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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2018

Open to Public Inspection

SEP 0 5 2019 ENVELOPE POSTMARK DATE

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

Name of foundation: THE CHARLES MITCHELL SCHOLARSHIP TRUST
R52526002

A Employer identification number: 13-7105970

Number and street (or P O box number if mail is not delivered to street address): 10 S DEARBORN IL1-0111
Room/suite:

B Telephone number (see instructions): 800-496-2583

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60603

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 change

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E 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) ▶ $ 5,092,615.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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

(6) 04 3/4

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))

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc , received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	110,485.	101,963.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	290,982.			
	b Gross sales price for all assets on line 6a 2,695,536.				
	7 Capital gain net income (from Part IV, line 2)		290,982.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total** Add lines 1 through 11	401,467.	392,945.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	70,637.	42,382.		28,255.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 2	14,323.	2,650.		
	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 3	4,300.			4,300.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	89,260.	45,032.	NONE	32,555.
	25 Contributions, gifts, grants paid	260,000.			260,000.
	26 Total expenses and disbursements Add lines 24 and 25	349,260.	45,032.	NONE	292,555.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	52,207.			
	b **Net investment income** (if negative, enter -0-)		347,913.		
	c **Adjusted net income** (if negative, enter -0-)				

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Form **990-PF** (2018)

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash - non-interest-bearing	16,272.	16,812.	16,812.
2	Savings and temporary cash investments	321,955.	124,750.	124,750.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) STMT 4	3,206,610.	3,375,149.	3,890,800.
c	Investments - corporate bonds (attach schedule) STMT 9	560,712.	816,893.	812,086.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 10	436,853.	262,664.	248,167.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ SUNDRY)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	4,542,402.	4,596,268.	5,092,615.
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	4,542,402.	4,596,268.	
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)	4,542,402.	4,596,268.	
31	**Total liabilities and net assets/fund balances** (see instructions)	4,542,402.	4,596,268.	

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	4,542,402.
2	Enter amount from Part I, line 27a	2	52,207.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	8,464.
4	Add lines 1, 2, and 3	4	4,603,073.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	6,805.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,596,268.

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	2,695,536.		2,404,554.	290,982.
b				
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				290,982.
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 } 2 290,982.

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	250,454.	5,496,594.	0.045565
2016	253,233.	5,068,355.	0.049964
2015	280,884.	5,414,604.	0.051875
2014	285,013.	5,642,427.	0.050512
2013	268,994.	5,377,812.	0.050019

2	**Total** of line 1, column (d)	2	0.247935
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	0.049587
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	5,660,796.
5	Multiply line 4 by line 3	5	280,702.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,479.
7	Add lines 5 and 6	7	284,181.
8	Enter qualifying distributions from Part XII, line 4	8	292,555.

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 ▶ [X] and enter 1% of Part I, line 27b	1	3,479.
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	3,479.
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	3,479.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a: 6,536.		
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	6,536.
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	3,057.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 3,057. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		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?	6	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	7	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 STMT 13	8b		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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JP MORGAN CHASE BANK, N.A. Telephone no ▶ (800)496-2583

Located at ▶ 10 S DEARBORN ST; MC; IL 1-0111; CHICAGO, IL ZIP+4 ▶ 60603

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
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?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

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	5b		X
	Organizations relying on a current notice regarding disaster assistance, check here . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
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
JP MORGAN CHASE BANK, N A 10 S DEARBORN ST; MC, IL 1-0111, CHICAGO, IL 60603	TRUSTEE 2	63,465	-0-	-0-
RICHARD HENRY PERSHAN 1435 LEXINGTON AVE APT 5B, NEW YORK, NY 10128	CO-TRUSTEE 2	7,172	-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		-0-	-0-	-0-

Total number of other employees paid over $50,000 . . . . ▶ **NONE**

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	5,666,798.
b	Average of monthly cash balances	1b	80,203.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	5,747,001.
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	5,747,001.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	86,205.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,660,796.
6	**Minimum investment return.** Enter 5% of line 5	6	283,040.

