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Form **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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
Frank McHugh-O'Donovan Foundation Inc

% Foundation Source

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Foundation Source 501 Silverside Rd

City or town, state or province, country, and ZIP or foreign postal code
Wilmington, DE 198091377

A Employer identification number
20-0842449

B Telephone number (see instructions)
(800) 839-1754

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 66,059,690

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ________
(Part I, column (d) must be on cash basis)

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))*

Section	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	8,126	8,126		
	4	Dividends and interest from securities	937,599	937,599		
	5a	Gross rents	19,854	19,854		
	b	Net rental income or (loss) -19,938				
	6a	Net gain or (loss) from sale of assets not on line 10	1,218,714			
	b	Gross sales price for all assets on line 6a 5,213,321				
	7	Capital gain net income (from Part IV, line 2)		1,218,714		
	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)	585,898	585,898		
	12	**Total.** Add lines 1 through 11	2,770,191	2,770,191		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	3,000			3,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	85,777	78,553	0	7,224
	b	Accounting fees (attach schedule)	17,635	0	0	17,635
	c	Other professional fees (attach schedule)	254,839	254,839		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	46,771	6,960		
	19	Depreciation (attach schedule) and depletion	7,053	7,053	0	
	20	Occupancy	1,272	1,272		
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	143,806	10,121		133,685
	24	**Total operating and administrative expenses.** Add lines 13 through 23	560,153	358,798	0	161,544
	25	Contributions, gifts, grants paid	1,821,500			1,821,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,381,653	358,798	0	1,983,044
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	388,538			
	b	**Net investment income** (if negative, enter -0-)		2,411,393		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	**(b)** Book Value	**(c)** Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	10,365,518	14,637,412	14,637,412
3	Accounts receivable ▶ 1,520			
	Less allowance for doubtful accounts ▶		1,520	1,520
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 ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	1,492,192	1,612,921	1,605,548
b	Investments—corporate stock (attach schedule)	27,298,525	26,857,862	34,587,239
c	Investments—corporate bonds (attach schedule)	1,792,498	1,844,018	1,832,021
11	Investments—land, buildings, and equipment basis ▶ 476,726			
	Less accumulated depreciation (attach schedule) ▶ 25,654	452,625	451,072	542,015
12	Investments—mortgage loans	14,161,660	10,485,826	10,485,862
13	Investments—other (attach schedule)	2,614,317	2,685,242	2,368,073
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)	58,177,335	58,575,873	66,059,690
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons		10,000	
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	0	10,000	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
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	58,177,335	58,565,873	
30	**Total net assets or fund balances** (see instructions)	58,177,335	58,565,873	
31	**Total liabilities and net assets/fund balances** (see instructions)	58,177,335	58,575,873	

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	58,177,335
2	Enter amount from Part I, line 27a	2	388,538
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	58,565,873
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	58,565,873

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	MORTGAGE REC - 2613 W SLAUSON AVENUE	D	2012-09-25	2017-05-12
c	MORTGAGE REC - 635 W 41st STREET	D	2013-01-08	2017-04-26
d	MORTGAGE REC - 8219 S CENTRAL AVENUE	D	2013-01-08	2017-06-26
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	3,341,608		2,794,607	547,001
b	1,041,318		600,000	441,318
c	482,676		300,000	182,676
d	347,719		300,000	47,719
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				547,001
b				441,318
c				182,676
d				47,719
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	1,218,714
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

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(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))
2016	2,554,386	60,372,508	0 04231
2015	2,230,448	59,628,301	0 037406
2014	2,520,274	60,827,340	0 041433
2013	2,661,121	58,530,435	0 045466
2012	2,015,709	51,710,649	0 038981

2	**Total** of line 1, column (d)	2	0 205596
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 041119
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	63,946,348
5	Multiply line 4 by line 3	5	2,629,410
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	24,114
7	Add lines 5 and 6	7	2,653,524
8	Enter qualifying distributions from Part XII, line 4	8	1,983,044

