

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

Name of foundation FREDERICK HENRY PRINCE TESTAMENTARY TRUST		A Employer identification number 36-6009208	
Number and street (or P O box number if mail is not delivered to street address) 140 SOUTH DEARBORN STREET 1410		Room/suite	B Telephone number (see instructions) (312) 419-8700
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 ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) ▶ \$ 101,814,179	J Accounting method ☐ Cash ☐ Accrual ☒ Other (specify) Modified Cash (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	54,000	54,000		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,753,414			
	b Gross sales price for all assets on line 6a	6,753,414			
	7 Capital gain net income (from Part IV, line 2)		6,753,414		
	8 Net short-term capital gain				
	9 Income modifications			135,000	
	10a Gross sales less returns and allowances	0			
Operating and Administrative Expenses	b Less Cost of goods sold	0			
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	2,461,574	2,461,574	0	
	12 Total. Add lines 1 through 11	9,268,988	9,268,988	135,000	
	13 Compensation of officers, directors, trustees, etc	70,000	35,000	0	35,000
	14 Other employee salaries and wages	463,512	51,739	0	411,773
	15 Pension plans, employee benefits	194,777	21,741	0	173,036
	16a Legal fees (attach schedule)	69,054	0	0	69,054
	b Accounting fees (attach schedule)	12,165	8,516	0	0
	c Other professional fees (attach schedule)	197,576	263	0	197,313
	17 Interest	0	0	0	0
	18 Taxes (attach schedule) (see instructions)	171,423	7,967	0	63,456
	19 Depreciation (attach schedule) and depletion	11,555	0	0	
	20 Occupancy	87,760	0	0	87,760
	21 Travel, conferences, and meetings	58,603	0	0	58,603
	22 Printing and publications				
	23 Other expenses (attach schedule)	132,178	500	0	112,050
	24 Total operating and administrative expenses. Add lines 13 through 23	1,468,603	125,726	0	1,208,045
	25 Contributions, gifts, grants paid	4,449,671			4,534,671
	26 Total expenses and disbursements. Add lines 24 and 25	5,918,274	125,726	0	5,742,716
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	3,350,714			
	b Net investment income (if negative, enter -0-)		9,143,262		
				135,000	

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	607,900	728,203	728,203
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	0	0	0
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶ <u>1,800,000</u> Less allowance for doubtful accounts ▶ <u>0</u>	1,800,000	1,800,000	1,800,000
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	6,548	6,548	6,548
	10a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0		0
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____	0		0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	111,702,426	99,255,803	99,255,803
	14 Land, buildings, and equipment basis ▶ <u>121,506</u> Less accumulated depreciation (attach schedule) ▶ <u>97,881</u>	35,180	23,625	23,625
15 Other assets (describe ▶ _____)	0	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	114,152,054	101,814,179	101,814,179	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule).	0	0	
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
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	114,152,054	101,814,179	
	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)	114,152,054	101,814,179		
31 Total liabilities and net assets/fund balances (see instructions) .	114,152,054	101,814,179		

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	114,152,054
2 Enter amount from Part I, line 27a	2	3,350,714
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	117,502,768
5 Decreases not included in line 2 (itemize) ▶ _____	5	15,688,589
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	101,814,179

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)
1 a PRINCE CHARITABLE TRUST POOLED FUND ST			
b PRINCE CHARITABLE TRUST POOLED FUND LT			
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 139,499			139,499
b 6,613,915			6,613,915
c			
d			
e			

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	
a		0	139,499
b		0	6,613,915
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	6,753,414
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	0

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	4,862,484	106,277,261	0 045753
2016	4,919,166	98,467,546	0 049957
2015	5,377,439	104,092,727	0 051660
2014	5,463,895	106,915,509	0 051105
2013	4,495,847	100,567,088	0 044705

2 Total of line 1, column (d)	2	0 243180
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 048636
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	108,856,395
5 Multiply line 4 by line 3	5	5,294,340
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	91,433
7 Add lines 5 and 6	7	5,385,773
8 Enter qualifying distributions from Part XII, line 4 ,	8	5,742,716

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	91,433
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	
3	Add lines 1 and 2.	3	91,433
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	91,433
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	110,797
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	75,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	185,797
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	94,364
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☐ 94,364 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	1b	No
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 ☐ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ RI _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
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. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

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? Website address ► <u>WWW.PRINCETRUSTS.ORG</u>	13	Yes	
14	The books are in care of ► <u>TONI DOBBINS</u> Telephone no ► <u>(312) 419-8700</u>			

Located at ► 140 SOUTH DEARBORN STREET STE 1410 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 <u>0</u>		
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	Yes	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

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)		Yes	No
	(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		No
	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)

