

Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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.

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation
THE DUBOSE & DOROTHY HEYWARD MEM FD

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 185

City or town, state or province, country, and ZIP or foreign postal code
PITTSBURGH, PA 15230-0185

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation **04**

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **14,522,920.**

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

A Employer identification number
13-6840999

B Telephone number (see instructions)
516-294-2505

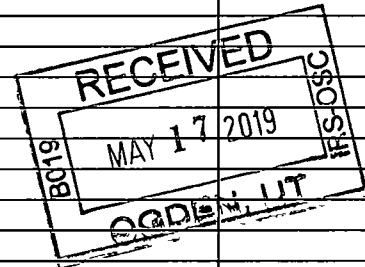
C If exemption application is pending, check here ☐ **06**

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ☒ if the foundation is not required to attach Sch. B.					
3 Interest on savings and temporary cash investments.					
4 Dividends and interest from securities		217,657.	217,055.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		654,214.			
b Gross sales price for all assets on line 6a 3,586,430.					
7 Capital gain net income (from Part IV, line 2)			654,214.		
8 Net short-term capital gain.					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		295,575.	295,575.		STMT 2
12 Total. Add lines 1 through 11		1,167,446.	1,166,844.		
13 Compensation of officers, directors, trustees, etc.		173,262.	77,968.		95,294.
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule) STMT 3		320,820.	288,738.	NONE	32,082.
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 4		14,093.	3,693.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule) STMT 5		910.			910.
24 Total operating and administrative expenses. Add lines 13 through 23.		509,085.	370,399.	NONE	128,286.
25 Contributions, gifts, grants paid		587,000.			587,000.
26 Total expenses and disbursements. Add lines 24 and 25		1,096,085.	370,399.	NONE	715,286.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		71,361.			
b Net investment income (if negative, enter -0-)			796,445.		
c Adjusted net income (if negative, enter -0-)					



944

ENVELOPE
POSTMARK DATE
MAY 13 2019

SCANNED JUN 12 2019

03/04

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	485,904.	761,505.	761,505.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 6.	7,814,684.	7,601,675.	10,161,415.	
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶ PORGY AND BESS FOREIGN COPY RI)	3,600,000.	3,600,000.	3,600,000.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	11,900,588.	11,963,180.	14,522,920.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons. .			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐				
	and complete lines 24 through 26, and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	11,900,588.	11,963,180.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund.			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
30	Total net assets or fund balances (see instructions)	11,900,588.	11,963,180.		
31	Total liabilities and net assets/fund balances (see instructions)	11,900,588.	11,963,180.		

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	11,900,588.
2	Enter amount from Part I, line 27a	2	71,361.
3	Other increases not included in line 2 (itemize) ▶ PURCHASE OF ACCRUED INTEREST C/O FROM PY	3	535.
4	Add lines 1, 2, and 3	4	11,972,484.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	9,304.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,963,180.

Form **990-PF** (2018)

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)
1 a PUBLICLY TRADED SECURITIES					
b					
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 3,586,430.		2,932,216.	654,214.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			654,214.		
b					
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	654,214.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions. If (loss), enter -0- in Part I, line 8 }			3		

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation 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	541,922.	13,718,355.	0.039503
2016	647,753.	13,474,618.	0.048072
2015	698,947.	14,277,350.	0.048955
2014	507,218.	13,875,644.	0.036555
2013	534,194.	12,530,611.	0.042631
2 Total of line 1, column (d)			2 0.215716
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 0.043143
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 14,074,546.
5 Multiply line 4 by line 3.			5 607,218.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,964.
7 Add lines 5 and 6			7 615,182.
8 Enter qualifying distributions from Part XII, line 4			8 715,286.
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	7,964.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		2	NONE
3 Add lines 1 and 2		3	7,964.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	7,964.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	14,819.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	14,819.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,855.	
11 Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 3,982. Refunded ▶	11	2,873.	