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

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	48,228
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	
3	Add lines 1 and 2			3	48,228
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	48,228
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	21,600		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	35,905
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	425
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	12,748
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶	**Refunded** ▶		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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
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?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
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*	8b	Yes	
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 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶Foundation Source Telephone no ▶(800) 839-1754

Located at ▶501 Silverside Road Suite 123 Wilmington DE ZIP+4 ▶198091377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2017, 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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

				Yes	No
	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?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.	☑ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☑ Yes ☐ 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)?.	☐ Yes ☑ 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).	☐ Yes ☑ 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		No
	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 2017?.		1c		No
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?. If "Yes," list the years ▶ 20____, 20____, 20____, 20____	☐ Yes ☑ No			
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		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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 2017?		4b		No

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)?		**5b**		
	Organizations 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?		**6b**		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?		**7b**		

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
See Additional Data Table				

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
Total number of other employees paid over $50,000 . . . . ▶				

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Morgan Stanley 15260 ventura blvd ste 1900 SHERMAN OAKS, CA 91403	Investment Mgmt	115,728
Wells Fargo PO Box 95021 HENDERSON, NV 89009	Investment Mgmt	110,610
Foundation Source 55 Walls Drive 3rd fl Fairfield, CT 06824	Administrative	116,065
Total number of others receiving over $50,000 for professional services . . . . ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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	36,173,674
b	Average of monthly cash balances.	1b	12,973,068
c	Fair market value of all other assets (see instructions).	1c	15,773,408
d	**Total** (add lines 1a, b, and c).	1d	64,920,150
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	0
3	Subtract line 2 from line 1d.	3	64,920,150
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	973,802
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	63,946,348
6	**Minimum investment return.** Enter 5% of line 5.	6	3,197,317

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	3,197,317
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	48,228		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	48,228
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	3,149,089
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	3,149,089
6	Deduction from distributable amount (see instructions).			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	3,149,089

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	1,983,044
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,983,044
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	1,983,044

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				3,149,089
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			1,924,884	
b Total for prior years 2015 , 2014 , 2013				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 1,983,044				
a Applied to 2016, but not more than line 2a			1,924,884	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2017 distributable amount.				58,160
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				3,090,929
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013. . . .				
b Excess from 2014. . . .				
c Excess from 2015. . . .				
d Excess from 2016. . . .				
e Excess from 2017. . . . 0				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2017	**(b)** 2016	**(c)** 2015	**(d)** 2014	**(e) Total**
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 organization 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

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,821,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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			14	8,126	
4 Dividends and interest from securities. . . .			14	937,599	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	-19,938	
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	1,218,714	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a CLASS ACTION LAWSUIT PROCEEDS			01	146	
b INTEREST INCOME FROM MORTGAGE LOANS			14	582,042	
c INCOME FROM MORTGAGE COLLECTIONS			01	3,670	
d SCEP LA TAX REFUND			01	40	
e					
12 Subtotal Add columns (b), (d), and (e). .				2,730,399	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 2,730,399

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the 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 foundation to a noncharitable exempt organization of			
	(1) Cash.	**1a(1)**		**No**
	(2) Other assets.	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
	(4) Reimbursement arrangements.	**1b(4)**		**No**
	(5) Loans or loan guarantees.	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**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 foundation If the foundation 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

2a Is the foundation 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

Sign Here

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

******	2018-12-28	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Jeffrey D Haskell				P01345770
Firm's name ▶ Foundation Source				Firm's EIN ▶
Firm's address ▶ One Hollow Ln Ste 212 Lake Success, NY 11042				Phone no (800) 839-1754

