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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

For calendar year 2018, or tax year beginning 01-01-2018 , and ending 12-31-2018

Name of foundation
FRANK MANGANO FOUNDATION

A Employer identification number
34-1600651

Number and street (or P O box number if mail is not delivered to street address) Room/suite
119 EAST STATE STREET

B Telephone number (see instructions)
(330) 821-2150

City or town, state or province, country, and ZIP or foreign postal code
ALLIANCE, OH 446014933

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 ☑ 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*) ▶$ 9,764,912

J Accounting method ☑ 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 ▶ ☐

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)
Revenue	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	298,769	298,769		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	10,726			
	b	Gross sales price for all assets on line 6a 1,708,014				
	7	Capital gain net income (from Part IV, line 2)		10,726		
	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	309,495	309,495		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	7,727	0		7,727
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,923	1,923		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	38,384	37,408		200
	24	**Total operating and administrative expenses.** Add lines 13 through 23	48,034	39,331		7,927
	25	Contributions, gifts, grants paid	301,988			301,988
	26	**Total expenses and disbursements.** Add lines 24 and 25	350,022	39,331		309,915
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-40,527			
	b	**Net investment income** (if negative, enter -0-)		270,164		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	21,504	7,716	7,716
	2	Savings and temporary cash investments	1,497,753	283,351	283,351
	3	Accounts receivable ▶ 3,000			
		Less allowance for doubtful accounts ▶	3,000	3,000	3,000
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,715,705	2,485,771	2,824,483
	c	Investments—corporate bonds (attach schedule)	1,618,215	2,080,303	1,977,789
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	466,194	1,323,679	1,318,375
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	3,254,360	3,350,198	3,350,198
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	9,576,731	9,534,018	9,764,912
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 ▶)	0	2,763	
	23	**Total liabilities**(add lines 17 through 22)	0	2,763	
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	72,977	72,977	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	9,503,754	9,458,278	
	30	**Total net assets or fund balances** (see instructions)	9,576,731	9,531,255	
	31	**Total liabilities and net assets/fund balances** (see instructions)	9,576,731	9,534,018	

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	9,576,731
2	Enter amount from Part I, line 27a	2	-40,527
3	Other increases not included in line 2 (itemize) ▶	3	3,131
4	Add lines 1, 2, and 3	4	9,539,335
5	Decreases not included in line 2 (itemize) ▶	5	8,080
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,531,255

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	10,726
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	350,424	6,940,807	0 050488
2016	332,342	6,604,342	0 050322
2015	342,540	6,779,947	0 050523
2014	352,816	7,038,582	0 050126
2013	351,009	7,560,009	0 046430

2	**Total** of line 1, column (d)	2	0 247889
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 049578
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	6,672,049
5	Multiply line 4 by line 3	5	330,787
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,702
7	Add lines 5 and 6	7	333,489
8	Enter qualifying distributions from Part XII, line 4 , ...	8	309,915

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	5,403
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	5,403
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	5,403
6	Credits/Payments				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	2,640		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments Add lines 6a through 6d			7	2,640
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	2,763
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A **Statements Regarding Activities**

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

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶N/A

14 The books are in care of ▶HILL BARTH KING LLC Telephone no ▶(330) 821-2150

Located at ▶119 EAST STATE ST ALLIANCE OH ZIP+4 ▶446014933

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		No
	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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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		
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
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 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, 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
M E MANGANO 119 EAST STATE ST ALLIANCE, OH 446014933	TRUSTEE 5 00	0	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				

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

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

3 Five highest-paid independent contractors for professional services (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		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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	6,252,377
b	Average of monthly cash balances.			1b	517,129
c	Fair market value of all other assets (see instructions).			1c	4,148
d	**Total** (add lines 1a, b, and c).			1d	6,773,654
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0		
2	Acquisition indebtedness applicable to line 1 assets.			2	0
3	Subtract line 2 from line 1d.			3	6,773,654
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	101,605
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	6,672,049
6	**Minimum investment return.** Enter 5% of line 5.			6	333,602

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	333,602
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	5,403		
b	Income tax for 2018 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	5,403
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	328,199
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	328,199
6	Deduction from distributable amount (see instructions).			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	328,199

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	309,915
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	309,915
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	309,915

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				328,199
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			291,309	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 309,915				
a Applied to 2017, but not more than line 2a			291,309	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				18,606
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				309,593
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014. . . .				
b Excess from 2015. . . .				
c Excess from 2016. . . .				
d Excess from 2017. . . .				
e Excess from 2018. . . .				

