

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

For calendar year 2018 or tax year beginning

, and ending

Name of foundation

THE HENRY L. AND GRACE DOHERTY
CHARITABLE FOUNDATION, INC.

A Employer identification number

13-6401292

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

MCGRATH & CO., 150 BROADWAY

Room/suite

1212

B Telephone number

(212) 571-2300

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

NEW YORK, NY 10038

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test,
check here and attach computation ☐

H Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated
under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 18,168,959.

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

Part I

Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a).)(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

2 Check ☒ if the foundation is not required to attach Sch. B3 Interest on savings and temporary
cash investments

4 Dividends and interest from securities

229,964.

229,964.

STATEMENT 1

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a 3,323,499.

594,722.

594,722.

7 Capital gain net income (from Part IV, line 2)

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

42,805.

42,805.

STATEMENT 2

12 Total Add lines 1 through 11

867,491.

867,491.

13 Compensation of officers, directors, trustees, etc

98,748.

29,625.

69,123.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 3

22,000.

6,600.

15,400.

c Other professional fees

STMT 4

115,457.

115,457.

0.

17 Interest

18 Taxes

STMT 5

15,108.

8,030.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

21,088.

0.

21,088.

22 Printing and publications

23 Other expenses

STMT 6

18,571.

0.

18,571.

24 Total operating and administrative
expenses Add lines 13 through 23

290,972.

159,712.

124,182.

25 Contributions, gifts, grants paid

364,600.

1,414,600.

26 Total expenses and disbursements
Add lines 24 and 25

655,572.

159,712.

1,538,782.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

211,919.

b Net investment income (if negative, enter -0-)

707,779.

c Adjusted net income (if negative, enter -0-)

N/A

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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	56,618.	54,406.	54,406.
	2	Savings and temporary cash investments	1,482,107.	892,637.	896,998.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		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			
	b	Investments - corporate stock STMT 7	8,519,623.	8,166,710.	13,387,556.
	c	Investments - corporate bonds STMT 8	2,015,651.	1,599,822.	1,590,444.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	1,339,988.	1,859,186.	2,229,897.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 10)	308.	9,658.	9,658.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	13,414,295.	12,582,419.	18,168,959.
	17	Accounts payable and accrued expenses	24,687.	45,178.	
	18	Grants payable	2,350,000.	1,300,000.	
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 11)	14,286.	0.	
	23	Total liabilities (add lines 17 through 22)	2,388,973.	1,345,178.	
Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>	24	Unrestricted	11,025,322.	11,237,241.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances	11,025,322.	11,237,241.	
	31	Total liabilities and net assets/fund balances	13,414,295.	12,582,419.	

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)	11,025,322.
2	Enter amount from Part I, line 27a	211,919.
3	Other increases not included in line 2 (itemize) ▶	0.
4	Add lines 1, 2, and 3	11,237,241.
5	Decreases not included in line 2 (itemize) ▶	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	11,237,241.

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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 SEE SCHEDULE ATTACHED	P		
b CAPITAL GAINS DIVIDENDS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 3,307,559.		2,728,777.	578,782.
b 15,940.			15,940.
c			
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			578,782.
b			15,940.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	594,722.
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	1,517,146.	20,471,078.	.074112
2016	2,105,695.	19,443,841.	.108296
2015	1,081,800.	21,043,006.	.051409
2014	974,798.	21,676,035.	.044971
2013	1,049,240.	17,986,993.	.058333

2 Total of line 1, column (d)	2	.337121
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	.067424
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	20,972,741.
5 Multiply line 4 by line 3	5	1,414,066.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,078.
7 Add lines 5 and 6	7	1,421,144.
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	1,538,782.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	7,078.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	0.
3 Add lines 1 and 2		3	7,078.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	7,078.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	12,368.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	12,368.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	5.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,285.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input checked="" type="checkbox"/> 5,285. Refunded <input type="checkbox"/>	11	0.	