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
Katherine Cadiente Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir 1 0	1,000	0	0
Celina McHugh Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir 1 0	0	0	0
Frank McHugh Foundation Source 501 Silverside Rd Wilmington, DE 198091377	CEO, Dir 2 0	0	0	0
Patricia McHugh Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir 1 0	0	0	0
Theresa M McHugh Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir, CFO, Sec 2 0	0	0	0
Richard Riordan Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir, VP 1 0	0	0	0
Loree A Vincent Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir 1 0	1,000	0	0
Oscar Zaldana Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir 1 0	1,000	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ALLIANCE FOR COLLEGE - READY PUBLIC SCHOOLS 601 S FIGUEROA ST 4TH FL LOS ANGELES, CA 90017	N/A	PC	Alliance Morgan McKinzie High School	10,000
BILINGUAL FOUNDATION OF THE ARTS FUNDACION BILINGU 201 N LOS ANGELES ST STE 12 LOS ANGELES, CA 90012	N/A	PC	General & Unrestricted	10,000
BRIGHT STAR SCHOOLS 2636 S MANSFIELD AVE LOS ANGELES, CA 90016	N/A	PC	General & Unrestricted	10,000
Total . . . . ▶ 3a				1,821,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CAMP DEL CORAZON11615 HESBY ST N HOLLYWOOD, CA 91601	N/A	PC	For camperships and year-round experiential/educational services for roughly 600 children/families	50,000
CHABAD IN THE HILLS1016 CORY AVE W HOLLYWOOD, CA 90069	N/A	PC	To support children with special needs Program	10,000
COMMUNITY ADVOCATES INC 4470 SUNSET BLVD STE 271 LOS ANGELES, CA 90027	N/A	PC	project to acquire up-to-date technology	15,000
Total . . . . ▶ 3a				1,821,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
COMMUNITY PARTNERS 1000 N ALAMEDA ST STE 240 LOS ANGELES, CA 90012	N/A	PC	Green Camps Initiative	2,000
EL NIDO FAMILY CENTERS 10200 SEPULVEDA BLVD STE 350 MISSION HILLS, CA 91345	N/A	PC	General & Unrestricted	15,000
HOMES FOR LIFE FOUNDATION 8939 S SEPULVEDA STE 460 LOS ANGELES, CA 90045	N/A	PC	To cover the cost of a full-time Medical Services Coordinator, and to purchase medical educational reading, training, and viewing materials	50,000
Total . . . . ▶ **3a**				1,821,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
IMMACULATE CONCEPTION SCHOOL 830 GREEN AVE LOS ANGELES, CA 90017	N/A	PC	To retain services of CRA Custom Banners to update pamphlets in English and Spanish and produce a video Project	18,000
LAS FAMILIAS DEL PUEBLO 307 E 7TH ST LOS ANGELES, CA 90014	N/A	PC	After-School, Out-of-School, and Summer Programs	25,000
LAS FAMILIAS DEL PUEBLO 307 E 7TH ST LOS ANGELES, CA 90014	N/A	PC	LA Catholic Worker for the Hippie Kitchen	30,000
Total . . . . ▶ **3a**				1,821,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
LOS ANGELES BOYS & GIRLS CLUB 2635 PASADENA AVE LOS ANGELES, CA 90031	N/A	PC	LEARN Program	35,000
MESIVTA OF GREATER LOS ANGELES 25115 MUREAU RD HIDDEN HILLS, CA 91302	N/A	PC	General & Unrestricted	10,000
MOUNT SAINT MARYS UNIVERSITY 12001 CHALON RD LOS ANGELES, CA 90049	N/A	PC	Nursing Program	5,000
Total . . . . ▶ **3a**				1,821,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
OXNARD UNION HIGH SCHOOL DISTRICT 309 S K ST OXNARD, CA 93030	N/A	GOV	Farm to School Program	76,500
SACRED HEART HIGH SCHOOL 2111 GRIFFIN AVE LOS ANGELES, CA 90031	N/A	PC	Gym and Student Activities Center	250,000
SAINT FRANCIS SCHOOL 2707 PAMOA RD HONOLULU, HI 96822	N/A	PC	Tuition Assistance Program	10,000
Total . . . . ▶ **3a**				1,821,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SANTA MONICA FOURSQUARE - LIGHTHOUSE CHRISTIAN ACA 1424 YALE ST SANTA MONICA, CA 90404	N/A	PC	scholarship fund for seven students	10,000
ST PIUS X - ST MATTHIAS ACADEMY 7851 E GARDENDALE ST DOWNEY, CA 90242	N/A	PC	to support the financial aid budget, specifically students from high need single parent homes, grandparents as custodial parents, and foster parents homes	5,000
ST GENEVIEVE HIGH SCHOOL 13967 ROSCOE BLVD Panorama City, CA 91402	N/A	PC	Phase 1 Campus Master Plan Project including the Center for Performing Arts Complex and Parish Fellowship Center construction	1,000,000
Total . . . . ▶ **3a**				1,821,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
STELLA ADLER THEATRE 6773 HOLLYWOOD BLVD 2ND FL HOLLYWOOD, CA 90028	N/A	PC	Social ACTion Founders Circle Campaign	20,000
STRAY CAT ALLIANCE 11812 SAN VICENTE BLVD STE 100 LOS ANGELES, CA 90049	N/A	PC	medical care, end suffering, and help care for more cats and kittens programs	10,000
TASHBAR SEPHARDIC YESHIVA KETANA 1210 S LA CIENEGA BLVD LOS ANGELES, CA 90035	N/A	PC	General & Unrestricted	10,000
Total . . . . ▶ **3a**				1,821,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE CHILDRENS LIFE-SAVING FOUNDATION 1112 MONTANA AVE STE 534 SANTA MONICA, CA 90403	N/A	PC	Camp4All Program	40,000
THE ROMAN CATHOLIC ARCHBISHOP OF LOS ANGELES A CO 3424 WILSHIRE BLVD LOS ANGELES, CA 90010	N/A	PC	School Outreach Initiative being led by Bishop O'Connell and Bishop Clark	50,000
THE UCLA FOUNDATION 10920 WILSHIRE BLVD STE 900 LOS ANGELES, CA 90024	N/A	PC	to support the Riordan Scholars, Saturday Business Institute and College-to-Career programs at the UCLA Anderson School of Management	5,000
Total . . . . ▶ 3a				1,821,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
VALLEY VILLAGE FOUNDATION 20830 SHERMAN WAY WINNETKA, CA 91306	N/A	PC	to support overall need to enhance quality of life for the developmentally disabled adults Valley Village serves	25,000
YESHIVAT OHR CHANOCH INC 8906 W PICO BLVD LOS ANGELES, CA 90035	N/A	PC	General & Unrestricted	15,000
Total . . . . ▶ 3a				1,821,500