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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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 ▶ 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

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 ► N/A	X	
14 The books are in care of ► BNY MELLON, N.A. Telephone no ► (516) 294-2505 Located at ► P.O. BOX 185, PITTSBURGH, PA ZIP+4 ► 15230-0185		
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
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? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► ☐	1b	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?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No If "Yes," list the years ► , , , , , b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► , , , , ,	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No b If "Yes," did it have excess business holdings in 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)	3b	
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?	4a	X
	4b	X

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

	Yes	No
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		
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?		
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

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. See instructions.				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALBERT J. CARDINALI, ESQ	CO-TRUSTEE			
80 TURNBERRY DRIVE, Monroe Township, NJ 08831	10	27,596	-0-	-0-
BNY Mellon, N A	CO-TRUSTEE			
P.O. BOX 185, Pittsburgh, PA 15230-0185		421,718	-0-	-0-
BNY Mellon, N A	FEE REIMBURSEMENT			
P O BOX 185, Pittsburgh, PA 15230-0185		-276,052.	-0-	-0-
2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE
Total number of other employees paid over \$50,000				NONE

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 13,888,922.
b	Average of monthly cash balances	1b 399,957.
c	Fair market value of all other assets (see instructions).	1c NONE
d	Total (add lines 1a, b, and c)	1d 14,288,879.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e	
2	Acquisition indebtedness applicable to line 1 assets	2 NONE
3	Subtract line 2 from line 1d.	3 14,288,879.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 214,333.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 14,074,546.
6	Minimum investment return. Enter 5% of line 5	6 703,727.

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	1 703,727.
2a	Tax on investment income for 2018 from Part VI, line 5 2a 7,964.	
b	Income tax for 2018 (This does not include the tax from Part VI.) 2b	
c	Add lines 2a and 2b.	2c 7,964.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3 695,763.
4	Recoveries of amounts treated as qualifying distributions.	4 NONE
5	Add lines 3 and 4	5 695,763.
6	Deduction from distributable amount (see instructions).	6 NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7 695,763.

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 715,286.
b	Program-related investments - total from Part IX-B.	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2 NONE
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a NONE
b	Cash distribution test (attach the required schedule)	3b NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 715,286.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5 7,964.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 707,322.

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				695,763.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			NONE	
b Total for prior years 20 <u>16</u> , 20 <u>15</u> , 20		NONE		
3 Excess distributions carryover, if any, to 2018				
a From 2013	NONE			
b From 2014	NONE			
c From 2015	2,058.			
d From 2016	8,886.			
e From 2017	NONE			
f Total of lines 3a through e	10,944.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>715,286.</u>				
a Applied to 2017, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2018 distributable amount.				695,763.
e Remaining amount distributed out of corpus.	19,523.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	30,467.			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	30,467.			
10 Analysis of line 9				
a Excess from 2014	NONE			
b Excess from 2015	2,058.			
c Excess from 2016	8,886.			
d Excess from 2017	NONE			
e Excess from 2018	19,523.			

NOT APPLICABLE

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

4942(1)(5)

[illegible]

(4) Gross investment income .

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 29				587,000.
Total			3a	587,000.
b Approved for future payment				
Total			3b	

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	217,657.	
		18	654,214.	
		15	295,575.	
			1,167,446.	
			13	1,167,446.

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

NOT APPLICABLE

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions.		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

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

**Sign
Here**

Signature of officer or trustee
MICHAEL STAGIS

04/26/2019
Date

VICE PRESIDENT

May the IRS discuss this return with the preparer shown below?
See instructions ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

SHAWN P. HANLON

Preparer's signature

Date

04/26/2019

Check	X	
-------	---	--

☐ self-employed

PTIN	
------	--

P00965923

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN ► 13-4008324

Firm's address ► 600 GRANT STREET
PITTSBURGH, PA

15219

Phone no 412-355-6000

Form **990-PF** (2018)

THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN INTEREST	19,571.	19,571.
FEDERALLY TAXABLE MUNICIPAL INTEREST	4,609.	4,609.
OID INCOME	93.	93.
OID ADJUSTMENT	-93.	-93.
FOREIGN DIVIDENDS	26,729.	26,729.
NONDIVIDEND DISTRIBUTIONS	1,546.	
DOMESTIC DIVIDENDS	80,263	80,263.
NONQUALIFIED FOREIGN DIVIDENDS	1,838.	1,838.
NONQUALIFIED DOMESTIC DIVIDENDS	25,109.	25,109.
SECTION 199A DIVIDENDS	2,182.	2,182.
OTHER INTEREST	56,754	56,754
MUTUAL FUND TIMING ADJUSTMENT	-944.	
	-----	-----
TOTAL	217,657.	217,055.
	=====	=====

THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ROYALTY INCOME	295,575.	295,575.
	-----	-----
TOTALS	295,575.	295,575.
	=====	=====

THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
SETTLEMENT OF LITIGATION FEE	65,000	58,500		6,500.
OTHER MISC LEGAL FEES	1,122.	1,010.		112.
SUKIN LAW GROUP - LEGAL FEES	254,698	229,228.		25,470.
	-----	-----	-----	-----
TOTALS	320,820	288,738	NONE	32,082.
	=====	=====	=====	=====

THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	3,566.	3,566
FEDERAL ESTIMATES - INCOME	10,400.	
FOREIGN TAXES ON NONQUALIFIED	127.	127.
	-----	-----
TOTALS	14,093.	3,693
	=====	=====

THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
PICTURE FOR THE SC HISTORICAL	160.	160.
STATE INCOME TAXES PAID	750.	750.
	-----	-----
TOTALS	910.	910.
	=====	=====

THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
9AA015980 INTELLECTUAL PROPERT	C	1.	1,500,000.
17275R102 CISCO SYS INC	C	82,288	75,394.
172967LV1 CITIGROUP INC	C	49,091	49,113.
254687106 DISNEY (WALT) COMPAN	C	39,641	57,347.
26188X858 DREYFUS ALTERN DIVER	C	150,000.	143,597.
278642AL7 EBAY INC	C	45,863	43,377.
30063P105 EXACT SCIENCES CORP	C	9,572.	11,989.
30161N101 EXELON CORP	C	42,875.	56,375.
05569M855 BNY MELLON EMERGING	C	259,595.	277,538.
05964HAE5 BANCO SANTANDER SA 3	C	38,109.	37,818.
060505104 BANK AMER CORP	C	45,999.	68,746.
097023105 BOEING COMPANY	C	37,066.	33,863.
101137107 BOSTON SCIENTIFIC CO	C	19,894.	18,730.
126650100 CVS CORP	C	36,338.	30,794.
22160K105 COSTCO WHSL CORP NEW	C	15,376.	39,723.
654106103 NIKE INC CL B	C	54,509.	63,760.
718172109 PHILIP MORRIS INTERN	C	48,729.	49,469.
723787107 PIONEER NAT RES CO	C	29,788.	27,751.
780082AD5 ROYAL BANK OF CANADA	C	44,928.	46,323.
872590104 T -MOBILE US INC	C	31,760.	30,533.
988498101 YUM BRANDS INC	C	29,280.	63,425.
00724F101 ADOBE SYS INC COM	C	6,121.	36,198.
026874784 AMERICAN INTERNATION	C	17,830.	17,735.
29444U700 EQUINIX INC	C	42,241.	34,551.
34074GDH4 FLORIDA ST HURRICANE	C	40,977.	40,052.
438516106 HONEYWELL INTL INC	C	17,423.	58,397.
452308109 ILLINOIS TOOL WORKS	C	34,370.	50,169.
06051GFU8 BANK OF AMERICA CORP	C	45,361.	44,487.
06738EAQ8 BARCLAYS PLC	C	44,329.	43,733.

