

2949133461119 9

Extended to November 15, 2019

Return of Private Foundation

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

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

Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2018 or tax year beginning

, and ending

Name of foundation The ARCA Foundation		A Employer identification number 13-2751798
Number and street (or P O box number if mail is not delivered to street address) 1308 19th Street NW, Ste 400		B Telephone number 202-822-9193
City or town, state or province, country, and ZIP or foreign postal code Washington, DC 20036		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 50,796,242.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		

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).)		(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		51,000.		N/A	
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,099,290.	1,105,105.		
5a Gross rents		46,700.	46,700.		Statement 2
b Net rental income or (loss)		46,700.			
6a Net gain or (loss) from sale of assets not on line 10		2,364,011.			Statement 1
b Gross sales price for all assets on line 6a		29,374,068.			
7 Capital gain net income (from Part IV, line 2)			2,372,625.		
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)					
11 Other income		6,469.	316.		Statement 3
12 Total. Add lines 1 through 11		3,567,470.	3,524,746.		
13 Compensation of officers, directors, trustees, etc		236,427.	0.		236,427.
14 Other employee salaries and wages		80,159.	0.		78,383.
15 Pension plans, employee benefits		107,928.	0.		102,721.
16a Legal fees Stmt 4		27,707.	0.		30,752.
b Accounting fees Stmt 5		37,462.	0.		37,462.
c Other professional fees Stmt 6		176,128.	141,792.		34,523.
17 Interest					
18 Taxes Stmt 7		-34,625.	0.		0.
19 Depreciation and depletion		62,103.	24,752.		
20 Occupancy		38,712.	19,356.		34,172.
21 Travel, conferences, and meetings		91,160.	0.		91,160.
22 Printing and publications		23,092.	0.		23,092.
23 Other expenses Stmt 8		87,150.	10,300.		76,982.
24 Total operating and administrative expenses. Add lines 13 through 23		933,403.	196,200.		745,674.
25 Contributions, gifts, grants paid		3,008,500.			2,953,500.
26 Total expenses and disbursements. Add lines 24 and 25		3,941,903.	196,200.		3,699,174.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-374,433.			
b Net investment income (If negative, enter -0-)			3,328,546.		
c Adjusted net income (If negative, enter -0-)				N/A	

SCANNED JAN 07 2020

6.33

20

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	83,615.	75,770.	75,770.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 105,220.			
	Less: allowance for doubtful accounts ▶	31,801.	105,220.	105,220.
	4 Pledges receivable ▶ 51,000.			
	Less: allowance for doubtful accounts ▶	915.	51,000.	51,000.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	15,288.	8,562.	8,562.
	10a Investments - U.S. and state government obligations Stmt 9	2,053,580.	4,970,866.	4,970,866.
	b Investments - corporate stock Stmt 10	12,040,052.	10,764,086.	10,764,086.
	c Investments - corporate bonds Stmt 11	862,387.	1,979,604.	1,979,604.
Liabilities	11 Investments - land, buildings, and equipment basis ▶ 2,324,627.			
	Less accumulated depreciation ▶ 979,607.	1,402,460.	1,345,020.	2,689,347.
	12 Investments - mortgage loans			
	13 Investments - other Stmt 12	38,901,092.	30,085,400.	30,085,400.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ Statement 13)	0.	66,387.	66,387.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	55,391,190.	49,451,915.	50,796,242.
	17 Accounts payable and accrued expenses	63,392.	54,320.	
	18 Grants payable		55,000.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 14)	107,082.	36,984.	
	23 Total liabilities (add lines 17 through 22)	170,474.	146,304.	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	55,220,716.	49,305,611.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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			
	30 Total net assets or fund balances	55,220,716.	49,305,611.	
	31 Total liabilities and net assets/fund balances	55,391,190.	49,451,915.	

