Mailbox 124 Cambridge, MA 02138
\$	50,000	EducationNC	Ms. Mebane Rash CEO EducationNC P.O. Box 1636 Raleigh, NC 27602
\$	75,000	Walking Classrooms	Ms. Laura Fenn Executive Director The Walking Classroom Institute 1414 Raleigh Road Chapel Hill, NC 27517
\$	200,000	National Cares Mentoring	Ms. Jayne Chu National CARES Mentoring Movement 5 Penn Plaza, 23rd Floor New York, NY 10001
\$	150,000	Henderson Collegiate Charter School	Mr. Eric Sanchez Executive Director & Co-Founder Henderson Collegiate, Inc. 1071 Old Epsom Road Henderson, NC 27536
\$	100,000	Davidson College	Ms. Stephanie Glaser Associate VP for Campus & Community Relations Davidson College 209 Ridge Road Davidson, NC 28035
\$	100,000	NC Museum of Art	Ms. Caterri Woodrum, CPA Chief Deputy Director & Chief Financial Officer North Carolina Museum of Art 2110 Blue Ridge Road Raleigh, NC 27607
\$	75,000	Higher Education Works	Mr. David Rice Executive Director Higher Education Works Foundation 4140 Parklake Avenue, Suite 525 Raleigh, NC 27612
\$	100,000	Profound Gentlemen	Mr. Jason Terrell Co-CEO Profound Gentlemen, Inc. 7715 Krefeld Glen Drive, Suite 511 Charlotte, NC 28227

\$ 25,000	Healthy Girls Save the World (HGSW)	Ms. Camille McGirt UNC Campus Y Healthy Girls Save the World, Inc. (HGSW) University of North Carolina 180 E. Cameron Avenue Chapel Hill, NC 27599
\$ 100,000	Maureen Joy Charter School	Ms. Anana Kanwit Principal/TCE Director Maureen Joy Charter School 107 Driver Street Durham, NC 27703
\$ 167,000	Duke Center for Documentary Studies	Ms. Wesley Hogan Director The Center for Documentary Studies 1317 Pettigrew Street Durham, NC 27705
\$ 75,000	North Carolina Institute of Minority Economic Development	Ms. Chen Pearson Executive Director North Carolina Institute of Minority Economic Development (Fiscal Sponsor for Public Allies, Inc.) 114 W. Parrish Street Durham, NC 27703
\$ 150,000	Duke World Food Policy Center	Mr. Kelly Brownell Dean, Sanford School of Public Policy World Food Policy Center Duke University 2200 W Main Street, Suite 410 Durham, NC 27705
\$ 100,000	UNC-CH Autism Collaborative	Mr. Mark Meares Carolina Institute for Developmental Disabilities University of North Carolina 206 W. Franklin Street, Suite 100 Chapel Hill, NC 27516
\$ 75,000	Turnaround for Children	Ms. Samantha Watson Senior Manager, Development Turnaround for Children 25 West 45th Street, 6th Floor New York, NY 10036
\$ 50,000	Club Nova	Ms. Karen Kincaid Dunn Executive Director Club Nova 103-D West Main Street Carrboro, NC 27510
\$ 50,000	Kenan Center Lockport	Ms. Susan Przybyl Executive Director Kenan Center 433 Locust Street Lockport, NY 14094