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. <u>NY, DE</u>		
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

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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>N/A</u>	X	
14 The books are in care of ► <u>MCGRATH, DOYLE & PHAIR</u> Telephone no. ► <u>212-571-2300</u> Located at ► <u>150 BROADWAY, SUITE 1212, NEW YORK, NY</u> ZIP+4 ► <u>10038</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		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► <u>N/A</u> 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.) <u>N/A</u> c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>N/A</u>		
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.) <u>N/A</u>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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

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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:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A <input checked="" type="checkbox"/>	5b	
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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		6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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 12		98,748.	0.	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
NONE				

Total number of other employees paid over \$50,000 0

**THE HENRY L. AND GRACE DOHERTY
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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	21,234,020.
b	Average of monthly cash balances	1b	58,103.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	21,292,123.
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	21,292,123.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	319,382.
5	Net value of noncharitable-use assets . Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,972,741.
6	Minimum investment return . Enter 5% of line 5	6	1,048,637.

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	1,048,637.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	7,078.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,078.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,041,559.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,041,559.
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	1,041,559.

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	1,538,782.
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	1,538,782.
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	7,078.
6	Adjusted qualifying distributions . Subtract line 5 from line 4	6	1,531,704.

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.

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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				1,041,559.
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	194,966.			
b From 2014				
c From 2015	51,378.			
d From 2016	1,175,315.			
e From 2017	544,416.			
f Total of lines 3a through e	1,966,075.			
4 Qualifying distributions for 2018 from Part XII, line 4: \$	1,538,782.			
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				1,041,559.
e Remaining amount distributed out of corpus	497,223.			
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	2,463,298.			
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	194,966.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	2,268,332.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015	51,378.			
c Excess from 2016	1,175,315.			
d Excess from 2017	544,416.			
e Excess from 2018	497,223.			

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- [illegible]

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:

SEE ATTACHED STATEMENT, 212-571-2300

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

SEE ATTACHED STATEMENT

- c** Any submission deadlines:

SEE ATTACHED STATEMENT

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

SEE ATTACHED STATEMENT

<div> <div>Part XV</div> <div>Supplementary Information (continued)</div> </div>				
<div>3</div> <div>Grants and Contributions Paid During the Year or Approved for Future Payment</div>				
<div> <div>Recipient</div> <div>Name and address (home or business)</div> </div>	<div> <div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div> </div>	<div> <div>Foundation status of recipient</div> </div>	<div> <div>Purpose of grant or contribution</div> </div>	<div> <div>Amount</div> </div>
<div>a</div> <div>Paid during the year</div>				
SEE SCHEDULE ATTACHED	NO INDIVIDUALS	PC	GENERAL SUPPORT	1,414,600.
<div>Total</div>				<div> <div>3a</div> <div>1,414,600.</div> </div>
<div>b</div> <div>Approved for future payment</div>				
SEE SCHEDULE ATTACHED	NO INDIVIDUALS	PC	GENERAL SUPPORT	1,300,000.
<div>Total</div>				<div> <div>3b</div> <div>1,300,000.</div> </div>

(See worksheet in line 13 instructions to verify calculations.)

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST BONDS	42,602.	0.	42,602.	42,602.	
STATE STREET BANK, NOMINEE	203,302.	15,940.	187,362.	187,362.	
TO PART I, LINE 4	245,904.	15,940.	229,964.	229,964.	

FORM 990-PF	OTHER INCOME		STATEMENT 2	
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	
NIBMO PARTNERS	-19,029.	-19,029.		
ROBCO IV PARTNERS	-337.	-337.		
ANTEX PARTNERS	-4,157.	-4,157.		
ROBCO VI	28,117.	28,117.		
JCFCO PARTNERS	8,108.	8,108.		
TRIFLOW PARTNERS	19,988.	19,988.		
ROBCO V PARTNERS	7,803.	7,803.		
PUBLICLY TRADED L.P.BLACKSTONE	32,208.	32,208.		
ROBCO VIII PARTNERS	-1,964.	-1,964.		
ROBCO VII PARTNERS	9,964.	9,964.		
ENTERPRISE PARTNERS	-53,137.	-53,137.		
APOLLO GLOBAL MANAGEMENT LLC	15,241.	15,241.		
TOTAL TO FORM 990-PF, PART I, LINE 11	42,805.	42,805.		