5a	During the year did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ 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	No
	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? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	☒ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment 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
PATRICK WOOD-PRINCE 140 SOUTH DEARBORN STREET 1410 CHICAGO, IL 60603	TRUSTEE 2 500	35,000	0	0
DIANA C PRINCE 140 SOUTH DEARBORN STREET 1410 CHICAGO, IL 60603	TRUSTEE 2 500	35,000	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
Carolynn Brunette 816 CONNECTICUT AVENUE NW WASHINGTON, DC 20006	Managing Director 35 000	153,235		0
BENNA WILDE 140 SOUTH DEARBORN STREET 1410 CHICAGO, IL 60603	DIRECTOR OF ARTS 15 000	148,235		0
CHARLES TWICHELL 140 SOUTH DEARBORN STREET 1410 CHICAGO, IL 60603	Executive Director 35 000	164,440		0
TONI DOBBINS 140 SOUTH DEARBORN STREET 1410 CHICAGO, IL 60603	Dir of Acct & Hr 35 000	114,677		0
SHARON ROBINSON 140 SOUTH DEARBORN STREET 1410 CHICAGO, IL 60603	Grants Manager 35 000	95,790		0
Total number of other employees paid over \$50,000.				3

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
JULIA BAER 2238 NORTH ILLINOIS STREET ARLINGTON, VA 22205	CONSULTING	69,360
LEONARD BERMAN 3058 6TH STREET BOULDER, CO 80304	CONSULTING	62,000

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	109,773,907
b	Average of monthly cash balances.	1b	740,200
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	110,514,107
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	
3	Subtract line 2 from line 1d.	3	110,514,107
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,657,712
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	108,856,395
6	Minimum investment return. Enter 5% of line 5.	6	5,442,820

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	5,442,820
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	91,433
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	964
c	Add lines 2a and 2b.	2c	92,397
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	5,350,423
4	Recoveries of amounts treated as qualifying distributions.	4	135,000
5	Add lines 3 and 4.	5	5,485,423
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	5,485,423

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	5,742,716
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	5,742,716
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	91,433
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	5,651,283

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				5,485,423
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 2014		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				0
b From 2014.				127,189
c From 2015.				295,531
d From 2016.				73,481
e From 2017.				0
f Total of lines 3a through e.	496,201			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>5,742,716</u>				
a Applied to 2017, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				5,485,423
e Remaining amount distributed out of corpus	257,293			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	753,494			
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.				
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	753,494			
10 Analysis of line 9				
a Excess from 2014.				127,189
b Excess from 2015.				295,531
c Excess from 2016.				73,481
d Excess from 2017.				0
e Excess from 2018.				257,293

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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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 e-mail address of the person to whom applications should be addressed

PRINCE CHARITABLE TRUSTS
140 S DEARBORN ST STE 1410
CHICAGO, IL 60603
(312) 419-8700

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

Information and materials that should be submitted along with an application include WRITTEN PROPOSALS, IRS LETTER OF DETERMINATION UNDER SECTION 509(A), CURRENT BUDGET, AUDITED FINANCIAL STATEMENTS, and DESCRIPTIVE LITERATURE. THE APPLICATION IS AVAILABLE ONLINE AT THE FOLLOWING WEBSITE: [HTTPS://PRINCETRUSTS.ORG/APPLY/](https://princetrusts.org/apply/)

c Any submission deadlines

APPLICATIONS ARE RECEIVED THROUGHOUT THE YEAR. DEADLINES USUALLY ARE IN JAN, MAY AND JUNE

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

NONE

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 <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				
b <i>Approved for future payment</i> Piedmont Environmental Council (Coalition for Smarter Growth) PO Box 460 Warrenton, VA 20188	NONE	NC	to add a staff member dedicated to Northern Virginia	50,000
Total ▶ 3b				

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2018)

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

		Yes	No
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1a(1)		No
1a(2)		No

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1b(1)	No
--------------	-----------

1b(2)		No
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1b(3)		No
--------------	--	-----------

1b(4)		No
--------------	--	-----------

1b(5)		No
--------------	--	-----------

1b(6)		No
--------------	--	-----------

1c		No
----	--	----

value
ue

[illegible]

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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