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

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

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

	Tax year	Prior 3 years			**(e) Total**
	(a) 2018	**(b)** 2017	**(c)** 2016	**(d)** 2015	
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))

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

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

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc 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 Additional Data Table				
Total . . . . ▶ **3a**				
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	298,769	
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	10,726	
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). .		0		309,495	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 309,495

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

******	2019-11-06	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MICHAEL S HOOVER		2019-11-06		P00033988
Firm's name ▶ HILL BARTH & KING LLC				Firm's EIN ▶34-1897225
Firm's address ▶ 119 EAST STATE STREET ALLIANCE, OH 44601				Phone no (330) 821-2150

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 APPLE INC	P	2018-01-25	2018-03-28
1 DREYFUS MIDCAP INDEX FD INV	P	2018-01-25	2018-04-11
EPR PROPERTIES	P	2018-01-23	2018-04-23
EVERSOURCE ENERGY	P	2018-05-01	2018-11-05
EXXON MOBIL CORP	P	2018-01-30	2018-05-18
FIERA CAPITAL EMERGING MKTS	P	2018-01-30	2018-12-21
HALLIBURTON CO HLDG	P	2018-01-30	2018-10-26
LTC PROPERTIES, INC REIT	P	2018-01-25	2018-04-20
PRAXAIR INC	P	2018-10-29	2018-10-31
STARBUCKS CORP	P	2018-01-29	2018-08-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
18,562		18,943	-381
6,916		6,989	-73
4,757		5,567	-810
5,673		5,395	278
7,740		8,290	-550
308,143		413,969	-105,826
31,530		41,306	-9,776
12,710		14,282	-1,572
26,152		26,152	0
15,706		18,284	-2,578

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-381
			-73
			-810
			278
			-550
			-105,826
			-9,776
			-1,572
			0
			-2,578

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
	TIME WARNER INC	P	2018-02-20	2018-06-15
1	US BANCORP	P	2017-05-08	2018-02-12
	VANGUARD FTSE DEVELOPED MAR	P	2018-02-20	2018-12-21
	VAUGHAN NELSON VALUE OPPORT	P	2017-12-21	2018-03-21
	WESTROCK CO	P	2018-02-20	2018-12-21
	3M CO	P	2018-08-15	2018-10-26
	ADOBE	P	2015-02-26	2018-04-04
	ALPHABET INC	P	2014-08-27	2018-12-31
	ALPS ALERIAN MLP ETF	P	2016-06-29	2018-03-22
	ALTRIA GROUP INC	P	2016-06-26	2018-04-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,288		10,335	953
5,965		5,697	268
227,964		276,428	-48,464
5,283		5,286	-3
29,312		49,540	-20,228
18,633		20,020	-1,387
22,894		8,372	14,522
32,835		17,486	15,349
58,296		86,701	-28,405
19,266		17,712	1,554

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			953
			268
			-48,464
			-3
			-20,228
			-1,387
			14,522
			15,349
			-28,405
			1,554