\$	70,000	Orange County Rape Crisis Center	Ms. Alyson Culin Executive Director Orange County Rape Crisis Center 1506 E. Franklin Street, Suite 302 Chapel Hill, NC 27514
\$	300,000	BME Community	Mr. Trabian Shorters BME Community 1444 Biscayne Blvd, Suite 203 Miami, FL 33132
\$	200,000	Campaign for Black Male Achievement (CBMA)	Mr. Shawn Dove CEO Campaign for Black Male Achievement 570 Lexington Avenue, 5th Floor New York, NY 10022
\$	40,157	Center for Inquiry Based Learning	Mr. Todd Guentensberg The Center for Inquiry Based Learning 913 Ramseur Street Durham, NC 27701
\$	125,000	Coalition of Schools Educating Boys of Color (COSEBOC)	Mr. Ron Walker Executive Director Coalition of Schools Educating Boys of Color, Inc. (COSEBOC) 43 Foundry Avenue Waltham, MA 02453
\$	65,000	Culture Mill, Inc.	Mr. Tommy Noonan Culture Mills, Inc. P.O. Box 145 Saxapahaw, NC 27340
\$	300,000	Fayette County Public Schools	Mr. Emmanuel Caulk Superintendent Fayette County Public Schools 1126 Russell Cave Road Lexington, KY 40505
\$	1,000,000	Food Bank of Central & Eastern North Carolina	Mr. Peter Werbicki Food Bank of Central & Eastern North Carolina 3808 Tarheel Drive Raleigh, NC 27609
\$	150,000	FoodChain, Inc.	Ms. Rebecca Self Executive Director FoodChain, Inc. 501 West Sixth Street, Suite 105 Lexington, KY 40508
\$	337,000	Global Scholars Academy	Mr. Jason Jowers Head of School for Business and Finance Global Scholars Academy 311 Dowd Street Durham, NC 27701

\$ 100,000	Jazz at Lincoln Center	Mr. Scott McCraw Director, Institutional Giving Jazz at Lincoln Center Time Warner Center, 5th Floor Offices 3 Columbus Circle, 12th Floor New York, NY 10019
\$ 130,000	Maureen Joy Charter School	Mr. Mark Bailey Executive Director Maureen Joy Charter School 107 S. Driver Street Durham, NC 27703
\$ 150,000	Metro United Way	Ms. Janey Boyd Seniors Grants Manager 334 East Broadway Louisville, KY 40202
\$ 150,000	NC Justice Center	Mr. Daniel Bowes Staff Attorney North Carolina Justice Center 224 S. Dawson Street Raleigh, NC 27601
\$ 1,000,000	UNC-CH Hill Hall Renovation	Carol Folt, Ph.D. Chancellor University of North Carolina 103 South Building Chapel Hill, NC 27599
\$ 130,000	United Way of the Bluegrass	Mr. Bill Farmer President & CEO United Way of the Bluegrass, Inc. 100 Midland Avenue, Suite 300 Lexington, KY 40508
\$ 1,500,000	SEED Miami	Dr. Kara Locke Head of School The SEED School of Miami, Inc. 8004 NW 154 Street, #389 Miami Lakes, FL 33016
\$ 125,000	Overtown Youth Center	Ms. Tina L. Brown Executive Director Overtown Youth Center 450 NW 14th Street Miami, FL 33136
\$ 555,000	Johnson C. Smith University	President Ronald L. Carter, Ph.D. Johnson C. Smith University Charlotte, NC 28216-5398
\$ 325,000	The Hill Center, Inc.	Ms. Beth Anderson Executive Director Hill Center, Inc. 3200 Pickett Road Durham, NC 27705

\$	215,000	Lexington Leadership Foundation, Inc.	Mr. Enc Geary CEO Lexington Leadership Foundation, Inc. P.O. Box 4654 Lexington, KY 40544
\$	200,000	Kentucky State University	Dr. Aaron Thompson President Kentucky State University 400 East Main Street Frankfort, KY 40601-2334
\$	75,000	Book Harvest	Ms. Ginger Young Book Harvest 2501 University Drive Durham, NC 27707
\$	125,000	College for Kids, Inc.– Take Stock in Children Palm Beach	Ms. Nancy Stellway College for Kids, Inc. (dba Take Stock in Children Palm Beach County) 1896 Palm Beach Lakes Blvd #103 West Palm Beach, FL 33409
\$	250,000	Deans for Impact	Mr. Peter Fishman Vice Present, Strategy Deans for Impact 2000 East 6th Street, Suite 4 Austin, TX 78702
\$	200,000	Lincoln Center Education	Mr. Russell Granet Executive Director Lincoln Center Education 10 Lincoln Center Plaza New York, NY 10023
\$	75,000	Penland School	Ms. Jean W. McLaughlin Director Penland School of Crafts P.O. Box 37 Penland, NC 28765
\$	450,000	Relay GSE	Ms. Anna McCarley Executive Director Relay Graduate School of Education 40 West 20th Street New York, NY 10011
\$	20,000	Foundation Center	Mr. Bradford K. Smith President The Foundation Center 9 Fifth Avenue New York, NY 10003
\$	250,000	Nativity School	Ms. Kim Suarez Director of Development The Nativity School 1004 N. Mangum Street Durham, NC 27701