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

(see instr)? ☒ Yes ☐ No

Title

**Paid
Preparer
Use Only**

PTIN

P01327423

Firm's EIN ► 35-0921680

Phone no (312) 899-7000

Chicago, IL 606061224

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Advocate Charitable Foundation 3075 Highland Parkway Suite 600 Downers Grove, IL 60515	NONE	PC	Staff Resiliency Program	25,000
Albany Park Theater Project PO Box 25072 Chicago, IL 60625	NONE	PC	general operating support	1,000
Allendale Association IncPO Box 1088 Lake Villa, IL 60046	NONE	PC	general operating support	2,500
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Alliance for the Great Lakes 17 North State Street Suite 1390 Chicago, IL 60602	NONE	PC	Illinois Coastal Resilience Project	25,000
American Press Institute 4401 N Fairfax Drive Arlington, VA 22203	NONE	PC	support for the Piedmont Journalism Foundation	30,000
American National Red Cross 2200 W Harrison Street Chicago, IL 60612	NONE	PC	Hurricane Relief	2,500
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Amherst College Trustees 280 Main Street Amherst, MA 01002	NONE	PC	general operating support Emily Dickinson Museum	168
Animal Welfare League 10305 Southwest Highway Chicago Ridge, IL 60415	NONE	PC	general operating support	500
Ann & Robert H Lurie Childrens Hospital of Chicago 225 E Chicago Ave Chicago, IL 60611	NONE	PC	CLOCC Baby-Friendly Hospital Initiative	35,000
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
Anacostia Waterfront Trust 1156 15th Street NW Washington, DC 20005	NONE	PC	support coordination of outreach and activities related to the Year of the Anacostia	25,000
Anacostia Watershed Society Inc 4302 Baltimore Avenue Bladensburg, MD 20710	NONE	PC	support of the river report card and public policy efforts	25,000
Aquidneck Community Table PO Box 1481 Newport, RI 02840	NONE	PC	general operating support	15,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Aquidneck Land Trust 790 Aquidneck Avenue Middletown, RI 02842	NONE	PC	general operating support \$50,000 and one-time support to develop marketing and major donor materials \$15,000	65,000
Art Institute of Chicago 111 S Michigan Avenue Chicago, IL 60603	NONE	PC	Auxiliary Board Treasure Hunt	1,000
Athletes Serving AthletesPO Box 4222 Timonium, MD 21094	NONE	PC	general operating support	200
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Baffler FoundationPO Box 390049 Cambridge, MA 02139	NONE	PC	general operating support	3,000
Ballet Theatre Foundation Inc 890 Broadway 3rd Floor New York, NY 10003	NONE	PC	for the American Ballet Theatre's Annual Residency at the Kennedy Center	2,500
Barrow Street Nursery School at Greenwich House Inc 27 Barrow Street New York, NY 10014	NONE	PC	renovations to the school gym	10,000
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Bay Journal Media Inc 619 Oakwood Drive Seven Valley, PA 17360	NONE	PC	support of the second and final year of fundraising campaign	20,000
Best Pets Inc4567 West Moncrieff Place Denver, CO 80212	NONE	PC	general operating support	5,000
Between FriendsPO Box 608548 Chicago, IL 60660	NONE	PC	general operating support	1,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Black Ensemble Theater Corporation 4450 N Clark Street Chicago, IL 60640	NONE	PC	general operating support	20,000
Boston Symphony Orchestra Inc 301 Massachusetts Avenue Boston, MA 02115	NONE	PC	for Highwood level support for the 2018 Tanglewood Music Center	1,500
Boys Clubs & Girls Clubs of Newport County Inc 95 Church Street Newport, RI 02840	NONE	PC	general operating support	45,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Boys Clubs & Girls Clubs of Newport Cty Inc (Newport Prtnrshp for Families) 95 Church Street Newport, RI 02840	NONE	PC	for the Reading Reaps Rewards Summer Reading Program	6,000
Brainfood Inc1525 Newton St NW Washington, DC 20010	NONE	PC	support acquisition of Brainfood's programs and staff by DC Central Kitchen	10,000
Brooklyn Friends School375 Pearl Street Brooklyn, NY 11201	NONE	PC	general operating support	100
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Brooks School1160 Great Pond Road North Andover, MA 01845	NONE	PC	Annual Fund	1,000
Brother Wolf Animal Rescue 31 Glendale Avenue Asheville, NC 28803	NONE	PC	general operating support	2,500