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THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
09062X103 BIOGEN IDEC INC	C	23,367.	20,463.
20030N101 COMCAST CORP NEW CL	C	51,755.	61,631.
21036P108 CONSTELLATION BRANDS	C	25,834.	30,234.
404280BS7 HSBC HLDGS PLC	C	44,899.	44,757.
458140AM2 INTEL CORP	C	45,147.	44,324.
45866FAC8 INTERCONTINENTALEXCH	C	45,186.	44,777.
45866F104 INTERCONTINENTALEXCH	C	19,801.	40,302.
595112103 MICRON TECHNOLOGY	C	25,971.	21,894.
68389XBB0 ORACLE CORP	C	44,800.	44,034.
00037BAB8 A.B.B. FIN USA INC	C	46,434.	44,310.
035242AJ5 ANHEUSER-BUSCH INBEV	C	21,931.	21,635.
126650CW8 CVS HEALTH CORP	C	29,706.	29,701.
13017HAE6 CALIFORNIA ST EARTHQ	C	19,202.	18,878.
17275RAR3 CISCO SYSTEMS	C	46,213.	44,937.
17401QAQ4 CITIZENS BANK NA	C	34,960.	35,173.
219350105 CORNING INC COM	C	43,259.	42,294.
244199105 DEERE & COMPANY	C	42,197.	48,779.
24422ETV1 JOHN DEERE	C	39,919.	38,336.
26078J100 DOWDUPONT INC	C	28,841.	32,088.
369550BE7 GENERAL DYNAMICS COR	C	34,958.	35,028.
38141GVR2 GOLDMAN SACHS GROUP	C	50,313.	47,881.
49446RAN9 KIMCO REALTY CORP	C	45,327.	44,294.
56585A102 MARATHON PETROLEUM C	C	46,818.	33,046.
670346105 NUCOR CORP	C	12,200.	14,507.
742718109 PROCTER & GAMBLE CO	C	17,473.	17,465.
808513105 SCHWAB CHARLES CORP	C	30,905.	40,284.
82481LAD1 SHIRE ACQ INV IRELAN	C	44,308.	40,721.
848637104 SPLUNK INC	C	8,857.	15,832.
882508104 TEXAS INSTRUMENTS IN	C	62,354.	54,054.

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THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
91324P102 UNITED HEALTH GROUP	C	41,836.	77,725.
92826C839 VISA INC	C	46,716.	79,164.
G06242104 ATLISSIAN CORP PLC-C	C	20,448.	32,923.
00287YAU3 ABBVIE INC	C	24,792.	24,414.
05569M509 BNY MELLON MID CAP S	C	785,000.	973,921.
225433AH4 CREDIT SUISSE GROUP	C	45,163.	44,672.
25152R5F6 DEUTSCHE BANK AG	C	49,472.	48,253.
260543CC5 DOW CHEMICAL CO/THE	C	27,544.	25,445.
261986277 DREYFUS GLOBAL REAL	C	65,682.	58,131.
29717PAN7 ESSEX PORTFOLIO LP	C	46,728.	45,126.
30303M102 FACEBOOK INC	C	70,805.	85,602.
37045XAL0 GENERAL MOTORS FINL	C	40,184.	39,065.
375558103 GILEAD SCIENCES INC	C	32,110.	28,148.
46625H100 J P MORGAN CHASE & C	C	68,161.	65,796.
478160104 JOHNSON & JOHNSON CO	C	59,147.	55,362.
512807108 LAM RESH CORP COM	C	33,626.	29,277.
594918104 MICROSOFT CORP COM	C	82,857.	96,796.
64110L106 NETFLIX COM INC	C	25,524.	19,272.
87938WAT0 TELEFONICA EMISIONES	C	44,930.	43,227.
95000U2B8 WELLS FARGO & CO	C	38,376.	38,570.
981558109 WORLDPAY INC	C	34,552.	42,037.
552953101 MGM MIRAGE	C	52,207.	38,816.
717081103 PFIZER INC COM	C	58,585.	65,912.
78486Q101 SVB FINL GROUP	C	37,029.	36,275.
87165B103 SYNCHRONY FINANCIAL	C	50,188.	42,228.
929089100 VOYA FINANCIAL INC	C	25,427.	34,520.
G29183103 EATON CORP PLC	C	19,544.	31,584.
032511107 ANADARKO PETE CORP	C	68,885.	44,717.
05569M806 BNY MELLON SMALL CAP	C	555,812.	651,963.