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	55,220,716.
2 Enter amount from Part I, line 27a	2	-374,433.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	54,846,283.
5 Decreases not included in line 2 (itemize) ▶ Unrealized loss	5	5,540,672.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	49,305,611.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly traded securities		P		
b Merger payout		P		
c Class action settlements		P		
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 29,372,848.		27,001,443.	2,371,405.
b 611.			611.
c 609.			609.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			2,371,405.
b			611.
c			609.
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	2,372,625.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the 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))
2017	3,109,787.	53,551,041.	.058071
2016	3,543,652.	51,191,816.	.069223
2015	3,267,939.	52,148,615.	.062666
2014	3,206,055.	53,734,880.	.059664
2013	3,009,676.	51,107,097.	.058890

2 Total of line 1, column (d)	2	.308514
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.061703
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	53,735,732.
5 Multiply line 4 by line 3	5	3,315,656.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	33,285.
7 Add lines 5 and 6	7	3,348,941.
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	3,699,174.

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2018 estimated tax payments and 2017 overpayment credited to 2018

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2019 estimated tax

6a	94,998.
6b	0.
6c	0.
6d	0.
7	94,998.
8	0.
9	
10	61,713.
11	0.

61,713. Refunded

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. DC, 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.arcafoundation.org</u>	X	
14 The books are in care of ► <u>The Organization</u> Telephone no. ► <u>202-822-9193</u> Located at ► <u>1308 19th Street NW, Ste 400, Washington, DC</u> ZIP+4 ► <u>20036</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2018, 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 ►		X

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 Organizations relying on a current notice regarding disaster assistance, check here		X
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 2018?		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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 2018 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 2018.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?		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

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?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

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?

N/A

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No

	Yes	No
5a		
5b		X
6a		
6b		X
7a		
7b		
8		

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

1 List all officers, directors, trustees, and 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
See Statement 15		236,427.	72,571.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
Stacie M Posey - 1308 19th Street, NW, Washington, DC 20036	Grants Administrator 40.00	72,691.	8,444.	0.

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Veris Wealth Advisory	Investment	
17 State St Ste 2450, New York, NY 10004	management	79,153.
PNC Bank, N.A. - Agent	Investment	
One East Pratt Street, Baltimore, MD 21202	management	68,656.
Total number of others receiving over \$50,000 for professional services		0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2018)

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	52,745,234.
b	Average of monthly cash balances	1b	56,777.
c	Fair market value of all other assets	1c	1,752,032.
d	Total (add lines 1a, b, and c)	1d	54,554,043.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	54,554,043.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	818,311.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	53,735,732.
6	Minimum investment return. Enter 5% of line 5	6	2,686,787.

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	2,686,787.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	33,285.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	33,285.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,653,502.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,653,502.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,653,502.

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	3,699,174.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	3,699,174.
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	5	33,285.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,665,889.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				2,653,502.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	580,093.			
b From 2014	602,733.			
c From 2015	701,018.			
d From 2016	1,017,577.			
e From 2017	527,709.			
f Total of lines 3a through e	3,429,130.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$	3,699,174.			
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				2,653,502.
e Remaining amount distributed out of corpus	1,045,672.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	4,474,802.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	580,093.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	3,894,709.			
10 Analysis of line 9:				
a Excess from 2014	602,733.			
b Excess from 2015	701,018.			
c Excess from 2016	1,017,577.			
d Excess from 2017	527,709.			
e Excess from 2018	1,045,672.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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)

2 a 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., 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:

Executive Director, 202-822-9193
1308 19th Street NW, Washington, DC 20036

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

See "How to Apply" Information from Foundation's Website

c Any submission deadlines:

See "How to Apply" Information from Foundation's Website

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

See "How to Apply" Information from Foundation's Website

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				
Rutgers, The State University of New Jersey 610 Taylor Road New Brunswick,, NJ 08854		PC	To support CIWO's Bargaining for the Common Good Convening	5,000.
Agenda Project Education Fund Inc. 1701 K Street NW, Suite 750 Washington, DC 20006		PC	To support Patriotic Millionaires	5,000.
Colorado Seminary 2199 S University Blvd Denver, CO 80208		PC	To support Inclusive Global Leadership Initiative 2018 Summer Institute	50,000.
Center for International Policy Inc. 2000 M Street NW, Suite 720 Washington, DC 20036		PC	To support 2018 Musgrove Convening	30,000.
Nation Institute 116 East 16th Street, 8th Floor New York, NY 10003		PC	To support student tables at the 2018 Ridenhour Prizes	4,000.
Total	See continuation sheet(s)			3a 3,008,500.
b Approved for future payment				
None				
Total				3b 0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
The Watershed Center Inc. 44 Kaye Road Millerton, NY 12546		PC	To support Momentum's pilot International Civil Resistance Forum	5,000.
Iowa Citizens for Community Improvement 2001 Forest Ave Des Moines, IA 50311		PC	To support trainings and teach-ins in conjunction with the Wells Fargo shareholders' annual	5,000.
Action Center on Race and the Economy Institute 1901 W Carroll Ave Chicago, IL 60612		PC	To support travel and accommodations for grassroots organizers and researchers presenting on	4,000.
Alliance for Justice 11 Dupont Circle NW, Suite 500 Washington, DC 20036		PC	General Support	10,000.
American Prospect Inc. 1225 I Street NW, Suite 600 Washington, DC 20005		PC	To support Hedge Fund and Private Equity coverage	25,000.
Americans for Financial Reform Education Fund 1615 L Street NW, Suite 450 Washington, DC 20036		PC	General Support	125,000.
Center for Media and Democracy Inc. 520 University Ave, Ste 305 Madison, WI 53703		PC	To support Populist Economic Project	40,000.
Center for Popular Democracy Inc. 449 Troutman Street, Suite A Brooklyn, NY 11237		PC	To support Puerto Rico Austerity Meeting	30,000.
ColorOfChange.org Education Fund Inc. 1714 Franklin Street, Suite 100, #136 Oakland, CA 94612		PC	General Support	100,000.
Friends of the Earth 1101 15th Street NW, 11th Fl Washington, DC 20005		PC	General Support	50,000.
Total from continuation sheets				2,914,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
Liberty Hill Foundation 6420 Wilshire Blvd Suite 700 Los Angeles, CA 90048		PC	To support James Lawson Institute	75,000.
National Korean American Service and Education Consortium Inc. 1900 L Street NW, Suite 825 Washington, DC 20036		PC	To support BYP100 Education Fund	25,000.
NEO Philanthropy Inc. 45 W 36th Street, 6th Fl New York, NY 10018		PC	To support Youth Engagement Fund	50,000.
New World Foundation 666 West End Avenue New York, NY 10025		PC	To support OUR Fund	100,000.
People's Action Fund 3518 S Edmunds Street Seattle, WA 98118		PC	To support Down Home North Carolina	35,000.
Progress Michigan Education 614 Seymour Ave Lansing, MI 48933		PC	To support We The People	35,000.
Public Accountability Initiative Inc. 89 Rhode Island Street Buffalo, NY 14213		PC	General Support	75,000.
Stand 1 Haight Street San Francisco, CA 94102		PC	General Support	25,000.
Tides Foundation P.O. Box 29198 San Francisco, CA 94129		PC	To support Springboard Education Fund	75,000.
Tides Foundation P.O. Box 29198 San Francisco, CA 94129		PC	To support Center for Working Families Fund	100,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
J Street Education Fund Inc. 1828 L Street NW, Suite 240 Washington, DC 20036		PC	General Support	25,000.
Just Vision Inc. 1616 P Street NW, Suite 340 Washington, DC 20036		PC	General Support	50,000.
National Security Archive Fund Inc. 2130 H Street NW, Suite 701 Washington, DC 20037		PC	General Support	50,000.
The Project on Government Oversight Inc. 1100 G Street NW, Suite 500 Washington, DC 20005		PC	General Support	50,000.
New York Communities Organizing Fund Inc. 1 MetroTech Center North, 11th Fl Brooklyn, NY 11201		PC	Smith Bagley Award	25,000.