Building Bridges Across the River 1901 Mississippi Avenue SE Washington, DC 20020	NONE	PC	general operating support for the THEARC Theater, Black Box Farm	20,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
C & O Canal Trust Inc 1850 Dual Highway Suite 100 Hagerstown, MD 21740	NONE	PC	general operating support	5,000
Cairn Rescue USA67 Richards Street Geneva, IL 60134	NONE	PC	general operating support	1,500
Capital Fringe Inc 1358 Florida Avenue NE Washington, DC 20001	NONE	PC	general operating support	10,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Center on Budget and Policy Priorities 820 First Street NE Suite 510 Washington, DC 20002	NONE	PC	for improving morale for DC-based nurses and community based health clinic staff	15,000
Center on Halsted3656 N Halsted Street Chicago, IL 60613	NONE	PC	Youth Housing Initiative	15,000
Charting Careers IncPO Box 304 Arnold, MD 21012	NONE	PC	general operating support	100
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Chesapeake Bay Foundation Inc 6 Herndon Avenue Annapolis, MD 21403	NONE	PC	general operating support	400
Chesapeake Bay Foundation Inc 6 Herndon Avenue Annapolis, MD 21403	NONE	PC	support of the Chesapeake Bay Foundation's rotational grazing program in Virginia	25,000
Chesapeake Bay Trust 60 West Street Suite 405 Annapolis, MD 21401	NONE	PC	for the Capacity-Building Initiative of the Chesapeake Bay Funders Network	25,000
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Chicago Childrens Choir 78 East Washington Street 5th Floor Chicago, IL 60602	NONE	PC	program expansion	25,000
Chicago Foundation for Women 140 South Dearborn Chicago, IL 60603	NONE	PC	33rd Annual Luncheon	5,000
Chicago Run3611 N Kedzie Chicago, IL 60618	NONE	PC	general operating support	25,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Chicago Symphony Orchestra 220 South Michigan Avenue Chicago, IL 60604	NONE	PC	Support a Civic Orchestra Fellow	20,000
Chicago Theatre Group Inc 170 North Dearborn Chicago, IL 60601	NONE	PC	general operating support	10,000
Childrens First Fund The Chicago Public School Foundation 42 W Madison Street 3rd Floor Chicago, IL 60602	NONE	PC	general operating support for the Calumet is My Back Yard Program	20,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Childrens Law Center Incorporated 501 3rd Street NW 8th Floor Washington, DC 20001	NONE	PC	for the Healthy Together Medical-Legal Partnership	50,000
Church Community Housing Corporation 50 Washington Square Newport, RI 02840	NONE	PC	final phase of the Historic Newport Spring Project	25,000
City Wildlife Inc 15 Oglethorpe Street NW Washington, DC 20011	NONE	PC	general operating support	2,500
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Clean Ocean Access23 Johnny Cake Hill Middletown, RI 02842	NONE	PC	general operating support	15,000
College Unbound 325 Public Street 2nd Floor Providence, RI 02905	NONE	PC	for the Newport Program	20,000
Columbia Land Trust850 Officers Row Vancouver, WA 98661	NONE	PC	general operating support	5,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Community MusicWorks 1392 Westminster Street Providence, RI 02909	NONE	PC	Newport String Project \$30,000 and a one-time additional increase of \$5,000	35,000
Community of Hope Inc 4 Atlantic Street SW Washington, DC 20032	NONE	PC	to improve morale and retention of healthcare staff, especially those providing behavioral health services	40,000
Company of the Redwood Library and Athenaeum 50 Bellevue Avenue Newport, RI 02840	NONE	PC	for the Redwood Library's summer event Fete de la Bastille	5,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Company of the Redwood Library and Athenaeum 50 Bellevue Avenue Newport, RI 02840	NONE	PC	general operating support	25,000
Conservation Law Foundation Inc 62 Summer Street Boston, MA 02110	NONE	PC	to protect Aquidneck Island water resources	20,000
Council on Foundations Inc 2121 Crystal Drive Suite 700 Arlington, VA 22202	NONE	PC	dues general operating support	3,100
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Court Theatre Fund5535 S Ellis Ave Chicago, IL 60637	NONE	PC	The Prince Prize for Commissioning Original Work	75,000
Day One100 Medway Street Providence, RI 02906	NONE	PC	general operating support for the Aquidneck Island Programs	20,000
Days End Farm Horse Rescue PO Box 309 Lisbon, MD 21765	NONE	PC	general operating support	2,500
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