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
	APPLE INC	P	2015-02-26	2018-03-28
1	CELGENE CORP	P	2015-02-26	2018-02-12
	CINTAS CORP	P	2016-06-29	2018-06-13
	CME GROUP INC	P	2016-05-27	2018-08-20
	COSTCO WHOLESALE CO	P	2015-04-15	2018-08-07
	ECOLAB INC	P	2016-03-28	2018-04-10
	EDWARDS LIFESCIENCES	P	2016-03-28	2018-05-30
	ELECTRONIC ARTS INC	P	2017-11-16	2018-12-04
	EPR PROPERTIES	P	2015-01-06	2018-07-09
	EXXON MOBIL CORP	P	2015-01-06	2018-05-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,687		1,298	389
21,661		24,885	-3,224
15,493		7,600	7,893
17,869		10,331	7,538
7,821		5,235	2,586
17,006		13,274	3,732
6,898		3,193	3,705
18,178		24,684	-6,506
6,564		5,819	745
27,700		29,581	-1,881

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			389
			-3,224
			7,893
			7,538
			2,586
			3,732
			3,705
			-6,506
			745
			-1,881

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
	GARRETT MOTION INC	P	2017-11-16	2018-10-05
1	GENERAL MILLS INC	P	2015-04-28	2018-03-27
	GRAMMERCY PPTY TRUST	P	2015-12-01	2018-02-21
	HASBRO INC	P	2015-01-02	2018-04-20
	JP MORGAN CHASE & CO	P	2017-07-14	2018-08-07
	LAMAR ADVERTISING CO0050REIT	P	2014-08-27	2018-06-13
	LILLY ELI & CO	P	2015-02-05	2018-02-12
	LTC PROPERTIES, INC REIT	P	2016-02-25	2018-04-20
	MASTERCARD INC	P	2014-12-17	2018-03-28
	MICROSOFT CORP	P	2016-03-29	2018-08-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
421		282	139
26,352		32,561	-6,209
36,457		36,274	183
56,120		36,793	19,327
10,016		7,835	2,181
6,512		4,566	1,946
26,025		24,276	1,749
20,699		24,700	-4,001
23,142		11,291	11,851
17,941		9,043	8,898

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			139
			-6,209
			183
			19,327
			2,181
			1,946
			1,749
			-4,001
			11,851
			8,898

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
	PAYCHEX INC	P	2015-01-06	2018-06-08
1	PHILP MORRIS INTL	P	2015-12-01	2018-04-23
	PPL CORP	P	2017-11-16	2018-02-21
	RESIDEO TECHNOLOGIES INC	P	2017-11-16	2018-11-09
	SIX FLAGS ENTERAINM	P	2015-12-09	2018-06-13
	STARBUCKS CORPS	P	2015-04-28	2018-08-02
	SYSCO CORP	P	2015-01-15	2018-05-30
	TIME WARNER INC	P	2016-02-19	2018-06-15
	US BANCORP	P	2016-10-07	2018-02-12
	UNITEDHEALTH GRP INC	P	2015-10-26	2018-06-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,781		4,601	2,180
23,314		24,553	-1,239
31,181		32,107	-926
926		750	176
20,950		15,284	5,666
16,479		14,594	1,885
17,221		10,508	6,713
9,675		3,236	6,439
27,655		22,233	5,422
19,040		8,742	10,298

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,180
			-1,239
			-926
			176
			5,666
			1,885
			6,713
			6,439
			5,422
			10,298

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
	VAUGHAN NELSON VALUE OPPORT	P	2015-01-06	2018-03-14
1	VECTOR GROUP LTD	P	2015-01-06	2018-11-27
	VISA INC	P	2015-03-31	2018-04-04
	ZOETIS INC	P	2016-10-24	2018-08-02
	3 M CO	P	2017-09-05	2018-10-26
	DREYFUS MIDCAP INDEX FD INV	P	2009-11-19	2018-04-12
	VAUGHAN NELSON VALUE OPPORT	P	2017-09-05	2018-03-21
	CHARLES SCHWAB LT	P	2009-11-19	2018-12-31
	BNY MELLON	P	2015-12-29	2018-04-12
	AT&T INC	P	2018-02-20	2018-06-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
39,693		34,274	5,419
18,601		18,372	229
23,155		12,845	10,310
15,565		8,679	6,886
7,453		8,058	-605
12,238		7,270	4,968
155,294		82,596	72,698
		3,718	-3,718
15,846		14,566	1,280
14		14	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,419
			229
			10,310
			6,886
			-605
			4,968
			72,698
			-3,718
			1,280
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
	RESIDEO TECHNOLOGIES INC	P	2015-04-29	2018-10-29
1	VECTOR GROUP LTD	P	2014-10-08	2018-09-27
	CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7		6	1
7		7	0
12,732			12,732