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	22,000.	6,600.		15,400.
TO FORM 990-PF, PG 1, LN 16B	22,000.	6,600.		15,400.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	105,889.	105,889.		0.	
CUSTODIAN FEES	9,568.	9,568.		0.	
TO FORM 990-PF, PG 1, LN 16C	115,457.	115,457.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	7,078.	0.		0.	
FOREIGN TAX	8,030.	8,030.		0.	
TO FORM 990-PF, PG 1, LN 18	15,108.	8,030.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSES	8,418.	0.		8,418.	
STATE FILING FEES	750.	0.		750.	
D&O INSURANCE	696.	0.		696.	
TELEPHONE	1,331.	0.		1,331.	
WESTY'S STORAGE	7,376.	0.		7,376.	
TO FORM 990-PF, PG 1, LN 23	18,571.	0.		18,571.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	8,166,710.	13,387,556.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,166,710.	13,387,556.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	1,599,822.	1,590,444.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,599,822.	1,590,444.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	COST	1,859,186.	2,229,897.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,859,186.	2,229,897.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST PURCHASED	308.	4,373.	4,373.
PREPAID EXCISE TAX	0.	5,285.	5,285.
TO FORM 990-PF, PART II, LINE 15	308.	9,658.	9,658.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
ACCRUED FEDERAL EXCISE TAX	14,286.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 22	14,286.	0.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WALTER R. BROWN 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	PRESIDENT/DIRECTOR 10.00	35,000.	0.	0.
ANN BILLINGSLEY 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 1.50	7,500.	0.	0.
LUANN MASTERSON 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 1.50	7,500.	0.	0.
HELEN LEE BILLINGSLEY 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 1.50	7,500.	0.	0.
KIYOKO BROWN 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 1.50	7,500.	0.	0.
JAMES R. BILLINGSLEY, JR. 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	SECRETARY/DIRECTOR 5.00	18,748.	0.	0.
JACOB C. RARDIN IV 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 1.50	7,500.	0.	0.
AMY RENTZ 150 BROADWAY, SUITE 1212 NEW YORK, NY 10038	DIRECTOR 1.50	7,500.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		98,748.	0.	0.

The Henry L. and Grace Doherty
Charitable Foundation, Inc
SCHEDULE OF GRANTS
December 31, 2018