DC Central Kitchen IncPO Box 417406 Boston, MA 02241	NONE	PC	support the youth-focused job center and cafe at THEARC	15,000
Democracy Now Productions Inc 207 W 25th Street 11th floor New York, NY 10001	NONE	PC	general operating support	2,000
Dickinson CollegePO Box 1773 Carlisle, PA 17013	NONE	PC	general operating support	1,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Dreaming Out Loud Foundation 80 M Street SE Washington, DC 20004	NONE	PC	general operating support	25,000
East Bay Community Action Program 19 Broadway Newport, RI 02840	NONE	PC	to EBCAP for the Newport Family & Child Opportunity Zone "Parents as Teachers" program	35,000
East Bay Community Action Program 19 Broadway Newport, RI 02840	NONE	PC	general operating support	20,000
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Eclipse Theatre Company 4001 N Ravenswood Ave Ste 602-B Chicago, IL 60613	NONE	PC	general operating support	100
The Edna St Vincent Millay Society CO Elizabeth Barnett PO Box 2 Austerlitz, NY 12017	NONE	PC	general operating support	200
Eighth Blackbird Performing Arts Association 4045 N Rockwell Street 2nd Floor Chicago, IL 60618	NONE	PC	general operating support	500
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Elephant Sanctuary in Tennessee PO Box 393 Hohenwald, TN 38462	NONE	PC	general operating support	2,300
Environmental Integrity Project 1000 Vermont Avenue NW Suite1100 Washington, DC 20005	NONE	PC	EPA Watchdog	100
Equine Rescue League Foundation PO Box 4366 Leesburg, VA 20177	NONE	PC	general operating support	2,500
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Everthrive Illinois 1256 W Chicago Avenue Chicago, IL 32500	NONE	PC	Empowerment Institute	32,500
FabNewport1 York Street Newport, RI 02840	NONE	PC	general operating support	15,000
Food Research & Action Center Inc 1200 18th Street NW Suite 400 Washington, DC 20036	NONE	PC	support of food policy work in Washington, DC	20,000
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
For the Love of Paws Corp 105 South Newland Street Lakewood, CO 80226	NONE	PC	general operating support	3,000
Forefront 205 South LaSalle Street Suite 1540 Chicago, IL 60604	NONE	PC	membership support \$4,400 and \$5,000 for Bronze Sponsorship of annual Luncheon	9,400
Forefront 205 South LaSalle Street Suite 1540 Chicago, IL 60604	NONE	PC	Peer Skill Share Program	6,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Friends of Audubon School 3500 North Hoyne Street Chicago, IL 60618	NONE	PC	for Eve Enriquez Hawk Walk	200
Friends of Jones700 South State Chicago, IL 60605	NONE	PC	Annual Fund	1,000
Friends of Kenilworth Aquatic Gardens 1212 Quincy Street NW Washington, DC 20011	NONE	PC	general operating support	10,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Friends of Whitney M Young High School 211 S Laflin Street Chicago, IL 60607	NONE	PC	Annual Fund	5,000
Future Harvest Inc 1114 Shawan Road Suite 1 Cockeysville, MD 21030	NONE	PC	general operating support of the Chesapeake Foodshed Network	25,000
Future Harvest Inc 1114 Shawan Road Suite 1 Cockeysville, MD 21030	NONE	PC	general operating support	200
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
The Carden Club of America 14 East 60th Street New York, NY 10022	NONE	PC	for the Partners for Plants Fund	2,500
Georgetown Ministry Center 1041 Wisconsin Ave NW Washington, DC 20007	NONE	PC	general operating support	5,000
Girls in the Game NFP 1401 S Sacramento Drive Chicago, IL 60623	NONE	PC	general operating support	25,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Glass Slipper Project PO Box 577915 Chicago, IL 60657	NONE	PC	general operating support	1,000
Grantmakers in the Arts 522 Courtland Avenue 1st Floor Bronx, NY 10451	NONE	PC	general operating support	1,500
Green Scheme 1453 Evarts Street NE Washington, DC 20018	NONE	PC	general operating support	10,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Greater Washington Community Foundation 1325 G Street NW Suite 480 Washington, DC 20005	NONE	PC	support the Cure Violence violence-intervention pilot in District	15,000
Greater Washington Educational Telecoms Association Inc 3939 Campbell Avenue Arlington, VA 22206	NONE	PC	for broadcast of Classical WETA's	5,000
Green Era Educational NFP (URBAN GROWERS COLLECTIVE) 1200 W 35th Street 118 Chicago, IL 60609	NONE	NC	BlackTalk Climate Change and Environment	40,000
Total ▶ 3a				4,534,671