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THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
105340AQ6 BRANDYWINE OPER PART	C	34,738.	33,254.
150870103 CELANESE CORP DEL	C	11,564	42,286.
200340107 COMERICA INC COM	C	50,252	36,406.
21684AAA4 COOPERATIEVE CENTRAL	C	54,033	50,697.
29379VBD4 ENTERPRISE PRODUCTS	C	35,020.	34,815.
452152HU8 ILLINOIS ST	C	44,405.	40,177.
61174X109 MONSTER BEVERAGE COR	C	16,059.	35,143
65339F101 NEXTERA ENERGY INC	C	57,658.	60,489.
857477103 STATE ST CORP COM	C	48,582.	38,473
G0177J108 ALLERGAN PLC	C	23,258.	20,985
02079K305 ALPHABET INC/CA	C	38,678.	88,822
03027X100 AMERICAN TOWER CORP-	C	53,022.	69,445.
126408103 CSX CORP COM	C	37,131.	59,645
166764100 CHEVRONTXACO CORP	C	37,826.	48,520
25470DAQ2 DISCOVERY COMMUNICAT	C	48,408.	47,837.
26201F777 DREYFUS INTL SMALL C	C	100,000.	85,303.
26203E646 DREYFUS DIVERSIFIED	C	100,000.	107,777
26203H508 DREYFUS RESEARCH GRO	C	100,000.	94,938
58933Y105 MERCK & CO INC	C	51,678.	66,477
71654QBB7 PETROLEOS MEXICANOS	C	52,194.	48,675
79466L302 SALESFORCE COM INC	C	5,450.	33,832
887317AW5 TIME WARNER INC	C	44,461.	42,620
92343VDD3 VERIZON COMMUNICATIO	C	48,793.	49,865
92343V104 VERIZON COMMUNICATIO	C	54,609.	56,220
G47791101 INGERSOLL-RAND PLC	C	22,366.	63,861
G5960L103 MEDTRONIC PLC	C	54,992.	57,305.
00206RCM2 AT&T INC	C	49,389.	48,763.
00507VAL3 ACTIVISION BLIZZARD	C	45,128.	43,653.
016255101 ALIGN TECHNOLOGY INC	C	15,673.	22,200.

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THE DUBOSE & DOROTHY HEYWARD MEM FD

13-6840999

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
023135106 AMAZON COM INC	C	18,029.	138,181.
037833100 APPLE COMPUTER INC C	C	40,364.	76,977.
042735BD1 ARROW ELECTRONICS IN	C	49,937.	49,328.
05569M566 BNY MELLON INTL APPR	C	394,108.	475,914.
110122108 BRISTOL MYERS SQUIBB	C	20,735.	22,871.
345397XQ1 FORD MOTOR CREDIT CO	C	20,411.	19,395.
46625HJY7 JPMORGAN CHASE & CO	C	51,936.	49,199.
579780AM9 MCCORMICK & CO	C	35,504.	33,739.
6174824M3 MORGAN STANLEY	C	48,857.	46,372.
747525103 QUALCOMM INC	C	61,495.	62,032.
91913Y100 VALERO ENERGY CORP N	C	5,448.	25,940.
G5876H105 MARVELL TECHNOLOGY G	C	23,228.	18,619.
002824100 ABBOTT LABORATORIES	C	12,878.	24,592.
00507UAF8 ACTAVIS FUNDING SCS	C	46,517.	44,384.
007568405 DREYFUS STRATEGIC VA	C	100,000.	87,079.
031162BU3 AMGEN INC	C	45,088.	44,826.
05569M301 BNY MELLON INCOME ST	C	110,476.	145,095.
10112RAS3 BOSTON PROPERTIES LP	C	10,758.	10,136.
167486ZZ5 CHICAGO IL TXBL	C	26,492.	26,904.
437076102 HOME DEPOT INC USD 0	C	13,675.	54,639.
452327109 ILLUMINA INC	C	31,274.	29,393.
53944YAB9 LLOYDS BANKING GROUP	C	46,876.	42,309.
609207105 MONDELEZ INTERNATIONAL	C	61,304.	59,244.
63946BAH3 NBCUNIVERSAL MEDIA L	C	47,299.	44,177.
		-----	-----
TOTALS		7,601,675	10,161,415.
		=====	=====

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

DESCRIPTION -----	AMOUNT -----
PURCHASE OF ACCRUED INT CARRYOVER	1,087.
COST BASIS ADJUSTMENT	634.
ROC ADJUSTMENT ON CY SALES	332.
PY RETURN OF CAPITAL ADJUSTMENT	2,251.
REVERSAL OF GRANT PAID AFTER YEAR END	5,000.