\$	60,000	UNC-CH Scholars Latino	Mr. Ricky Hurtado Executive Director, Scholars' Latino Initiative The University of North Carolina at Chapel Hill FedEx Global Education Center 301 Pittsburg Street Suite 3002 Campus Box 5145 Chapel Hill, NC 27599-5145
\$	100,000	Urban Arts Partnership	Mr. Philip Courtney CEO Urban Arts Partnership 21 Howard Street, #5 New York, NY 10013
\$	500,000	The YMCA of the Triangle Area, Inc.	Mr. Doug McMillan CEO YMCA of the Triangle 801 Corporate Center Drive, Suite 200 Raleigh, NC 27607
\$	125,000	Bennett College	Dr. Phyllis Dawkins President Bennett College 900 East Washington Street Greensboro, NC 27401
\$	75,000	Voices Together	Ms. Yasmin White Executive Director Voices Together 5007 Southpark Drive, #230 Durham, NC 27713
\$	50,000	Blue Grass Conservancy, Inc.	Ms. Elizabeth Buxton Executive Director Bluegrass Conservancy Dudley Square 380 South Mill Street, Suite 205 Lexington, KY 40508
\$	50,000	Children's Advocacy Center of the Bluegrass, Inc.	Mr. Winn Stephens Executive Director Children's Advocacy of the Bluegrass 162 North Ashland Avenue Lexington, KY 40502
\$	100,000	Shakertown Village	Mr. Maynard Crossland Executive Director Shaker Village of Pleasant Hill 3501 Lexington Road Harrodsburg, KY 40330
\$	200,000	Melmark Charitable Foundation	Ms. Rita Gardner President & CEO The Melmark Charitable Foundation 2600 Wayland Road Berwyn, PA 19312

\$	50,000	University of the Cumberland	President Larry Cockrum Office of the President University of the Cumberland 6191 College Station Drive Williamsburg, KY 40769
\$	50,000	Duplin County Schools	Ms. Ashley Sutton Chief Officer for School Finance Duplin County School 249 S NC HWY 11 & 903 HWY Kenansville, NC 28349
\$	100,000	D3 Community Outreach	Mr. Malcolm Reed Founder/President D3 Community Outreach 1108 Kendall Drive Durham, NC 27703
\$	120,000	Neighborhood Associates Corporation	Dr. Bobby W. Austin President Neighborhood Associates Corporation 1101 30th St NW 4th Floor Washington, DC 20007
\$	150,000	God's Pantry Food Bank, Inc.	Ms. Kristin Ingwell-Goode Development Coordinator God's Pantry Food Bank, Inc. 1685 Jaggie Fox Way Lexington, KY 40511
\$	100,000	Just Leadership USA, INC.	Mr. Glenn Martin President & Founder JustLeadershipUSA Inc. 1900 Lexington Avenue New York, NY 10019
\$	50,000	H.O.L.L.A.	Mr. Andrew (Cory) Greene How Our Lives Link Altogether (H.O.L.L.A.) 365 Fifth Avenue, Room 6203, Suite 15 New York, NY 10016
\$	50,000	AMPED	Mr. Dave Christopher Executive Director Academy of Music Production Education and Development (AMPED) 4425 Greenwood Avenue Louisville, KY 40211
\$	100,000	Louisville Urban League	Ms. Sadiqa Reynolds President & CEO Louisville Urban League 1535 W. Broadway Street Louisville, KY 40203
\$	50,000	New Legacy Reentry Corp.	Ms. Gisela D. Nelson Executive Director New Legacy Reentry Corp. 1115 Garvin Place Louisville, KY 40203