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TY 2017 Accounting Fees Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Audit Support	17,635			17,635

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BLDG-372 W VERNON	2014-06-01	72,232	6,786	SL	27	2,627	2,627	0	
BLDG-493 E 47TH ST	2014-02-18	105,461	10,866	SL	27	3,835	3,835	0	
BLG IMPR-UNIT CON		1,733	126	SL	27	63	63	0	
BLDG IMPR-GARAGE		2,892	210	SL	27	105	105	0	
LAND-372 W VERNON	2014-06-01	132,169		L					
LAND-493E 47TH ST	2014-02-18	153,399		L					
LAND IMPROVEMENTS	2014-03-12	3,340	613	SL	15	223	223	0	
BLG IMPR-REMOD BTH		5,500		SL	27	200	200	0	

TY 2017 Investments Corporate Bonds Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AT&T, INC - 3.875% - 08/15/202	101,150	103,550
BANK AMER CORP - 4.125% - 01/2	100,377	99,975
BECTON DICKINSON & CO - 3.250%	107,316	101,435
BP CAP MKTS P L C NOTE CALL -	98,227	101,073
BP CAPITAL MARKETS PLC - 3.245	105,761	102,498
CHEVRON CORP - 3.191% - 06/24/	31,240	30,829
CITIGROUP INC NOTE - 3.668% -	74,202	74,040
ENTERPRISE PRODUCTS - 5.700% -	50,315	50,792
GE CAP CORP NTS - 5.875% - 01/	75,185	75,005
GOLDMAN SACHS GROUP INC - 4.00	73,672	73,440
JPM CHASE - 4.400% - 07/22/202	103,962	99,801
LOWE'S COMPANIES INC - 3.875%	101,823	106,133
METLIFE - 3.600% - 04/10/2024	31,604	31,385
MICROSOFT CORP - 4.250% - 02/0	98,324	100,608
SHELL INT'L FINANCE - 2.875% -	75,004	75,001
SIMON PROPERTY GROUP - 4.125%	52,227	52,721
TARGET CORP - 2.900% - 01/15/2	100,679	101,918
TEVA PHARM FIN IV - 3.650% - 1	49,912	43,760
TORONTO-DOMINION BANK GMTN BON	30,479	30,096
TOTAL CAPITAL - 2.700% - 01/25	103,265	100,573