Confluence Philanthropy Inc. 475 Riverside Drive, Suite 900 New York, NY 10115		PC	General Support	1,000.
Fund for Constitutional Government 122 Maryland Avenue NE Washington, DC 20002		PC	To support Peace and Security Funders Group	5,000.
NEO Philanthropy Inc. 45 W 36th Street, 6th Fl New York, NY 10018		PC	To support Funders Committee for Civic Participation	3,000.
National Committee for Responsive Philanthropy 1900 L Street NW, Suite 825 Washington, DC 20036		PC	General Support	1,500.
Neighborhood Funders Group 436 14th Street, Suite 425 Oakland, CA 94612		PC	General Support, Funders for Just Economy, Funders for Justice	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
Proteus Fund Inc. 15 Research Drive, #B Amherst, MA 01002		PC	To support Solidaire	15,000.
As You Sow 1611 Telegraph Ave, Suite 1450ph Ave Oakland, CA 94612		PC	To support 50/50 Climate Project	75,000.
IfNotNow P.O. Box 26425 Washington, DC 20001		PC	General Support	30,000.
Mijente Support Committee 707 Broad Avenue Greensboro, NC 27406		PC	To support travel and accommodations for organization for leaders, bases of organizations,	5,000.
The Yemen Peace Project 1801 Atkinson Pl. Pittsburgh, PA 15235		PC	General Support	5,000.
ACCE Institute 3655 S Grand Avenue, #250 Los Angeles, CA 90007		PC	General Support	50,000.
Center for Popular Democracy Inc. 449 Troutman Street, Suite A Brooklyn, NY 11237		PC	General Support	150,000.
ISAIAH 2356 University Ave W #405 St. Paul, MN 55114		PC	General Support	50,000.
UltraViolet Education Fund PO Box 92592 Washington, DC 20090		PC	General Support	5,000.
NEO Philanthropy Inc. 45 W 36th Street, 6th Fl New York, NY 10018		PC	To support Charity & Security Network's Lawfare Pushback Project	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ACCE Institute 3655 S Grand Avenue, #250 Los Angeles, CA 90007		PC	General Support	80,000.
The Grassroots Collaborative 637 S Dearborn Street Chicago, IL 60605		PC	General Support	50,000.
ISAIHA 2356 University Ave W #405 St. Paul, MN 55114		PC	General Support	50,000.
Jolt Initiative Inc. P.O. Box 4185 Austin, TX 78765		PC	General Support	30,000.
New Jersey Citizen Action Education Fund Inc. 625 Broad Street, Suite 270 Newark, NJ 07102		PC	To support NJ Public Bank Project	25,000.
New Venture Fund 1201 Connecticut Avenue NW, #300 Washington, DC 20036		PC	To support Demand Progress	75,000.
New York Communities Organizing Fund Inc. 1 MetroTech Center North, 11th Fl Brooklyn, NY 11201		PC	General Support	75,000.
Tides Foundation P.O. Box 29198 San Francisco, CA 94129		PC	To support MH Education Fund	50,000.
Action Center on Race and the Economy Institute 1901 W Carroll Ave Chicago, IL 60612		PC	General Support	75,000.
Center for Popular Democracy Inc. 449 Troutman Street, Suite A Brooklyn, NY 11237		PC	To support Wall Street Accountability Project	75,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
The Partnership for Working Families 1305 Franklin St., Suite 501 Oakland, CA 94612		PC	General Support	75,000.
Center for Economic and Policy Research 1611 Connecticut Ave., NW Suite 400 Washington, DC 20009		PC	To support Revolving Door Project and General Support	65,000.
Institute for Policy Studies 1301 Connecticut Avenue NW, Suite 600 Washington, DC 20036		PC	To support Wall Street Accountability, LobeLog, and Right Web Projects	80,000.
Public Citizen Foundation Inc. 1600 20th Street NW Washington, DC 20009		PC	To support Wall Street Reform: Round II	50,000.
The Franklin and Eleanor Roosevelt Institute 570 Lexington Avenue, 18th Fl New York, NY 10022		PC	To support Economic Reform Project	50,000.
The New York Immigration Coalition Inc. 131 W 33rd Street, Ste 610 New York, NY 10001		PC	To support Black Immigrant Engagement Initiative	25,000.
Proteus Fund Inc. 15 Research Drive, #B Amherst, MA 01002		PC	To support Security & Rights Collaborative	35,000.
United We Dream Network Inc. 1900 L Street NW, Suite 900 Washington, DC 20036		PC	General Support	25,000.
Creative Visions Foundation 18820 Pacific Coast Highway Malibu, CA 90265		PC	To support "Heather Booth: Changing the World" Project	10,000.
Jubilee USA Network 212 East Capitol Street NE Washington, DC 20003		PC	General Support	50,000.
Total from continuation sheets				