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	283,040.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	3,479.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,479.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	279,561.
4	Recoveries of amounts treated as qualifying distributions			4	1,500.
5	Add lines 3 and 4			5	281,061.
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	281,061.

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	292,555.
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	292,555.
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	3,479.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	289,076.

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				281,061.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			236,540.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2018				
a From 2013 . . . NONE				
b From 2014 . . . NONE				
c From 2015 . . . NONE				
d From 2016 . . . NONE				
e From 2017 . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 292,555.				
a Applied to 2017, but not more than line 2a			236,540.	
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				56,015.
e Remaining amount distributed out of corpus	NONE			
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	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				225,046.
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	NONE			
10 Analysis of line 9				
a Excess from 2014 . . . NONE				
b Excess from 2015 . . . NONE				
c Excess from 2016 . . . NONE				
d Excess from 2017 . . . NONE				
e Excess from 2018 . . . NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 ***Information Regarding Foundation Managers:***

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

NONE

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

NONE

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

Check here ▶ [X] 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. See instructions

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

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

c Any submission deadlines.

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

Part XV **Supplementary Information** *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 32				260,000.
Total . . . . ▶ **3a**				260,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	110,485.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	290,982.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				401,467.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 401,467.

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: JOY G. LLANES | Date: 08/11/2019 | Title: 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	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JACOB ZEHNDER		08/11/2019		P01564049

Firm's name ▶ ERNST & YOUNG U.S. LLP — Firm's EIN ▶ 34-6565596

Firm's address ▶ 155 N WACKER DRIVE
CHICAGO, IL 60606 — Phone no 312-879-2000

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	2,421.	2,421.
EXEMPT DIVIDENDS SUBJECT TO AMT - STATES	31.	
EXEMPT DIVIDENDS NOT SUBJECT TO AMT - TE	51.	
EXEMPT DIVIDENDS SUBJECT TO AMT - TERRIT		
FOREIGN DIVIDENDS	31,704.	31,704.
NONDIVIDEND DISTRIBUTIONS	154.	
DOMESTIC DIVIDENDS	54,317.	54,317.
NONQUALIFIED FOREIGN DIVIDENDS	902.	902.
NONQUALIFIED DOMESTIC DIVIDENDS	12,498.	12,498.
EXEMPT DIVIDENDS NOT SUBJECT TO AMT - ST	8,286.	
CORPORATE INTEREST	121.	121.
TOTAL	110,485.	101,963.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	118.	118.
FEDERAL TAX PAYMENT - PRIOR YE	5,137	
FEDERAL ESTIMATES - INCOME	6,536.	
FOREIGN TAXES ON QUALIFIED FOR	2,480.	2,480.
FOREIGN TAXES ON NONQUALIFIED	52.	52.
TOTALS	14,323.	2,650

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ATTORNEY GENERAL FEE	250	250.
OTHER PROFESSIONAL FEES	4,050.	4,050.
OTHER EXPENSE (NON-DEDUCTIBLE		
TOTALS	4,300.	4,300