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
UNITED TECHNOLOGIES CORP - 3.1	101,492	101,857
VERIZON COMMUNICATIONS INC - 5	102,005	100,091
WELLS FARGO &CO MTN - 3.584% -	75,797	75,440

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TY 2017 Investments Corporate Stock Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	134,047	316,808
AFFILIATED MANAGERS GROUP	163,573	169,331
AFLAC INC	110,305	147,734
ALLERGAN PLC	192,238	112,870
ALPHABET INC CL A	64,773	158,010
ALPHABET INC CL C	79,056	183,120
AMC NETWORKS INC	37,623	29,582
AMERICAN TOWER REIT INC	37,451	56,212
AMGEN INC	52,580	139,120
ANADARKO PETROLEUM CORP	140,322	139,464
ANHEUSER BUSCH COS INC	42,948	44,624
APPLE INC	172,712	430,183
AQR MANAGED FUTURES FUND CL I	373,564	342,467
ARTISAN INTERNATIONAL FUND INS	268,588	385,772
AUTODESK, INC	43,154	83,025
BANK NEW YORK MELLON CORP COM	44,957	62,639
BANK OF AMERICA CORP	67,672	91,925
BERKSHIRE HATHAWAY INC. CLASS	137,003	257,686
BIOGEN INC	176,501	165,656
BIOVERATIV INC	14,858	14,019
BLACKROCK INC	267,158	407,372
BOEING CO	119,474	383,383
BRISTOL-MYERS SQUIBB CO	65,990	122,560
BROADCOM LIMITED	50,351	126,395
CAPITAL ONE FINANCIAL CORP	104,488	189,202
CELANESE CORPORATION	168,248	321,240
CHEVRON CORP	169,834	187,785
CISCO SYSTEMS INC	153,950	268,100
CITRIX SYSTEMS INC	41,023	71,808
CME GROUP, INC	145,459	328,613

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COGNIZANT TECHNOLOGY SOLUTIONS	111,570	106,530
COMCAST CORP	333,138	544,880
CREE, INC	46,395	46,499
CVS CAREMARK CORP	201,082	210,250
DB X TRACKERS MSCI EAFE HEDGED	1,282,722	1,357,356
DIAGEO PLC ADS	183,208	219,045
DISCOVERY INC (FORMERLY DISC C	52,150	39,971
DOLBY LABORATORIES	34,725	55,738
DOWDUPONT INC	43,646	59,113
DRIEHAUS ACTIVE INCOME FUND MU	355,779	328,974
EATON CORP PLC	158,157	197,525
ECOLAB INC	130,627	215,359
ENBRIDGE INC	49,657	57,531
EXXON MOBIL CORP	190,062	183,590
FIDELITY ADVISOR EMERG MKTS IN	178,384	185,613
FLUOR CORP	104,260	98,858
FREEPORT-MCMORAN COPPER & GOLD	23,360	99,711
GENERAL ELECTRIC CO	153,357	104,700
GENERAL MOTORS	43,190	46,319
GOLDMAN SACHS GROUP	76,613	127,380
HARTFORD MUTUAL FDS INC INTL V	1,124,428	1,400,063
HEALTHCARE TRUST OF AMERICA IN	37,543	37,640
HOME DEPOT INC	126,224	427,011
IMMUNOGEN, INC	27,157	33,088
INTEL CORP	130,224	267,497
INTERNATIONAL PAPER CO	69,220	88,069
IONIS PHARMACEUTICALS INC	32,091	57,141
ISHARE SP SMALL CAP 600 INDEX	533,946	768,100
ISHARES BARCLAYS MBS BOND FUND	9,109	9,060
ISHARES MSCI EMERGING MARKETS	448,148	518,320