	Grants Authorized & Unpaid at 12/31/17	Grants Authorized in 2018	Payments Thereon in 2018	Grants Authorized & Unpaid at 12/31/18
EDUCATIONAL				
Berkshire School	\$ -	\$ 15,000	\$ 15,000	\$ -
Bigelow Labs	750,000	-	250,000	500,000
Bowdoin College	-	20,000	20,000	-
Chesapeake Bay Foundation, Annapolis, MD	-	10,000	10,000	-
Christopher Newport University	-	20,000	20,000	-
College of Earth and Ocean	-	1,000	1,000	-
Columbia University, New York, NY	-	5,000	5,000	-
Chief Petty Officer Scholarship Fund, Annapolis, MD	-	3,000	3,000	-
Deerfield Academy, Deerfield, MA	-	5,000	5,000	-
Flagler College	-	15,000	15,000	-
Kimball Union Academy	-	1,000	1,000	-
Lamont Doherty Earth Observatory, Palisades, NY	100,000	-	100,000	-
Sea Educational Association Inc., Woods Holes, MA	1,000,000	-	500,000	500,000
The Packer Collegiate Institute	-	5,000	5,000	-
The University of the South	-	5,000	5,000	-
University of New England	400,000	-	100,000	300,000
Upstream Alliance	100,000	-	100,000	-
TOTAL EDUCATIONAL APPROPRIATIONS	2,350,000	105,000	1,155,000	1,300,000
CHARITABLE				
AARP Foundation		200	200	
American Friends O/T ROY		500	500	
American Legion		100	100	
Arc of the Piedmont		5,000	5,000	
Appalachian Theater		1,000	1,000	
Babies Heart Fund		1,000	1,000	
Bay Journal Fund		5,250	5,250	
Big Brothers Big Sisters		3,000	3,000	
Billion Oyster Project		2,000	2,000	
Brooklyn Community Foundation		5,000	5,000	
Blue Mountain Christian Retreat, New Ringgold, Pa	-	2,000	2,000	-
Blue Ridge Medical Center		5,000	5,000	
Cerebral Palsy of Westchester		3,000	3,000	
Club 12		1,500	1,500	
Community Care Clinic		1,000	1,000	
CRU		2,500	2,500	
Doctors Without Borders		10,000	10,000	
Elim Fellowship		2,000	2,000	
Epilepsy Foundation of America		5,000	5,000	
Friends of Harrison Public Library	-	1,000	1,000	-
Friends of Read Wildlife Sanctuary		250	250	
Foodbank of Southeastern Va		1,000	1,000	
Great Bridge Presbyterian Church	-	5,000	5,000	-
Grow Life Church		4,000	4,000	
Harrison Volunteer Fire Dept	-	500	500	-
Harrison Food Pantry, Harrison, NY	-	3,000	3,000	-
Harvest House Church, Boone, NC		12,500	12,500	-
Harrison Public Library		1,000	1,000	-
Harrison PBA		250	250	
Helimission USA	-	1,000	1,000	
Hope Pregnancy Center		1,000	1,000	
Hunger & Health Coalition, Boone, NC	-	1,000	1,000	-
Independence Seaport Museum		2,500	2,500	
Interact Center, Minneapolis, MN	-	10,000	10,000	-
International Rescue Committee		10,000	10,000	
Japan Society, New York, NY	-	1,000	1,000	-
Japanese American National Museum	-	2,000	2,000	-
	-	112,050	112,050	-

The Henry L. and Grace Doherty
Charitable Foundation, Inc
SCHEDULE OF GRANTS
December 31, 2018

	Grants Authorized & Unpaid at 12/31/17	Grants Authorized in 2018	Payments Thereon in 2018	Grants Authorized & Unpaid at 12/31/18
Balance carried forward	<u>\$ 2,350,000</u>	<u>\$ 112,050</u>	<u>\$ 112,050</u>	<u>\$ 1,300,000</u>
Meat Camp Fire Dept		1,000	1,000	
Mission House Ministries		500	500	
Museum of Modern Art, New York, NY		1,000	1,000	
National Geographic		500	500	
National Maritime Historical Society, Peekskill, NY		26,000	26,000	
NYSDEA		500	500	
Operation Mobilization		3,500	3,500	
Pan Am Museum		2,000	2,000	
Pennywise Foundation		28,000	28,000	
Praise Fellowship, Russell, PA		2,000	2,000	
Real Love Haiti		6,000	6,000	
Real Love Ministries		9,000	9,000	
Rye Presbyterian Church, Rye, NY		15,000	15,000	
Rye YMCA, Rye, NY		5,000	5,000	
Scenic Hudson, New York, NY		500	500	
Service dogs of Virginia		2,500	2,500	
SPYRE, Rye, NY		1,000	1,000	
Strength Team		1,000	1,000	
The AFYA Foundation		5,000	5,000	
The Carver Center		1,000	1,000	
United Way of Greenbrier Valley		5,000	5,000	
Upstream Alliance		11,000	11,000	
Vamphill Village USA		4,000	4,000	
Village Health Works		300	300	
Virginia's House of Hope		250	250	
Waterfront Alliance		1,000	1,000	
Wildlife Center of Virginia		5,000	5,000	
Wood Hole Oceanographic		5,000	5,000	
Worksource Enterprises		5,000	5,000	
Total charitable appropriations		<u>259,600</u>	<u>259,600</u>	
TOTALS	<u>\$ 2,350,000</u>	<u>\$ 364,600</u>	<u>\$ 1,414,600</u>	<u>\$ 1,300,000</u>