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			0
			12,732

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
A PLACE TO BE FOUNDATION PO BOX 1788 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	1,000
AMERICAN CHILDREN OF SCORE PO BOX 3423 THE PLAINS, VA 20198	N/A	PUBLIC	EDUCATION	100
BLUE RIDGE HOSPICE333 W CORK ST WINCHESTER, VA 22601	N/A	PUBLIC	FOR OPERATIONS	250
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BUCHANAN HALLPO BOX 450 UPPERVILLE, VA 20185	N/A	PUBLIC	FOR OPERATIONS	1,000
CALCUTTA FIRE DEPTPO BOX 2448 CALCUTTA, OH 43920	N/A	PUBLIC	FOR OPERATIONS	300
CHERRY BLOSSOM BREAST CANCER FUND P O BOX 402 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	500
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CHRIST UNITED CHURCH OF CHRIST 301 N MAIN ST ORRVILLE, OH 44667	N/A	PUBLIC	FOR OPERATIONS	200
COMMUNITY MUSIC SCHOOL-PIEDMONT P O BOX 442 UPPERVILLE, VA 20185	N/A	PUBLIC	FOR OPERATIONS	100
EAST LIVERPOOL FIRE DEPT 626 ST CLAIR AVE EAST LIVERPOOL, VA 43920	N/A	PUBLIC	FOR OPERATIONS	500
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
EAST LIVERPOOL POLICE DEPT 126 W 6TH ST EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	300
ELCS EDUCATION AND SCHOLARSHIP 16639 ST CLAIR AVE EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR EDUCATION	1,000
ELHS ALUMNI ASSOCIATION 100 MAINE BOULEVARD EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	100
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ELON UNIVERSITYCAMPUS BOX 2600 ELON, NC 27244	N/A	PUBLIC	EDUCATION	100
EMMANUEL EPISCOPAL CHURCH 9668 MAIDSTONE ROAD DELAPLANE, VA 20144	N/A	PUBLIC	FOR OPERATIONS	200
EMMANUEL EPISCOPAL STRAWBERRY FESTIVAL 9668 MAIDSTONE ROAD DELAPLANE, VA 20144	N/A	PUBLIC	FOR OPERATIONS	100
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
F I S H OF CHESTER & NEWELL RD1 BOX 274 CHESTER, WV 26034	N/A	PUBLIC	FOR OPERATIONS	100
F I S H OF ELO 213 W 4TH ST PO BOX 5181 EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	100
FAIRMONT ST COLL-ALUMNI ASSOC 1200 LOCUST AVENUE FAIRMONT, WV 26553	N/A	PUBLIC	EDUCATION	1,500
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FAUQUIER CO SHERIFF'S DEPT 78 W LEET ST SUITE 200 WARRENTON, VA 20186	N/A	PUBLIC	FOR OPERATIONS	1,000
FAUQUIER FIRE & RESCUE ASSN 78 W LEE ST SUITE 101 WARRENTON, VA 20186	N/A	PUBLIC	FOR OPERATIONS	100
FAUQUIER SPCAPO BOX 733 WARRENTON, VA 20188	N/A	PUBLIC	FOR OPERATIONS	100
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GLENMOOR VOLUNTEER FIRE DEPT P O BOX 2761 EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	100
GOOSE CREEK ASSOCIATION PO BOX 1178 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	250
HOSPICE OF FAUQUIER COUNTY 42 N 5TH ST WARRENTON, VA 20186	N/A	PUBLIC	FOR OPERATIONS	100
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HUNT COUNTRY STABLE TOUR PO BOX 127 UPPERVILLE, VA 20185	N/A	PUBLIC	FOR OPERATIONS	1,000
JN DING DARLING1 WILDLIFE DRIVE SANIBEL, FL 33957	N/A	PUBLIC	FOR OPERATIONS	100
LIVERPOOL TOWNSHIP FIRE DEPT 353 ADA STREET EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	300
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
LIVERPOOL TOWNSHIP POLICE DEPT 353 ADA STREET EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	300