13-2751798

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

Part XV Supplementary Information**3a** Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

Name of Recipient - Iowa Citizens for Community Improvement

To support trainings and teach-ins in conjunction with the Wells Fargo shareholders' annual meeting

Name of Recipient - Action Center on Race and the Economy Institute

To support travel and accommodations for grassroots organizers and researchers presenting on financialization at EDGE and NFG Conferences

Name of Recipient - Mijente Support Committee

To support travel and accommodations for organization for leaders, bases of organizations, cultural workers, faith leaders, and healers

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2018

Name of the organization

The ARCA Foundation

Employer identification number

13-2751798

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Employer identification number

The ARCA Foundation

13-2751798

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Brett D. Bagley 5720 Frederica Rd Saint Simons Island, GA 31522	\$ 40,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	Nancy R. Bagley 2301 Tracey Place NW Washington, DC 20008	\$ 11,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

The ARCA Foundation

13-2751798

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

The ARCA Foundation**13-2751798**

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Form 990-PF	Gain or (Loss) from Sale of Assets	Statement	1
-------------	------------------------------------	-----------	---

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
Publicly traded securities	Purchased			
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
29,372,848.	27,010,057.	0.	0.	2,362,791.

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
Merger payout	Purchased			
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
611.	0.	0.	0.	611.

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
Class action settlements	Purchased			
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
609.	0.	0.	0.	609.

Capital Gains Dividends from Part IV	0.
Total to Form 990-PF, Part I, line 6a	2,364,011.

Form 990-PF	Rental Income	Statement	2
-------------	---------------	-----------	---

Kind and Location of Property	Activity Number	Gross Rental Income
Real estate - 1308 19th Street, NW, Washington DC 20036	1	46,700.
Total to Form 990-PF, Part I, line 5a		46,700.

Form 990-PF	Other Income	Statement	3
-------------	--------------	-----------	---

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Partnership ordinary income/loss	6,469.	-984.	
Sec. 988 gain	0.	1,300.	
Total to Form 990-PF, Part I, line 11	6,469.	316.	

Form 990-PF	Legal Fees	Statement	4
-------------	------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal	27,707.	0.		30,752.
To Fm 990-PF, Pg 1, ln 16a	27,707.	0.		30,752.

Form 990-PF	Accounting Fees	Statement	5
-------------	-----------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	37,462.	0.		37,462.
To Form 990-PF, Pg 1, ln 16b	37,462.	0.		37,462.

Form 990-PF	Other Professional Fees			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment mgmt fees	150,127.	141,792.		10,763.
Consultants/temporary staff	26,001.	0.		23,760.
To Form 990-PF, Pg 1, ln 16c	176,128.	141,792.		34,523.

Form 990-PF	Taxes			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal excise tax	-34,625.	0.		0.
To Form 990-PF, Pg 1, ln 18	-34,625.	0.		0.

Form 990-PF	Other Expenses			Statement 8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Repairs and maintenance	19,044.	0.		19,044.
Miscellaneous	38,230.	10,300.		27,890.
Furniture and equip. rental	4,650.	0.		4,650.
Office supplies	2,890.	0.		2,890.
Telephone	6,893.	0.		6,893.
Insurance	15,443.	0.		15,615.
To Form 990-PF, Pg 1, ln 23	87,150.	10,300.		76,982.

Form 990-PF	U.S. and State/City Government Obligations	Statement	9
-------------	--	-----------	---

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
U.S. Treasury Bonds and Notes	X		3,906,910.	3,906,910.
U.S. Government Agencies	X		1,063,956.	1,063,956.
Total U.S. Government Obligations			4,970,866.	4,970,866.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			4,970,866.	4,970,866.

Form 990-PF	Corporate Stock	Statement	10
-------------	-----------------	-----------	----

Description	Book Value	Fair Market Value
Common Stock	10,764,086.	10,764,086.
Total to Form 990-PF, Part II, line 10b	10,764,086.	10,764,086.

Form 990-PF	Corporate Bonds	Statement	11
-------------	-----------------	-----------	----

Description	Book Value	Fair Market Value
Corporate bonds	1,979,604.	1,979,604.
Total to Form 990-PF, Part II, line 10c	1,979,604.	1,979,604.