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
101137107 BOSTON SCIENTIFIC CO	7,349.	6,250.	10,319.
110122108 BRISTOL-MYERS SQUIBB	6,744.	5,519	7,017.
115233579 BROWN ADV JAPAN ALPH	49,707.		
125896100 CMS ENERGY CORP	3,681.		
151020104 CELGENE CORP	2,479.	1,749.	2,948.
172967424 CITIGROUP INC	10,306.	8,279	10,672.
254687106 WALT DISNEY CO/THE	16,134.	13,708	15,351.
256206103 DODGE & COX INTL STO	206,924.		
277432100 EASTMAN CHEMICAL CO	4,495.		
369550108 GENERAL DYNAMICS COR	6,002.	7,831.	7,703.
375558103 GILEAD SCIENCES INC	4,322.	3,708.	2,502.
416515104 HARTFORD FINANCIAL S	2,988		
437076102 HOME DEPOT INC	3,221.	2,678.	12,027.
438516106 HONEYWELL INTERNATIO	6,852.	5,129.	15,062.
464287465 ISHARES MSCI EAFE IN	480,418.	458,142.	462,834
493267108 KEYCORP	3,131.	5,349	6,001.
500754106 THE KRAFT HEINZ CO	5,504		
532457108 ELI LILLY & CO	8,693.	7,400.	10,993.
548661107 LOWE'S COS INC	2,446.	1,609.	7,574
573284106 MARTIN MARIETTA MATE	4,332.		
574599106 MASCO CORP	2,084.		
594918104 MICROSOFT CORP	10,523.	7,951.	37,276.
609207105 MONDELEZ INTERNATION	6,362	5,085	7,846.
617446448 MORGAN STANLEY	9,564.	7,705.	13,164.
666807102 NORTHROP GRUMMAN COR	8,925.	7,458.	7,347.
674599105 OCCIDENTAL PETROLEUM	14,465.	14,009.	12,337.
713448108 PEPSICO INC	8,640.	10,433	11,932.
717081103 PFIZER INC	13,925	13,851.	17,416.
723787107 PIONEER NATURAL RESO	7,812	7,906.	7,760.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
808513105 SCHWAB (CHARLES) COR	3,614.	3,090.	4,568.
854502101 STANLEY BLACK & DECK	7,097.	6,032.	7,663.
872540109 TJX COMPANIES INC	3,566.		
882508104 TEXAS INSTRUMENTS IN	6,086.	5,202	9,356.
907818108 UNION PACIFIC CORP	7,262.	8,864	11,888.
949746101 WELLS FARGO & CO	7,714.	3,886	11,105.
988498101 YUM! BRANDS INC		3,994.	4,044.
00724F101 ADOBE INC.	1,457	1,253.	8,823.
00846U101 AGILENT TECHNOLOGIES	6,494.		
02079K107 ALPHABET INC/CA-CL C	10,219.	9,099.	23,819.
02079K305 ALPHABET INC/CA-CL A	5,635.	4,908.	11,495.
05528X604 BBH CORE SELECT FD-N	141,973.		
09062X103 BIOGEN INC	368.	2,080	3,912.
09247X101 BLACKROCK INC	2,314.		
16119P108 CHARTER COMMUNICATIO	6,726	7,951.	9,404.
20030N101 COMCAST CORP-CLASS A	1,461	2,645.	6,197.
20605P101 CONCHO RESOURCES INC	5,595		
25470M109 DISH NETWORK CORP-A	4,129.		
26875P101 EOG RESOURCES INC	11,686.	9,881	10,727.
26884L109 EQT CORP	4,782.		
30303M102 FACEBOOK INC-A	7,299.	3,904.	6,817.
31620M106 FIDELITY NATIONAL IN	5,549	4,780.	7,794.
38141G104 GOLDMAN SACHS GROUP	4,331		
57636Q104 MASTERCARD INC-CLASS	3,636	2,808.	19,242.
58933Y105 MERCK & CO. INC.	8,363.	7,203	8,711.
59156R108 METLIFE INC	4,071.		
60871R209 MOLSON COORS BREWING	5,442.		
64122Q309 NEUBERGER BER MU/C O	115,821.	93,149.	146,574.
65339F101 NEXTERA ENERGY INC	3,506	6,217	7,648.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
65473P105 NISOURCE INC	2,849.	2,310	4,614.
67103H107 O'REILLY AUTOMOTIVE	7,993.	3,513	4,821.
78462F103 SPDR S&P 500 ETF TRU	664,069	664,069.	937,200.
78486Q101 SVB FINANCIAL GROUP	3,355.	2,940.	4,558.
90130A101 TWENTY-FIRST CENTURY	6,904		
91324P102 UNITEDHEALTH GROUP I	6,272.	4,566.	25,161.
92532F100 VERTEX PHARMACEUTICA	1,256.	941.	4,971.
92826C839 VISA INC-CLASS A SHA	5,218.	4,525.	7,784.
94106B101 WASTE CONNECTIONS IN	4,059.	3,479	5,198.
96208T104 WEX INC	3,424.	2,954	4,482.
98138H101 WORKDAY INC-CLASS A	2,641.		
G0176J109 ALLEGION PLC	4,572	3,906.	4,783.
G0177J108 ALLERGAN PLC	15,825.		
G1151C101 ACCENTURE PLC-CL A	5,429	4,625.	8,038.
H1467J104 CHUBB LTD	5,379.	4,368.	9,947.
Y09827109 BROADCOM LTD	2,382.		