LORD FAIRFAX FOOD BANK PO BOX 3142 WINCHESTER, VA 22604	N/A	PUBLIC	FOR OPERATIONS	100
LOU HOLTZUPPER O VALLEY HOF 120 E 5TH ST EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	2,000
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
LOUDOUN 4H THERAPEUTIC RIDING 41793 TUTT LANE LEESBURG, VA 20176	N/A	PUBLIC	FOR OPERATIONS	100
LOUDOUN ABUSED WOMEN'S SHELTER 2 E WASHINGTON MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	200
MADD-NORTHERN VAP O BOX 4248 FALLS CHURCH, VA 22044	N/A	PUBLIC	FOR OPERATIONS	100
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MARSHALL VOLUNTEER RESCUE SQUAD P O BOX 225 MARSHALL, VA 20115	N/A	PUBLIC	FOR OPERATIONS	200
MIDDLEBURG ACADEMY INC 35321 NOTRE DAME LN MIDDLEBURG, VA 20117	N/A	PUBLIC	FOR EDUCATION - OPERATIONS	137,125
MIDDLEBURG ACADEMY INC 35321 NOTRE DAME LN MIDDLEBURG, VA 20117	N/A	PUBLIC	FOR EDUCATION - CAPITAL	60,000
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MIDDLEBURG COMMUNITY CENTER PO BOX 265 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	200
MIDDLEBURG FISHPO BOX 187 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	300
MIDDLEBURG HUMANE FOUNDATION PO BOX 1238 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	500
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MIDDLEBURG LIBRARY BK FUND 101 REED ST MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	200
MIDDLEBURG MONTESSORI SCHOOL PO BOX 35 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	200
MILLWOOD STATION VOLUNTEER FIRE AND RESCUE 252 COSTELLO DRIVE WINCHESTER, VA 22602	N/A	PUBLIC	FOR OPERATIONS	100
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MOSBY HERITAGE FUNDP O BOX 1497 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	100
PIEDMONT CHILD CARE CENTER PO BOX 244 UPPERVILLE, VA 20185	N/A	PUBLIC	FOR OPERATIONS	200
PIEDMONT ENVIRONMENTAL COUNCIL PO BOX 460 WARRENTON, VA 20188	N/A	PUBLIC	FOR OPERATIONS	1,000
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SALVATION ARMY - EAST LIVERPOOL PO BOX 46 EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	200
SALVATION ARMY- WARRENTONFAUQUIER P O BOX 3474 WARRENTON, VA 20188	N/A	PUBLIC	FOR OPERATIONS	200
SANIBEL CAPTIVA FOUNDP O BOX 839 SANIBEL, FL 33957	N/A	PUBLIC	FOR OPERATIONS	100
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEVEN LOAVES SERVICES INC PO BOX 1924 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	100
SHENANDOAH UNIVERSITY 1460 UNIVERSITY DRIVE WINCHESTER, VA 22601	N/A	PUBLIC	EDUCATION	1,000
SPECIAL OLYMPICS OHIO 3303 WINCHESTER PIKE COLUMBUS, OH 43232	N/A	PUBLIC	FOR OPERATIONS	100
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ST CLAIR TOWNSHIP POLICE 15442 PUGH RD SUITE 1 CALCUTTA, OH 43920	N/A	PUBLIC	FOR OPERATIONS	1,000
THE HILL SCHOOLPO BOX 65 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	350
THE LAUREL CENTERPO BOX 1472 WINCHESTER, VA 22604	N/A	PUBLIC	FOR OPERATIONS	100
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TRINITY EPISCOPAL CHURCH PO BOX 127 UPPERVILLE, VA 20185	N/A	PUBLIC	FOR OPERATIONS	30,000
TRI-STATE CHAPLAINCY 425 WEST FIFTH STREET EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	100
TUITION MISSION FOUNDATION PO BOX 458 EAST LIVERPOOL, OH 43920	N/A	PUBLIC	FOR OPERATIONS	1,000
Total . . . . ▶ **3a**				301,988