\$ 100,000	Lexington/Fayette County Government	Mr. Chris Ford Commissioner of Social Services Lexington Fayette Urban County Government 200 East Main Street Lexington, KY 40507
\$ 50,000	Bluegrass Conservancy, Inc.	Ms. Elizabeth Buxton Executive Director Bluegrass Conservatory Dudley Square 380 South Mill Street, Suite 205 Lexington, KY 40508
\$ 50,000	Helping Hand Project, Inc.	Mr. Jeff Powell President Helping Hand Project, Inc. 496 East Castalia Road Nashville, NC 27856
\$ 75,000	Bell Hooks Institute	Ms. Gloria Watkins Founder Bell Hooks Institute 300 Center Street Berea, KY 40403
\$ 175,000	Duke University, Nasher Museum	Ms. Sarah Schroth Director Nasher Museum Duke University 2001 Campus Drive Durham, NC 27705
\$ 30,000	Benevolence Farm	Ms. Ellyson Goetz Executive Director Benevolence Farm P.O. Box 1313 Graham, NC 27253
\$ 100,000	Dream Corp	Ms. Jessica Jackson Sloan National Director, Cut50 Dream Corps 1611 Telegraph Rd. Oakland, CA 94612
\$ 100,000	BMe Community	Mr. Trabian Shorters BMe Community 1444 Biscayne Blvd., Suite 203 Miami, FL 33132
\$ 150,000	Metro United Way	Ms. Janet Boyd Senior Grant Manager Metro United Way, Inc. 3334 East Broadway Louisville, KY 40202
\$ 50,000	Kenan Center	Ms. Susan Przybyl Executive Director Kenan Center 433 Locust Street Lockport, NY 14094

\$	100,000	Essie Justice Group	Ms. Essie Clayton Founder & Executive Director Essie Justice Group 300 Frank Ogawa Plaza, Suite 420 Oakland, CA 94612
\$	100,000	The Community Foundation of Louisville	Ms. Alice Houston Co-Chair 15K Pathway Initiative The Community Foundation of Louisville 325 W. Main Street, Suite 1100 Louisville, KY 40202
\$	100,000	Cities United	Mr. Anthony Smith Executive Director Cities United (fiscally sponsored project of the Tides Center) P.O. Box 29907 San Francisco, CA 94129
\$	100,000	West End School, Inc.	Mr. Robert Blair Headmaster West End School 3628 Virginia Avenue Louisville, KY 40211
\$	200,000	Louisville/ Jefferson County Metro Govt	Mayor Greg Fischer Office of Mayor Louisville/Jefferson County Metro Government 527 West Jefferson Street Louisville, KY 40202