Form 990-PF	Other Investments	Statement	12
-------------	-------------------	-----------	----

Description	Valuation Method	Book Value	Fair Market Value
Mutual funds - equity	FMV	15,149,546.	15,149,546.
Cash equivalents	FMV	6,572,464.	6,572,464.
Mutual funds - fixed	FMV	4,836,231.	4,836,231.
Private equity funds	FMV	3,370,189.	3,370,189.
Asset-backed securities	FMV	156,970.	156,970.
Total to Form 990-PF, Part II, line 13		30,085,400.	30,085,400.

Form 990-PF	Other Assets	Statement 13
-------------	--------------	--------------

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Federal excise tax refund receivable	0.	66,361.	66,361.
Investments pending settlement	0.	26.	26.
To Form 990-PF, Part II, line 15	0.	66,387.	66,387.

Form 990-PF	Other Liabilities	Statement 14
-------------	-------------------	--------------

Description	BOY Amount	EOY Amount
Tenant security deposit	4,800.	3,800.
Deferred federal excise tax liability	101,094.	33,184.
Federal excise tax payable	1,188.	0.
Total to Form 990-PF, Part II, line 22	107,082.	36,984.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 15
-------------	---	--------------

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
Nancy R. Bagley 1308 19th Street, NW Washington, DC 20036	President 30.00	19,336.	21,807.	0.
Nicole Ladmer Bagley 1308 19th Street, NW Washington, DC 20036	Vice President 30.00	19,302.	22,650.	0.
Mary E. King 1308 19th Street, NW Washington, DC 20036	Secretary 1.00	5,000.	0.	0.
Amaha Kassa 1308 19th Street, NW Washington, DC 20036	Board Member 1.00	5,000.	0.	0.
Janet Shenk 1308 19th Street, NW Washington, DC 20036	Board Member 1.00	5,000.	0.	0.
Joseph Eldridge 1308 19th Street, NW Washington, DC 20036	Board Member 1.00	5,000.	0.	0.
Margery Tabankin 1308 19th Street, NW Washington, DC 20036	Board Member 1.00	5,000.	0.	0.
Mike Lux 1308 19th Street, NW Washington, DC 20036	Board Member 1.00	5,000.	0.	0.
Austin Thompson 1308 19th Street, NW Washington, DC 20036	Board Member 1.00	5,000.	0.	0.
Anna Lefer Kuhn 1308 19th Street, NW Washington, DC 20036	Executive Director 40.00	162,789.	28,114.	0.
Totals included on 990-PF, Page 6, Part VIII		236,427.	72,571.	0.

The Arca Foundation
 EIN 13-2751798
 Form 990-PF - Part I, Line 19 attachment, Depreciation Schedule

Construction

Date	Building 39 year depreciation	SL	Cost	Accumulated Depreciation Beg of Year	Disposals	2018 Depreciation	Accumulated Depreciation End of Year	Net PPE
12/30/1997	2001 Bldg Improvements	39	415,156 06	170,320	-	10,645	180,966	234,191
2/27/1998	Starvopoulos	39	54,235 66	22,135	-	1,391	23,525	30,710
4/29/1998	Starvopoulos	39	132,702 45	53,591	-	3,403	56,994	75,708
6/14/1998	Starvopoulos	39	175,556 69	70,148	-	4,501	74,649	100,908
7/14/1998	Starvopoulos	39	82,001 62	32,590	-	2,103	34,693	47,309
7/14/1998	N gen (wiring)	39	11,408 00	4,534	-	293	4,826	6,582
8/14/1998	Starvopoulos	39	130,636 42	51,640	-	3,350	54,990	75,646
9/17/1998	Starvopoulos	39	142,527 17	56,036	-	3,655	59,691	82,836
9/14/1998	Kemco	39	3,963 00	1,558	-	102	1,660	2,303
11/14/1998	Starvopoulos	39	55,087 47	21,423	-	1,413	22,835	32,252
12/30/1998	Starvopoulos	39	31,506 10	12,185	-	808	12,993	18,513
10/14/2003	Kennedy Home Improve	39	12,750 00	3,345	-	327	3,672	9,078
4/3/2008	ADR Design	39	26,893 00	3,489	-	689	4,178	22,715
Total Construction			1,274,424	502,996	-	32,677	535,672	738,751