The Henry L and Grace Doherty
Charitable Foundation, Inc
SCHEDULE OF INVESTMENTS
December 31, 2018

<u>Number of shares</u>		<u>Cost</u>	<u>Market Value</u>
<u>COMMON STOCKS</u>			
9,900	Abbott Laboratories	\$ 25,109	\$ 716,067
9,950	Agrofresh Warrants	-	1,590
320	Alphabet Cl A	97,227	334,387
651	Alphabet Cl C	245,604	674,182
4,400	Anheuser Busch Inbev Sponsored ADR /257363	240,926	289,564
7,200	Baxter International Inc	78,518	473,904
34,400	Blackberry Ltd.	291,942	244,584
22,785	Century Link Ltd.	460,170	345,193
2,800	Credit Acceptance Corp Mich Com	349,911	1,068,928
21,000	Crimson Wine Group Ltd Aom	192,249	164,325
9,800	Discovery Communications-C	220,275	226,184
6,400	Enstar Group Ltd	650,696	1,072,448
1,700	Fedex Corp	81,558	274,261
6,100	Gilead Sciences Inc	530,899	381,555
22,800	Grifols S A Sp ADR	406,995	418,608
7,793	Homefed Corp	275,186	280,548
5,100	JP Morgan Chase	321,294	497,862
1,500	Johnson & Johnson	4,697	193,575
3,700	Laboratory Corp of America Hldgs	142,718	467,532
15,700	Liberty Global	505,328	335,038
2,700	Lowes Cos Inc	59,451	249,372
2,000	M&T Bank Corporation	8,291	286,260
610	Markel Corp	275,990	633,211
40,900	Matador Res Co	738,309	635,177
9,800	Microsoft Corp	330,813	995,386
2,100	Roper Industries, Inc	11,516	559,692
33,600	San Juan Basin	504,834	161,280
600	Sherwin Williams Co Com	235,489	236,076
25,100	TEVA Pharmacy	566,907	387,042
3,100	WABTEC CORP	232,537	217,775
3,000	Waters Corp	81,271	565,950
TOTAL COMMON STOCKS		<u>\$ 8,166,710</u>	<u>\$ 13,387,556</u>

PART XV, QUESTION 2, SUPPLEMENTARY INFORMATION
GRANT CRITERIA AND OTHER INFORMATION

Requests for grants should be sent to Walter R. Brown, the Henry L. and Grace Doherty Charitable Foundation, Inc., 150 Broadway, New York, NY 10038, telephone number (212) 571-2300 during regular business hours. Organizations requesting grants should submit a brief resume and outline of the proposed investigation and proposed budget.

Applications for grants may be submitted at any time and should contain the following information:

- 1) Type of organization -
 - a) Is applicant organized as a nonprofit organization under the State Laws governing charitable organizations?
 - b) Purpose and activities of organization.
- 2) Has applicant received a ruling or determination letter from the Internal Revenue Service about:
 - a) Exempt status
 - b) Private foundation status
 - c) Grant-making procedures
- 3) Is the applicant controlled by, related to, connected with, or sponsored by another organization? If yes, identify organization and explain the relationship.
- 4) List the name, address and title of each member of the applicant's governing board.
- 5) Has the applicant or organization listed above ever applied for or received a grant from this Foundation? If yes, give details.
- 6) Use of the proposed grant. Show the amount requested and explain in detail how it will be used.
- 7) Person to contact who will be administering the proposed program.

In awarding grants, the foundation provides grants primarily in the marine sciences, oceanography and educational fields.