27,556,657.00 Total

Date Approved	Grantee Name	Amount Approved	Balance Remaining to Be Paid in Future FY
9/21/2016	The Laundromat Project	\$ 150,000	\$ 100,000
	Southern Documentary Fund	\$ 300,000	\$ 200,000
	Alvin Ailey	\$ 300,000	\$ 150,000
	The Brooklyn Museum	\$ 550,000	\$ 150,000
	National Dance Institute	\$ 200,000	\$ 100,000
	Bedford-Stuyvesant Restoration Corporation	\$ 150,000	\$ 75,000
	NYC Salt	\$ 150,000	\$ 75,000
	Stem From Dance	\$ 150,000	\$ 75,000
	Urban Word	\$ 150,000	\$ 100,000
	New York Public Library	\$ 150,000	\$ 100,000
	The Weeksville Heritage Center	\$ 150,000	\$ 75,000
	Studio Museum in Harlem	\$ 300,000	\$ 200,000
	Solomon R. Guggenheim Museum	\$ 160,000	\$ 80,000
	Lincoln Center Education	\$ 75,000	\$ 40,000
	Columbia University	\$ 250,000	\$ 125,000
	Bowery Residents Committee BRC	\$ 1,200,000	\$ 700,000
	Brooklyn Academy of Music	\$ 150,000	\$ 75,000
	Metropolitan Museum of Art	\$ 1,500,000	\$ 1,000,000
	Sadie Nash Leadership Project	\$ 100,000	\$ 50,000
	America Needs You	\$ 200,000	\$ 100,000
9/14/2016	The Safe Haven Community Resource Center	\$ 250,000	\$ 125,000
	Harvard Kennedy School of Government	\$ 1,200,000	\$ 1,000,000
	University of Florida Foundation	\$ 1,200,000	\$ 1,000,000
	Movement of Youth	\$ 300,000	\$ 150,000
	Living Cities	\$ 300,000	\$ 150,000
	Transcend Inc.	\$ 300,000	\$ 150,000
	Reach Out and Reach	\$ 270,000	\$ 135,000
	Tides Center	\$ 150,000	\$ 75,000
	Estrella's Brilliant Bus	\$ 250,000	\$ 125,000
	Icivics, Inc.	\$ 250,000	\$ 125,000
	Camelback Ventures	\$ 300,000	\$ 200,000
	Duke University	\$ 500,000	\$ 250,000
	Self-Help Credit Union	\$ 700,000	\$ 350,000
	Educate NYC	\$ 100,000	\$ 50,000

	Duke Center for Documentary Studies	\$	501,000	\$	334,000
	Walking Classroom	\$	150,000	\$	75,000
	NC Institute of Minority Economic Dev	\$	150,000	\$	75,000
	Orange County Rape Center Crisis	\$	200,000	\$	130,000
	UNC - CH Autism Collaborative	\$	200,000	\$	100,000
	Duke World Food Policy Center	\$	600,000	\$	450,000
	UNC School of the Arts	\$	1,500,000	\$	1,500,000
	National Cares Mentoring	\$	400,000	\$	200,000
	Henderson Collegiate Charter School	\$	500,000	\$	350,000
	Davidson College	\$	200,000	\$	100,000
	NC Muesum of Art	\$	300,000	\$	200,000
	Healthy Girls Save the World	\$	50,000	\$	25,000
	Turnaround for Children	\$	150,000	\$	75,000
	Maureen Joy Charter School	\$	450,000	\$	350,000
	Club Nova	\$	750,000	\$	700,000
6/8/2017	Neighbourhood Associates Corporation	\$	235,000	\$	115,000
	Benevolence Farm	\$	90,000	\$	60,000
	Essie Project	\$	300,000	\$	200,000
	15,000 Degree	\$	300,000	\$	200,000
	Just Leadership USA	\$	300,000	\$	100,000
	H.O.L.A	\$	150,000	\$	100,000
	Cities United	\$	600,000	\$	500,000
	Dream Corp- Cut 50	\$	300,000	\$	200,000
	Bme Community	\$	300,000	\$	200,000
	AMPED	\$	150,000	\$	100,000
	West End School	\$	300,000	\$	200,000
	UNC - CH Rural Interprofessional Health	\$	1,500,000	\$	1,500,000
	Louisville Urban League	\$	300,000	\$	200,000
	New Legacy	\$	100,000	\$	50,000
	Louisville Metro Government	\$	1,200,000	\$	1,000,000
	Metro United Way	\$	600,000	\$	400,000
	Lexington Fayette County Government	\$	700,000	\$	600,000
					\$ 17,844,000.00