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Green Era Educational NFP (URBAN GROWERS COLLECTIVE) 1200 W 35th Street 118 Chicago, IL 60609	NONE	NC	Youth Corps	20,000
Grow Smart Rhode Island One Empire Plaza Providence, RI 02903	NONE	PC	general operating support \$40,000 with a one-time additional increase of \$10,000	50,000
Healthy Schools Campaign 175 North Franklin Street Suite 300 Chicago, IL 60606	NONE	PC	Space to Grow Greening Chicago Schoolyards	25,000
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Heartland International Health Center 3048 N Wilton 2nd Floor Chicago, IL 60657	NONE	PC	Youth Health Egagement Project	30,000
Hope for Animals Clear Creek Rescue PO Box 63 Georgetown, CO 80444	NONE	PC	general operating support	3,000
Hubbard Street Dance Chicago Inc 1147 W Jackson Blvd Chicago, IL 60607	NONE	PC	general operating support	20,000
Total ► 3a				4,534,671

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Illinois Humanities Council Incorporated 125 S Clark Street 650 Chicago, IL 60603	NONE	PC	general operating support	200
Institute for Integrative Health Inc 1407 Fleet Street Suite 300 Baltimore, MD 21231	NONE	PC	for You Are a Work of Art, a Hospital Morale Program for Nurses at Walter Reed National Military Center	20,000
Island Moving CompanyPO Box 746 Newport, RI 02840	NONE	PC	general operating support	30,000
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Jacops Pillow Dance Festival Inc 358 George Carter Road Becket, MA 01223	NONE	PC	general operating support for the 2019 season	100
Jazz Institute of Chicago Inc 410 S Michigan Avenue Suite 500 Chicago, IL 60605	NONE	PC	general operating support	750
John F Kennedy Center for the Performing Arts 2700 F Street NW Washington, DC 20566	NONE	PC	for education programs, including the DC Public Schools Initiative and Opera Look-In	30,000
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Journey Through Hallowed Ground PO Box 77 Waterford, VA 20197	NONE	PC	general operating support	25,000
Kartemquin Educational Films 1901 W Wellington Chicago, IL 60657	NONE	PC	general operating support	20,000
Key School Inc534 Hillsmere Drive Annapolis, MD 21403	NONE	PC	general operating support	300
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La Casa Norte3533 West North Avenue Chicago, IL 60647	NONE	PC	general operating support	20,000
Lake Forest Country Day School 145 S Green Bay Road Lake Forest, IL 60045	NONE	PC	general operating support	5,000
Lambs Farm IncPO Box 520 Libertyville, IL 60048	NONE	PC	general operating support	4,000
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Latin School of Chicago 59 W North Boulevard Chicago, IL 60610	NONE	PC	general operating support	100
Latin School of Chicago 59 W North Boulevard Chicago, IL 60610	NONE	PC	Weight Room \$15,000, Latin Commons \$10,000	25,000
Latin School of Chicago 59 W North Boulevard Chicago, IL 60610	NONE	PC	Annual Fund	100
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Laureus Sport for Good Foundation 645 Fifth Avenue New York, NY 10022	NONE	PC	Sport for Good Chicago general operating support	15,000
Lincoln Park Zoological Society 2001 N Clark Street Chicago, IL 60614	NONE	PC	support the Lincoln Park Zoo Ball	10,000
Lucys Hearth19 Valley Road Middletown, RI 02842	NONE	PC	general operating support	30,000
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Lynn Sage Cancer Research Foundaton 251 E Huron Street Chicago, IL 60611	NONE	PC	for the Pink Ribbon Awards	5,000
Marthas Table2114 14th Street NW Washington, DC 20009	NONE	PC	for the Joyful Food Markets	20,000
Martin Luther King Community Center 20 Dr Marcus F Wheatland Boulevard Newport, RI 02840	NONE	PC	general operating support	30,000
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Math Circles of Chicago 1034 N Wells Street Chicago, IL 60610	NONE	PC	general operating support	1,000
MedStar-Georgetown Innovation Network Caregiver Wellness 3800 Reservoir Road NW Washington, DC 20007	NONE	PC	to support Early Childhood Innovation Network Caregiver Wellness	50,000
Metropolitan Opera Association Inc 30 Lincoln Center New York, NY 10023	NONE	PC	Support the Met Broadcasts Campaign	2,500
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MetroSquash NFP 6100 S Cottage Grove Avenue Chicago, IL 60637	NONE	PC	general operating suppot	30,000
Middleburg Humane Foundation PO Box 1238 Middleburg, VA 20118	NONE	PC	general operating support	2,500
Modern School of Fashion and Design Inc 136 Newberry Street Boston, MA 02116	NONE	PC	general operating support	5,000
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Mosaic Theater Company of DC 1333 H Street NE Washington, DC 20002	NONE	PC	general operating support	10,000
N1 Foundation Inc68 Jay Street 405 Brooklyn, NY 11201	NONE	PC	general operating support	3,000
NAAACP Legal Defense and Educational Fund Inc 40 Rector Street 5th Floor New York, NY 10006	NONE	PC	general operating support	1,000
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National Gallery of Art 2000B South Club Drive Landover, MD 20785	NONE	PC	Collectors' Committee \$20,000, Exhibition Circle \$20,000	40,000
National Park Foundation 1110 Vermont Avenue NW Washington, DC 20005	NONE	PC	support the revitalization of Anacostia Park	30,000
National Sporting Library Incorporated PO Box 1335 Middleburg, VA 20118	NONE	PC	general operating support and membership	5,000