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES TR S & P MIDCAP 400 IN	554,046	759,120
ISHARES TRUST RUSSELL 1000 GRO	1,247,591	1,671,919
ISHARES TRUST RUSSELL 1000 VAL	1,203,053	1,435,631
JOHNSON & JOHNSON	160,185	286,845
JOHNSON CONTROLS INTERNATIONAL	116,859	104,612
JP MORGAN CHASE	144,878	320,820
KIMBERLY CLARK CORP	37,216	40,180
L3 TECHNOLOGIES, INC	117,478	185,583
LIBERTY BROADBAND CORP	4,793	7,569
LIBERTY BROADBAND CORP K	8,357	13,285
LIBERTY INTERACTIVE CORPORATIO	65,845	55,873
LIBERTY MEDIA CORP - SER A	2,649	3,828
LIBERTY MEDIA CORP - SER C	5,363	8,028
LIBERTY SIRIUS XM CORP - SER C	28,705	35,773
LIBERTY SIRIUS XM GROUP - SER	13,603	17,014
LIBERTY VENTURES	5,536	8,461
LIONS GATE ENTERTAINMENT CORP	8,507	10,284
LOGMEIN, INC	10,532	16,030
MASTERCARD INC	35,654	49,797
MCCORMICK & CO	15,644	16,509
MCDONALD'S CORP	177,916	311,537
MCKESSON CORP	101,704	155,950
MEDTRONIC PLC	44,844	46,754
MERCK & CO INC	245,709	268,971
METLIFE INC	49,734	56,374
MICROSOFT CORP	151,723	434,971
MONDELEZ INTERNATIONAL INC	46,084	46,096
NATL OILWELL VARCO	79,754	65,989
NESTLE S.A	62,573	77,631
NEXTERA ENERGY, INC	32,000	46,857

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NIKE INC-CL B	105,220	125,100
NOW INC	36,053	20,869
NUANCE COMMUNICATIONS, INC	28,032	31,212
NUCOR CP	54,134	75,469
OAKMARK INTERNATIONAL FUND	204,165	327,228
OPPENHEIMER DEVELOPING MARKETS	397,477	460,138
ORACLE CORP	104,170	141,840
PENTAIR INC. COM	78,781	87,922
PEPSICO INC	50,796	64,757
PFIZER INC	49,902	56,431
PHILLIPS 66	30,377	39,246
PIMCO EMERGING MARKETS BOND IN	172,048	171,071
PIMCO FOREIGN BOND UNHEDGED IN	98,488	96,332
PIMCO HIGH-YIELD INSTL	206,231	196,653
PNC FINANCIAL GROUP INC	155,717	288,580
PPG INDUSTRIES INC	67,899	72,428
PRAXAIR INC	16,269	16,705
PRINCIPAL PREFERRED SECURITIES	306,640	312,232
PROCTER GAMBLE CO	197,912	233,283
PUTNAM FLOATING RATE INC	204,635	200,017
RAYTHEON CO	28,405	48,277
RIDGEWORTH FDS MID-CAP VALUE E	274,163	291,094
ROBECO BOSTON PARTNERS LONG SH	506,136	583,377
ROCHE HOLDING LTD ADR	101,073	104,214
SCHLUMBERGER LTD	235,085	207,561
SEAGATE TECHNOLOGY	184,311	160,247
SPDR DJ WILSHIRE INT	526,254	506,125
SUNCOR ENERGY INC	112,546	146,880
SYSCO CORP	49,206	73,665
TARGET CORPORATION	112,619	123,975