00171C403 AMG MG PICTET INTL-Z	185,867.	185,867.	172,097
002824100 ABBOTT LABORATORIES	3,400.		
023135106 AMAZON.COM INC	7,946.	6,257.	25,533.
026874784 AMERICAN INTERNATION	6,658.		
032511107 ANADARKO PETROLEUM C	4,962.		
032654105 ANALOG DEVICES INC	3,117.	6,368.	7,210.
037833100 APPLE INC	4,093	2,331.	24,607.
04314H857 ARTISAN INTL VALUE F	155,765.	155,765.	185,746.
060505104 BANK OF AMERICA CORP	5,343	6,250.	14,439.
064058100 BANK OF NEW YORK MEL	3,461		
084670702 BERKSHIRE HATHAWAY I	7,879.	12,285.	13,884.
125509109 CIGNA CORP	3,731.		
247361702 DELTA AIR LINES INC	5,405.	4,655.	4,341.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
25278X109 DIAMONDBACK ENERGY I	4,154.	3,530.	3,152.
256746108 DOLLAR TREE INC	5,617.	6,257.	6,232.
26078J100 DOWDUPONT INC	13,539.	14,813.	13,423.
45866F104 INTERCONTINENTAL EXC	3,082	2,671.	3,465.
459200101 INTL BUSINESS MACHIN	8,922		
46432F842 ISHARES CORE MSCI EA	225,789	168,536.	152,240.
48129C207 JPMORGAN GL RES ENH	432,557.	228,952.	261,352.
595017104 MICROCHIP TECHNOLOGY	4,001.		
654106103 NIKE INC -CL B	5,446.		
655844108 NORFOLK SOUTHERN COR	4,195.	9,796.	10,767
67066G104 NVIDIA CORP	4,299.	10,380	6,275.
718172109 PHILIP MORRIS INTERN	11,350.	10,154.	6,743.
913017109 UNITED TECHNOLOGIES	5,496	4,754	4,153.
92210H105 VANTIV INC - CL A	3,386		
931427108 WALGREENS BOOTS ALLI	3,085.		
98956P102 ZIMMER HOLDINGS INC	6,892.	11,562.	10,683.
G2709G107 DELPHI TECHNOLOGIES	645.		
G47791101 INGERSOLL-RAND PLC	7,402.		
G6095L109 APTIV PLC	3,275.	5,606.	4,495.
025816109 AMERICAN EXPRESS CO		3,758	3,527.
053015103 AUTOMATIC DATA PROCE		6,652.	6,032.
191216100 COCA-COLA CO/THE		6,326.	6,724.
285512109 ELECTRONIC ARTS INC		8,167.	6,550.
315911750 FIDELITY 500 INDEX F		336,457.	299,029.
701094104 PARKER HANNIFIN CORP		4,789.	3,430.
744320102 PRUDENTIAL FINANCIAL		4,304.	4,404.
778296103 ROSS STORES INC		6,178.	6,406.
981558109 WORLDPAY INC CL A		5,254.	5,044.
11135F101 BROADCOM INC		2,025	14,748.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
46641Q696 JPMORGAN BETABUILDER			113,203.	97,288.
46641Q712 JPMORGAN BETABUILDER			153,665.	136,604.
56585A102 MARATHON PETROLEUM C			10,867.	8,674.
64110L106 NETFLIX INC			5,931.	4,283
70450Y103 PAYPAL HOLDINGS INC			5,674.	5,634.
79466L302 SALESFORCE.COM INC			8,494.	8,903.
83002G306 SIX CIRCLES U.S. UNC			222,372.	203,691
83002G405 SIX CIRCLES INTERNAT			111,186.	98,700.
G5494J103 LINDE PLC			4,819.	4,681.
G5960L103 MEDTRONIC PLC			7,348	8,186.
	TOTALS	3,206,610.	3,375,149	3,890,800.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
693390841 PIMCO FD PAC INV MGM		103,234.		
4812C2395 JPM SHRT-INT MUNI BN		122,618		
256210105 DODGE & COX INCOME F		56,760.		
48129C108 JPMORGAN INTERM T/F		112,743.	230,335.	229,379
592905764 METROPOLITAN WEST T/		109,352.	94,891.	91,773.
77956H534 T ROWE PR EMERG MKTS		56,005.		
464287457 ISHARES BARCLAYS 1-3			171,240.	171,923.
876902800 AMER FNDS T/E BND FN			113,512	112,289
54401E143 LORD ABBETT SHRT DUR			110,454.	110,454
83002G207 SIX CIRCLES TAX AWAR			96,461.	96,268.
	TOTALS	560,712.	816,893.	812,086.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
00191K500 AQR LONG-SHORT EQUIT	C	80,981.		
12628J881 CRM LONG/SHORT OPPOR	C	83,834.	54,890	50,922.
29446A710 EQUINOX FDS TR IPM S	C	52,049.	56,424.	54,462.
29446A819 EQUINOX CAMPBELL STR	C	54,424.		
72201M487 PIMCO UNCONSTRAINED	C	109,082.		
024525172 AMERICAN BEACON GLG	C	56,483.		
09257V508 BLACKSTONE ALT MULTI	C		110,454.	106,520.
25264S833 DIAMOND HILL LONG/SH	C		40,896.	36,263
TOTALS		436,853.	262,664.	248,167.