TOTAL	9,304.
	=====

=====

RECIPIENT NAME:

DANCE THEATER OF HARLEM

ADDRESS:

466 W 152ND ST

NEW YORK, NY 10031

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

THE MACDOWELL COLONY, INC

ADDRESS:

163 E 81ST ST

NEW YORK, NY 10028

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 45,000.

RECIPIENT NAME:

THEATER FOR A NEW AUDIENCE

ADDRESS:

154 CHRISTOPHER ST

NEW YORK, NY 10014

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
TEATRO GRATTACIELO
ADDRESS:
2 RIVERSIDE DRIVE, 2C
NEW YORK, NY 10023
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 32,000.

RECIPIENT NAME:
REPERTORIO ESPANOL
ADDRESS:
138 E 27TH ST
NEW YORK, NY 10016
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
THE PUBLIC THEATER NY FOR
SHAKESPEARE FESTIVAL
ADDRESS:
425 LAFAYETTE ST
NEW YORK, NY 10003
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
MCCARTER THEATRE CENTRE
ADDRESS:
91 UNIVERSITY PLACE
PRINCETON, NJ 08540
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
LINCOLN CENTER THEATER
ADDRESS:
150 W 65TH ST
NEW YORK, NY 10023
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
LINCOLN CENTER FOR THE
PERFORMING ARTS
ADDRESS:
10 LINCOLN CENTER PLAZA
NEW YORK, NY 10023
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

GLIMMERGLASS OPERA THEATER, INC

ADDRESS:

18 CHESTNUT ST

COOPERSTOWN, NY 13326

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 45,000.

RECIPIENT NAME:

COLUMBIA UNIVERSITY

ADDRESS:

2960 BROADWAY

NEW YORK, NY 10027

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

NEW YORK CITY CENTER

ADDRESS:

131 W 55TH ST

NEW YORK, NY 10019

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:

BROOKLYN ACADEMY OF MUSIC

ADDRESS:

30 LAYFAYETTE AVE

BROOKLYN, NY 11217

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

SPOLETO FESTIVAL USA

ADDRESS:

14 GEORGE ST

CHARLESTON, SC 29401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

METROPOLITAN OPERA ASSOCIATION

ADDRESS:

LINCOLN CENTER PLAZA

NEW YORK, NY 10023

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

POETRY SOCIETY OF SOUTH CAROLINA

ADDRESS:

C/O BNY MELLON, N.A.

PITTSBURGH, PA 15230

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

LYRIC THEATER

ADDRESS:

59 SW FLAGLER AVE

STUART, FL 34994

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

NATIONAL DANCE INSTITUTE OF NEW MEXICO

ADDRESS:

1140 ALTO STREET

SANTA FE, NM 87501

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

NEW DRAMATISTS

ADDRESS:

424 W 44TH ST

NEW YORK, NY 10036

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

ABRAHAM IN MOTION

ADDRESS:

PO BOX 986

NEW YORK, NY 10113

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ALLIANCE OF RESIDENT THEATRES

ADDRESS:

520 8TH AVE, STE 319

NEW YORK, NY 10018

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

AMAS MUSICAL THEATRE

ADDRESS:

257 W 52ND ST

NEW YORK, NY 10019

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

APOLLO THEATER

ADDRESS:

253 W 125TH ST

NEW YORK, NY 10027-4408

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ARS NOVA

ADDRESS:

511 W 54TH ST

NEW YORK, NY 10019

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ATLANTIC THEATER COMPANY

ADDRESS:

76 9TH AVE #537

NEW YORK, NY 10011

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BALLET TECH

ADDRESS:

800 BROADWAY, 8TH FLOOR

NEW YORK, NY 10003

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BARYSHNIKOV ARTS CENTER

ADDRESS:

450 W 37TH ST #501

NEW YORK, NY 10018

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BREUKELEIN INSTITUTE

ADDRESS:

109 WILLOUGHBY ST

BROOKLYN, NY 11201

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CHARLESTON GAILLARD CENTER

ADDRESS:

95 CALHOUN ST

CHARLESTON, SC 29401

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,500.

RECIPIENT NAME:

DKMS

ADDRESS:

100 BROADWAY, 6TH FLOOR

NEW YORK, NY 10005

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 22,500.