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National Wildlife Federation 1100 Wildlife Center Drive Reston, VA 20190	NONE	PC	for Choose Clean Water Coalition and its activities in Virginia	50,000
Near North Montessori School 1434 West Division Street Chicago, IL 60622	NONE	PC	general operating support	1,000
The New York Public Library Astor Lenox and Tilden Foundations Fifth Avenue and 42nd Street New York, NY 10018	NONE	PC	for the Library Luncheon	25,000
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New Moms Inc 5317 West Chicago Aveue Chicago, IL 60618	NONE	PC	general operating support	15,600
New Venture Fund 1201 Connecticut Avenue NW Suite 33 Washington, DC 20036	NONE	PC	general operating support	12,000
Newport Art Museum and Art Association 76 Bellevue Avenue Newport, RI 02840	NONE	PC	general operating support	30,000
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Newport Community School 55 Broadway Newport, RI 02840	NONE	PC	for the NCS Connects program	10,000
Newport County Community Mental Health Center Inc 127 Johnny Cake Hill Road Middletown, RI 02842	NONE	PC	support of 24/7 Behavioral Health Crisis Services	25,000
Newport County Womens Resource Center 114 Touro Street Newport, RI 02840	NONE	PC	general operating support \$30,000 with a one-time increase of \$5,000	35,000
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Newport Country Club Preservation Foundation 39 Bellvue Avenue Newport, RI 02840	NONE	PC	general operating support	10,000
Newport Historical Society 82 Touro Street Newport, RI 02840	NONE	PC	general operating support	25,000
Newport Historical Society 82 Touro Street Newport, RI 02840	NONE	PC	for the Newport Show	5,000
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Newport Hospital Foundation Inc 11 Friendship Street Newport, RI 02840	NONE	PC	2018 Summer Celebration's special Fund-A-Need to aquire equipment to provide Cardia CT for Calcium Scoring and Coronary CT Angiography testing	25,000
Newport Hospital Foundation Inc 11 Friendship Street Newport, RI 02840	NONE	PC	to support uncompensated care for the residents of Newport	10,000
Newport Hospital Foundation Inc 11 Friendship Street Newport, RI 02840	NONE	PC	Beyond the Building capital campaign for a new emergency room	25,000
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The Newport Tree Society 320 Thames Street Suite 278 Newport, RI 02840	NONE	PC	general operating support	30,000
Newport Young Mens Christian Association 792 Valley Road Middletown, RI 02842	NONE	PC	RhodySquash Program	20,000
Newport Young Mens Christian Association 792 Valley Road Middletown, RI 02842	NONE	PC	for the Squash Center	135,000
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Norman Bird Sanctuary Trust 583 Third Beach Road Middletown, RI 02842	NONE	PC	general operating support	25,000
Northwestern Memorial Healthcare 251 E Huron Street Chicago, RI 60611	NONE	PC	Improving patient-centered care through communication skills training	40,000
Northwestern Memorial Healthcare (Northwestern Lake Forest Hospital) 660 North Westmoreland Road Lake Forest, IL 60045	NONE	PC	Women's Auxiliary Board	2,000
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One Tail at a Time 2020 N California Ave Suite 7 Chicago, IL 60647	NONE	PC	general operating support	2,500
PCC Community Wellness Center 14 Lake Street Oak Park, IL 60302	NONE	PC	pediatric dental equipment	8,968
Phillips Collection1600 21st Street NW Washington, DC 20009	NONE	PC	general operating support	20,000
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Piedmont Environmental Council PO Box 460 Warrenton, VA 02188	NONE	PC	general operating support	150,000
Piedmont Environmental Council (Coalition for Smarter Growth) PO Box 460 Warrenton, VA 20188	NONE	NC	for the Regional Land Use, Transportation and Affordable Housing Campaigns	120,000
Planned Parenthood Association of Metropolitan Washington DC Inc 1225 4th Street NE Washingtn, DC 20002	NONE	PC	general operating support	40,000
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Planned Parenthood of Southern New England Inc 111 Point Street Providence, RI 02903	NONE	PC	support of the Building Futures Campaign	50,000
Planned Parenthood of Southern New England Inc 111 Point Street Providence, RI 02903	NONE	PC	Public Policy and Advocacy Program \$35,000 with a one-time additional increase of \$10,000	45,000
The Poetry Foundation 61 W Superior Street Chicago, IL 60654	NONE	POF	educational programs	1,000
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Potomac Riverkeeper Inc 3070 M Street NW Washington, DC 20007	NONE	PC	general operating support	25,000
Preservation Society of Newport County 424 Bellevue Avenue Newport, RI 02840	NONE	PC	Annual Fund \$5,000, Newport Symposium \$1,000, Annual Summer Ball \$10,000, support of whips for the Coaching Weekend \$10,000	26,000
Preservation Society of Newport County 424 Bellevue Avenue Newport, RI 02840	NONE	PC	Tree and Landscape Preservation Program	45,000
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Preservation Society of Newport County 424 Bellevue Avenue Newport, RI 02840	NONE	PC	luncheon at Marble House as part of the Coaching Weekend 2018	27,071
Prince Foundation140 South Dearborn Chicago, IL 60603	NONE	PF	PWP Discretionary funds granted to PF	412,000