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

DESCRIPTION	AMOUNT
2017 TRANS POSTED IN 2018	6,964.
RECOVERY OF CHARITABLE DISTRIBUTIONS	1,500.
TOTAL	8,464.

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

DESCRIPTION		AMOUNT
COST BASIS ADJUSTMENT		61.
2018 TRANS POSTED IN 2019		6,588.
SALES WITH BASIS UPDATES		116.
ROUNDING		40.
	TOTAL	6,805.

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.

The New Jersey Office of the Attorney General has indicated that no Forms 990-PF should be filed with the State unless a charitable organization has pre-registered with the office. Although the situs of this trust is New Jersey, it does not solicit contributions from the public and therefore it does not meet the registration requirements of the State of New Jersey. As a result, the Trust does not furnish a copy of its Form 990-PF to the State.

RECIPIENT NAME:
RYDEN CROWTHER
UTAH STATE UNIVERSITY
ADDRESS:
1590 OLD MAIN HILL
Logan, UT 84322
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
ABIGAIL GLEASON
ARIZONA STATE UNIVERSITY
ADDRESS:
411 N. CENTRAL AVENUE
PHOENIX, AZ 85004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
AKAELA CROWTHER
BRIGHAM YOUNG UNIVERSITY - HAWAII
ADDRESS:
55-220 KULANUI ST
LAIE, HI 96762
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 4,250.

RECIPIENT NAME:
ANNEKE BELMAN
SUNY PURCHASE
ADDRESS:
735 ANDERSON HILL ROAD
Purchase, NY 10577
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
BENJAMIN WROBEL
VIRGINIA TECH
ADDRESS:
222 BURRUSS HALL
BLACKSBURG, VA 24061
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
BRENNAN ERICKSON
UNIVERSITY OF MARYLAND
ADDRESS:
7999 REGENTS DR
COLLEGE PARK, MD 20742
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
BROOKLYN JOHNSON
NEW YORK UNIVERSITY
ADDRESS:
70 WASHINGTON SQ SOUTH
NEW YORK CITY, NY 10012
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
DALTON COUSIN
GEORGIA SOUTHERN UNIVERSITY
ADDRESS:
1332 SOUTHERN DR
STATESBORO, GA 30458
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
DALTON SNYDER
MISSISSIPPI COLLEGE
ADDRESS:
200 SOUTH CAPITOL STREET
CLINTON, MS 39058
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
DAVIS SNYDER
MISSISSIPPI STATE UNIVERSITY
ADDRESS:
105 LEE BLVD
MISSISSIPPI STATE, MS 39762
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
DUSTIN SNYDER
DELTA STATE UNIVERSITY
ADDRESS:
HIGHWAY 8 WEST
CLEVELAND, MS 38733
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
EASON MAHONE
UNIVERSITY OF WYOMING
ADDRESS:
1000 E UNIVERSITY AVE
LARAMIE, WY 82071
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
ELIZABETH ZAKAS
UNIVERSITY OF VIRGINIA
ADDRESS:
1215 LEE ST
CHARLOTTESVILLE, VA 22902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
EMILY HUBBARD
UNIVERSITY OF VIRGINIA
ADDRESS:
1215 LEE ST
CHARLOTTESVILLE, VA 22902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
HARRISON DELONG
UNIVERSITY OF SOUTH CAROLINA
ADDRESS:
1501 GREENE ST
COLUMBIA, SC 29208
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 4,250.