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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*				
UNION TITLE ATHLETIC CLUB 2040 SOUTH UNION AVE ALLIANCE, OH 44601	N/A	PUBLIC	FOR OPERATIONS	1,000
UPPERVILLE COLT AND HORSE SHOW P O BOX 317 THE PLAINS, VA 20198	N/A	PUBLIC	FOR OPERATIONS	2,000
UPPERVILLE FIRE DEPTPO BOX 237 UPPERVILLE, VA 20185	N/A	PUBLIC	FOR OPERATIONS	3,000
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
VIRGINIA OUTDOORS FOUNDATION P O BOX 322 ALDIE, VA 20105	N/A	PUBLIC	FOR OPERATIONS	200
WINCHESTER MEDICAL CTR 1840 AMHERST ST WINCHESTER, VA 22601	N/A	PUBLIC	FOR OPERATIONS	12,000
WINDY HILL FOUNDATIONPO BOX 1593 MIDDLEBURG, VA 20118	N/A	PUBLIC	FOR OPERATIONS	1,000
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
YMCA500 E FOURTH ST EAST LIVERPOOL, OH 43920	N/A	PUBLIC	CAPITAL	20,000
WALKER JONES31 WINCHESTER WARRENTON, VA 20186	N/A	PUBLIC	FOR OPERATIONS	113
COUNTRY DAY SCHOOL 6418 GEORGETOWN PIKE MCLEAN, VA 22101	N/A	PUBLIC	EDUCATION	4,000
Total . . . . ▶ **3a**				301,988

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HILLSDALE COLLEGE 33 E COLLEGE STREET HILLSDALE, MI 49242	N/A	PUBLIC	EDUCATION	10,000
TENDER ROOTS1701 N BRYAN STREET ARLINGTON, VA 22201	N/A	PUBLIC	FOR OPERATIONS	1,000
Total . . . . ▶ **3a**				301,988

TY 2018 Accounting Fees Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,727	0		7,727

TY 2018 Explanation of Non-Filing with Attorney General Statement

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Statement:

THE STATE OF OHIO REQUIRES A "VERIFICATION OF FILING WITH THE INTERNAL REVENUE SERVICE" FORM BE FILED IN LIEU OF THE FEDERAL FORM 990 AND EXPLICITLY STATES THAT NO FEDERAL FORM 990 BE FURNISHED.

TY 2018 Investments Corporate Bonds Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MUTUAL FUNDS: BOND FUNDS	2,080,303	1,977,789

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491317023699

TY 2018 Investments Corporate Stock Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES	2,485,771	2,824,483

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491317023699

TY 2018 Investments - Other Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENT ASSETS	AT COST	1,323,679	1,318,375

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491317023699

TY 2018 Other Assets Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
NOTE RECEIVABLE - MIDDLEBURG ACADEMY	3,240,000	3,340,000	3,340,000
NOTE RECEIVABLE - HALL OF FAME	11,617	10,198	10,198
PREPAID FEDERAL INCOME TAX	2,743	0	0

TY 2018 Other Decreases Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Description	Amount
FEDERAL INCOME TAX EXPENSE	8,080

TY 2018 Other Expenses Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE OF OHIO FEES	200	0		200
INVESTING FEES	31,766	31,766		0
MISCELLANEOUS FEES	6,418	5,642		0

TY 2018 Other Increases Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Description	Amount
NONTAXABLE DISTRIBUTIONS	3,131

TY 2018 Other Liabilities Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED FEDERAL INCOME TAX	0	2,763

TY 2018 Taxes Schedule

Name: FRANK MANGANO FOUNDATION

EIN: 34-1600651

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,923	1,923		0