Building & Land

1/30/2001	Land	39	218,750	-	-	-	-	218,750
1/30/2001	Building	39	656,250	284,655	-	16,827	301,482	354,768
Total Land & Building			875,000	284,655	-	16,827	301,482	573,518

Furniture & Equipment

11/18/1992	Virginia Schofield Painting	7	1,300	1,300	-	-	1,300	-
12/30/1992	Office Equipment	7	515	515	-	-	515	-
3/26/1993	Glass Top Coffee Table	7	1,100	1,100	-	-	1,100	-
7/17/1993	J Shenk (Leather Couch)	7	1,189	1,189	-	-	1,189	-
4/14/2000	Digital Recorder	5	2,125	2,125	-	-	2,125	-
4/14/1998	Screen, Projector	5	9,165	9,165	-	-	9,165	-
9/14/1998	Telephones (n gen)	7	6,227	6,227	-	-	6,227	-
9/14/1998	TV for Security	7	1,255	1,255	-	-	1,255	-
9/26/1998	Conference Table	7	11,946	11,946	-	-	11,946	-
10/21/1998	Waveworks Highback Organizer	5	715	715	-	-	715	-
10/30/1998	Escalade Table Desk	7	991	991	-	-	991	-
10/30/1998	Escalade Free Standing Storage Credenza	7	1,255	1,255	-	-	1,255	-
10/30/1998	High Back Wood Base Chair	7	519	519	-	-	519	-
10/30/1998	42" Round Table Auturm	7	610	610	-	-	610	-
10/30/1998	Escalade 36 x 72 Bookcase	7	945	945	-	-	945	-
10/30/1998	14 High Back Wood Base Chairs	7	13,391	13,391	-	-	13,391	-
10/30/1998	Escalade Single Ped Desk Left Arc Top	7	1,272	1,272	-	-	1,272	-
10/30/1998	Escalade 22x72 Right File/File Ped Credenza	7	921	921	-	-	921	-
10/30/1998	2 Escalade 36x72 Bookcase/Storage	7	1,890	1,890	-	-	1,890	-
10/30/1998	Left Pedestal Desk	7	1,510	1,510	-	-	1,510	-
10/30/1998	Escalade Right Return Reception	7	1,005	1,005	-	-	1,005	-
10/30/1998	High Back Wood Base Chair	7	519	519	-	-	519	-
11/14/1998	Jefferson Series Credenza	7	1,190	1,190	-	-	1,190	-
12/4/1998	Hecht Co (Oriental Rug)	7	752	752	-	-	752	-
12/11/1998	Onkyo TX-SR600 Audio Video	5	560	560	-	-	560	-
2/14/2000	Foliographics	5	572	572	-	-	572	-
4/14/2001	Pictures & Rugs	7	4,083	4,083	-	-	4,083	-
7/14/2004	Perisan Rug for conference room	7	12,785	12,785	-	-	12,785	-
8/14/2004	2 iMacs & software	5	3,951	3,951	-	-	3,951	-
11/14/2004	Server Hardware/software and Installation	5	15,192	15,192	-	-	15,192	-
10/14/2005	Base Grant Process Software (Npower)	3	20,000	20,000	-	-	20,000	-
12/1/2017	Kastle Systems LLC	5	28,573	497	-	5,715	6,211	22,362
6/21/2017	Otis Elevator (Installation of card reader)	5	1,968	32	-	394	426	1,542
12/1/2017	Studi D Construction	5	3,500	58	-	700	758	2,742
9/28/2018	House of Doors	7	2,788	-	-	72	72	2,716
10/24/2018	All Seasons - Light installation, exterior doors	7	1,875	-	-	35	35	1,840
Total Furniture & Equipment			158,153	120,035	-	6,915	126,950	31,202

Website

11/11/2011	Rebecca Freedman consulting fees to redesign website	3	4,000	2,333	-	1,333	3,667	333
12/21/2011	Friendly Design Company (site design/development)	3	6,525	3,806	-	2,175	5,981	544
4/19/2016	Friendly Design Company (site design/development)	3	6,525	3,806	-	2,175	5,981	544
Total Website			17,050	9,946	-	5,683	15,629	1,421
Total PPE			2,324,626	917,632	-	62,102	979,734	1,344,892