RECIPIENT NAME:
HOOKS JOHNSTON
UNIVERSITY OF MICHIGAN
ADDRESS:
500 S. STATE STREET
ANN ARBOR, MI 48109
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
HUNTER CLEMENTS
WASHINGTON COLLEGE
ADDRESS:
300 WASHINGTON AVE
CHESTERTOWN, MD 21620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
JOHN HOMANS
THE UNIVERSITY OF PENNSYLVANIA
ADDRESS:
3400 SPRUCE ST FL 5R
PHILADELPHIA, PA 19104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
JOHN SCULLY
DREXEL UNIVERSITY
ADDRESS:
3141 CHESTNUT ST
PHILADELPHIA, PA 19104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
JOHN WITHERSPOON
NORTH CAROLINA STATE UNIVERSITY
ADDRESS:
P.O. BOX 7302
RALEIGH, NC 27695
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
KATHRYN FARRELL
UNIVERSITY OF PENNSYLVANIA
ADDRESS:
3400 SPRUCE ST FL 5R
PHILADELPHIA, PA 19104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 4,250.

RECIPIENT NAME:
KEITT TRAMMELL
TROY UNIVERSITY
ADDRESS:
601 UNIVERSITY AVE
TROY, AL 36081
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
KENNETH DAILY
NORTHEASTERN UNIVERSITY
ADDRESS:
360 HUNTINGTON AVE
BOSTON, MA 02115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
KEVIN DURKIN
SPRINGFIELD COLLEGE
ADDRESS:
263 ALDEN ST
SPRINGFIELD, MA 01109
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
KRISTEN NELSON
UNIVERSITY OF HOUSTON
ADDRESS:
4800 CALHOUN RD
HOUSTON, TX 77204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
KYLE FLECHSIG
UNIVERSITY OF NORTH CAROLINA-WILMINGTON
ADDRESS:
601 SOUTH COLLEGE ROAD
WILMINGTON, NC 28403
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
LAUREN JOHNSON
LAFAYETTE COLLEGE
ADDRESS:
730 HIGH ST
EASTON, PA 18042
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
LEAH BUSHEY
WILLAMETTE UNIVERSITY
ADDRESS:
900 STATE STREET
SALEM, OR 97301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
LEAH DELAHOUSSAYE
UTAH STATE UNIVERSITY
ADDRESS:
1590 OLD MAIN HILL
LOGAN, UT 84322
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
LEE CROFT
ADDRESS:
33 GILMER ST SE
ATLANTA, GA 30303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
LOUISA PENDERGAST
UNIVERSITY OF WASHINGTON
ADDRESS:
1013 NE 40TH ST
SEATTLE, WA 98105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
LUCY GRINNAN
DUKE UNIVERSITY
ADDRESS:
103 ALLEN BUILDING
DURHAM, NC 27708
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
LUKE CLEMENTS
UNIVERSITY OF PENNSYLVANIA
ADDRESS:
3400 SPRUCE ST FL 5R
PHILADELPHIA, PA 19104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 4,250.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
LYNSEY MCCLINTOCK
NORTHERN ARIZONA UNIVERSITY
ADDRESS:
S SAN FRANCISCO ST
FLAGSTAFF, AZ 86011
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
MADELYNNE HUNTER
PURDUE UNIVERSITY
ADDRESS:
610 PURDUE MALL
WEST LAFAYETTE, IN 47907
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
MADIGAN FARRELL
PROVIDENCE COLLEGE
ADDRESS:
1 CUNNINGHAM SQ
PROVIDENCE, RI 02918
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MATSON ROBERTS
UNIVERSITY OF VIRGINIA
ADDRESS:
1215 LEE ST
CHARLOTTESVILLE, VA 22902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
MELISSA MARCUS
LEHIGH UNIVERSITY
ADDRESS:
27 MEMORIAL DR W
BETHLEHEM, PA 18015
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
MILES WORKS
ST. JOHN'S UNIVERSITY SCHOOL OF LAW
ADDRESS:
8000 UTOPIA PARKWAY
QUEENS, NY 11439
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
MITCHELL GRAY
INDIANA UNIVERSITRY BLOOMINGTON
ADDRESS:
107 SOUTH INDIANA AVE
BLOOMINGTON, IN 47405
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
NATALIE MARCUS
COLUMBIA UNIVERSITY
ADDRESS:
722 W 168TH ST
NEW YORK, NY 10032
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
PATRICK NUGENT
COLLEGE OF THE HOLY CROSS
ADDRESS:
1 COLLEGE ST
WORCESTER, MA 01610
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
PEYTON BURKE
UTAH STATE UNIVERSITY
ADDRESS:
1590 OLD MAIN HILL
LOGAN, UT 84322
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 5,500.