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TE CONNECTIVITY LTD	138,022	186,468
TEMPLETON GLOBAL BD	124,879	114,759
TEXAS INSTRUMENTS INC	108,852	352,485
THE COCA-COLA CO	194,731	225,133
THE MERGER FUND CL I	348,226	337,146
THORNBURG INTERNATIONAL GROWTH	1,194,819	1,513,980
TIME WARNER INC	57,649	62,383
TJX COMPANIES INC	147,761	217,911
TOTAL FINA ELF S.A	253,909	270,872
TRAVELERS COMPANIES INC	32,158	40,014
TWITTER INC	128,116	153,520
UNION PACIFIC	200,515	303,737
UNITED PARCEL SERVICE	217,421	253,551
UNITED TECHNOLOGIES CORP	139,056	175,409
UNITEDHEALTH GROUP INC	179,679	646,609
US BANCORP	157,138	229,215
VANGUARD SF REIT ETF	503,988	580,860
VERIZON COMMUNICATIONS	30,879	32,287
VERTEX PHARMCTLS INC	103,286	143,116
VISA INC	35,928	47,090
WALT DISNEY HOLDINGS CO	172,403	279,418
WASTE MANAGEMENT INC	37,387	59,979
WEATHERFORD INTL	226,265	107,874
WEC ENERGY GROUP, INC	53,288	68,622
WESTERN ASSET SMASH SERIES C F	373,955	380,232
WESTERN ASSET SMASH SERIES EC	1,000,295	990,136
WESTERN ASSET SMASH SERIES M F	1,110,200	1,116,788
WESTERN DIGITAL CORP	33,493	68,157
WEYERHAEUSER CO	71,249	75,985
WILLIAMS COS	44,314	47,016

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ZOETIS INC	34,650	57,632

TY 2017 Investments Government Obligations Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

US Government Securities - End of Year Book Value:	1,612,921
US Government Securities - End of Year Fair Market Value:	1,605,548
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2017 Investments - Land Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BLDG-372 W VERNON	72,232	9,413	62,819	
BLDG-493 E 47TH ST	105,461	14,701	90,760	
BLG IMPR-UNIT CON	1,733	189	1,544	
BLDG IMPR-GARAGE	2,892	315	2,577	
LAND-372 W VERNON	132,169		132,169	
LAND-493E 47TH ST	153,399		153,399	
LAND IMPROVEMENTS	3,340	836	2,504	
BLG IMPR-REMOD BTH	5,500	200	5,300	

TY 2017 Investments - Other Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKSTONE ALT ALPHA FUND		1,105,533	1,002,958
NEW RIDERS LP		499,959	359,391
SKYBRIDGE MULTI-ADSR HF SER G		1,079,750	1,005,724

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TY 2017 Legal Fees Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
General Consultations	85,777	78,553		7,224

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TY 2017 Other Expenses Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	116,065			116,065
Bank Charges	270	270		
Indemnification Insurance	9,754			9,754
Insurance Premiums	7,313			7,313
K-1 Exp NEW RIDERS LP	563	563		
REGISRATION FEES	155	155		
REGISTERED AGENT FEE	378			378
State or Local Filing Fees	175			175
PROPERTY INSURANCE	2,060	2,060		
PROPERTY MAINTENACE	6,047	6,047		

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CITY HOUSING FEE	136	136		
INSPECTION FEE	890	890		

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TY 2017 Other Income Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Class Action Lawsuit Proceeds	146	146	
Interest Income from MORTGAGE LOANS	582,042	582,042	
income from mortgage collections	3,670	3,670	
scep la tax refund	40	40	

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TY 2017 Other Professional Fees Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	239,211	239,211		
ADMINISTRATIVE SERVICES	5,358	5,358		
PROFESSIONAL LABOR SERVICES	10,270	10,270		

TY 2017 Taxes Schedule

Name: Frank McHugh-O'Donovan Foundation Inc

EIN: 20-0842449

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2017	21,600			
990-PF Excise Tax for 2016	15,171			
990-PF Extension for 2016	3,040			
Foreign Tax Paid	3,456	3,456		
PROPERTY TAXES	3,504	3,504		