RECIPIENT NAME:

DOUG VARONE AND DANCERS

ADDRESS:

260 W BROADWAY #4

NEW YORK, NY 10013

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

GIBNEY DANCE

ADDRESS:

280 BROADWAY

NEW YORK, NY 10007

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

LAKE GEORGE MUSIC FESTIVAL

ADDRESS:

7 STONE PINE LANE

QUEENSBURY, NY 12804

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

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RECIPIENT NAME:
MANHATTAN THEATRE CLUB
ADDRESS:
311 W 43RD ST #9
NEW YORK, NY 10036
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
MASTER VOICES
ADDRESS:
115 E 57TH ST, 11TH FL
NEW YORK, NY 10022
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
NEW YORK CITY CHILDREN'S THEATER
ADDRESS:
340 E 46TH
NEW YORK, NY 10017
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

PAGE SEVENTY-THREE PRODUCTIONS

ADDRESS:

80 HANSON PL SUITE 305

BROOKLYN, NY 11217

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PIONEERS GO EAST COLLECTIVE

ADDRESS:

C/O BNY MELLON, N.A.

PITTSBURGH, PA 15230

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ROSIES THEATER

ADDRESS:

445 W 45TH ST

NEW YORK, NY 10036

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

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RECIPIENT NAME:

THE SCHOOL OF AMERICAN BALLET

ADDRESS:

70 LINCOLN CENTER PLAZA

NEW YORK, NY 10023

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

TADA! YOUTH THEATER

ADDRESS:

15 W 28TH ST

NEW YORK, NY 10001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

TENET

ADDRESS:

C/O BNY MELLON, N.A.

PITTSBURGH, PA 15230

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

THE ACTORS FUND OF AMERICA

ADDRESS:

729 SEVENTH AVE 10TH FLOOR
NEW YORK, NY 10019

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

CLIVE BARNES FOUNDATION INC

ADDRESS:

241 W 23RD ST #4A
NEW YORK, NY 10011

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BONE MARROW FOUNDATION

ADDRESS:

515 MADISON AVE, STE 1130
NEW YORK, NY 10022

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 22,500.

RECIPIENT NAME:

VH1 SAVE THE MUSIC FOUNDATION

ADDRESS:

1540 BROADWAY, 29TH FLOOR

NEW YORK, NY 10036

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

JOSE LIMON DANCE FOUNDATION

ADDRESS:

466 W 152ND ST

NEW YORK, NY 10031

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

WORKING THEATER

ADDRESS:

520 8TH AE #303

NEW YORK, NY 10018

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

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RECIPIENT NAME:
NEW YORK CITY BALLET
ADDRESS:
20 LINCOLN CENTER PLAZA
NEW YORK, NY 10023
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
CARNEGIE HALL
ADDRESS:
881 SEVENTH AVE
NEW YORK, NY 10019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
CHARLESTON STAGE COMPANY
ADDRESS:
135 CHURCH ST
CHARLESTON, SC 29401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FOOTLIGHT PLAYERS

ADDRESS:

685 N WHITEWOMAN ST

COSHOCOTON, OH 43812

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

JAZZ AT LINCOLN CENTER INC

ADDRESS:

3 COLUMBUS CIR

NEW YORK, NY 10019

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

CONCERT ARTISTS GUILD

ADDRESS:

850 SEVENTH AVE PH-A

NEW YORK, NY 10019

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING PURPOSES

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID:

587,000.

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FEDERAL FOOTNOTES

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ATTACHMENT TO FORM 990PF PART VIII, COLUMN (B) TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION THE COMPENSATION REPORTED IN COLUMN (B) PAID TO BNY MELLON, N.A. AS CORPORATE TRUSTEE IS CALCULATED BASED ON MARKET VALUE AND CURRENT FEE SCHEDULE. IT IS NOT DETERMINED ON AN HOURLY BASIS. CORPORATE TRUSTEE SERVICES INCLUDE ADMINISTRATIVE RESPONSIBILITIES, GRANT REQUIREMENTS, RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, STATEMENT AND ACCOUNTING SERVICES, AND REGULATORY REPORTING.