RECIPIENT NAME:
REBECCA MANTHORPE
DREXEL UNIVERSITY
ADDRESS:
3141 CHESTNUT ST
PHILADELPHIA, PA 19104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
RISA LEWIS
THE UNIVERSITY OF CONNECTICUT
ADDRESS:
352 MANSFIELD ROAD
STORRS, CT 06269
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 4,250.

RECIPIENT NAME:
ROSE LEWIS
BOSTON UNIVERSITY
ADDRESS:
595 COMMONWEATLH AVENUE, SUITE 700
BOSTON, MA 02215
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 4,250.

RECIPIENT NAME:
RYAN GOTTWALD
VIRGINIA POLYTECHNIC INSTITUTE
ADDRESS:
222 BURRUSS HALL
BLACKSBURG, VA 24061
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
SARAH COOPER
BERRY COLLEGE
ADDRESS:
2277 MARTHA BERRY HWY NW
MOUNT BERRY, GA 30149
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 4,250.

RECIPIENT NAME:
SAYDE PERRY
POMONA COLLEGE
ADDRESS:
550 N COLLEGE AVE
CLAREMONT, CA 91711
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
SHEILA OLNEY
FAIRFIELD UNIVERSITY
ADDRESS:
1073 N BENSON RD
FAIRFIELD, CT 06824
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 4,250.

RECIPIENT NAME:
SKYLAR FLECHSIG
ELON UNIVERSITY
ADDRESS:
100 CAMPUS DRIVE
ELON, NC 27244
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
STEPHANIE WYNIA
CALVIN COLLEGE
ADDRESS:
3201 BURTON ST SE
GRAND RAPIDS, MI 49546
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
STEPHANIE ZDIMAL
SUNY OSWEGO
ADDRESS:
7060 STATE ROUTE 104
OSWEGO, NY 13126
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

RECIPIENT NAME:
TAYLOR BLAKE
THE UNIVERSITY OF TENNESSEE
ADDRESS:
1038 20TH ST
KNOXVILLE, TN 37916
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 3,750.

THE CHARLES MITCHELL SCHOLARSHIP TRUST 13-7105970
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
TIMOTHY WYNIA
ROSE-HULMAN INSTITUTE OF TECHNOLOGY
ADDRESS:
5500 WABASH AVE
TERRE HAUTE, IN 47803
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 2,250.

RECIPIENT NAME:
WILLIAM MACFARLANE
POINT LOMA NAZARENE UNIVERSITY
ADDRESS:
3900 LOMALAND DR
SAN DIEGO, CA 92106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIP
FOUNDATION STATUS OF RECIPIENT:
I
AMOUNT OF GRANT PAID .... 4,250.

TOTAL GRANTS PAID: 260,000.