Project Exploration4511 South Evans Chicago, IL 60653	NONE	PC	general operating support	800
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Protestant Episcopal Cathedral Foundation of the D of C Massachusetts and Wisconsin Ave NW Washington, DC 20016	NONE	PC	general operating support of the Cathedral's Annual Fund	2,500
Protestant Episcopal Church Diocese of Chicago Bishops and Trustees 1424 N Dearborn Parkway Chicago, IL 60610	NONE	PC	Campaign for St Chrys	10,000
Rape Abuse and Incest National Network Inc 1220 L Street NW Washington, DC 20005	NONE	PC	general operating support	750
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Rectory School IncPO Box 68 Pomfret, CT 06258	NONE	PC	Annual Fund	1,000
Restoring the Path1406 W 64th Street Chicago, IL 60636	NONE	PC	general operating support	30,000
Rhode Island Arts Foundation at Newport Incorporated 26 Valley Road Suite 103 Middletown, RI 02842	NONE	PC	for the Newport Music Festival	5,000
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Rhode Island Arts Foundation at Newport Incorporated 850 Aquidneck Avenue Middletown, RI 02842	NONE	PC	general operating support	40,000
Rhode Island Community Food Bank Association 200 Niantic Avenue Providence, RI 02907	NONE	PC	general operating support for Newport County programs	25,000
Rhode Island Kids Count Inc One Union Station Providence, RI 02903	NONE	PC	general operating support	50,000
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Rhode Island Legal Services Inc 56 Pine Street Providence, RI 02903	NONE	PC	general operating support for the Newport office	35,000
Rhode Island Natural History Survey PO Box 1858 Kingston, RI 02881	NONE	PC	Narragansett Bay Coyote Study	30,000
Rhode Island Natural History Survey PO Box 1858 Kingston, RI 02881	NONE	PC	coyote educational video	15,000
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Robert Potter League for Animals Inc PO Box 412 Middletown, RI 02840	NONE	PC	general operating support	20,000
Robert Potter League for Animals Inc PO Box 412 Middletown, RI 20840	NONE	PC	CoyoteSmarts Program	20,000
Rush University Medical Center 1700 W Van Buren Street Chicago, IL 60612	NONE	PC	Provider Experience Enhancement and Resilience Project	25,000
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Sail to Prevail IncPO Box 1264 Newport, RI 02840	NONE	PC	general operating support	10,000
Sargent Shriver National Center on Poverty Law 50 E Washington Street Suite 500 Chicago, IL 60602	NONE	PC	general opertaing support	15,000
Save The Bay Inc 100 Save the Bay Drive Providence, RI 02916	NONE	PC	general operting support	65,000
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Save The Bay Inc 100 Save the Bay Drive Providence, RI 02916	NONE	PC	support the Bay Defense Fund as part of the capital campaign for the 50th Anniversary Campaign of Save the Bay	50,000
Shedd Aquarium Society 1200 South Lake Shore Drive Chicago, IL 60605	NONE	PC	general operating support	6,500
Society for the Preservation of New England Antiquities Inc 141 Cambridge Street Boston, MA 02114	NONE	PC	Project CHICK	4,000
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Soul Dog Rescue 4844 South Kalamath Street Englewood, CO 80110	NONE	PC	general operating support	3,300
St Georges SchoolPO Box 1910 Newport, RI 02840	NONE	PC	Annual Fund	10,000
St Lukes School487 Hudsons Street New York, NY 10014	NONE	PC	for the annual fund	10,000
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St Patrick Residence 1400 Brookdale Road Naperville, IL 60563	NONE	PC	for the Gold Key Gala	1,000
Star Kids Scholarship Program PO Box 6214 Middletown, RI 02842	NONE	PC	general operating support	10,000
Steppenwolf Theatre Company 758 West North Avenue Chicago, IL 60610	NONE	PC	general operating support	30,000
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Street Soccer USA Inc115 E 13th Street New York, NY 10003	NONE	PC	general operating support	15,000
Student Conservation Association Inc 4245 N Fairfax Drive Ste 825 Arlington, VA 22203	NONE	PC	Chicago Program	20,000
Sweet Water Foundation 5749 S Perry Avenue Chicago, IL 60621	NONE	PC	general operating support	15,000
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Synetic Theatre Inc 2155 Crystal Plaza Arcade Arlington, VA 22202	NONE	PC	general operating support	10,000
Teen Living Programs Inc 162 W Hubbard Street Suite 4900 Chicago, IL 60654	NONE	PC	general operating support \$20,000 professional development \$20,000	40,000
Third Sector New England Inc 89 South Street Suite 700 Boston, MA 02111	NONE	PC	general operating support Rhode Island Land Trust Council	15,000
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Travellers Rest Equine Elders Sanctuary PO Box 2260 Spotsylvania, VA 22553	NONE	PC	general operating support	2,500
Trinity Services Inc 100 North Gouger Road Joliet, IL 60432	NONE	PC	Wilcox Group Home In Joliet	2,500
Tudor Place Foundation Inc 1644 31st Street NW Washington, DC 20007	NONE	PC	25th Annual Spring Garden Party \$10,000 and 2018 Annual Fund \$5,000	15,000
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Umoja Student Development Corporation 2935 West Polk Room 116 Chicago, IL 60612	NONE	PC	general operating support	1,600
Unitarian Universalist Association 135 Pelham Street Newport, RI 02840	NONE	PC	Shaw Stained Glass Window Restoration	15,000
US Conf of Cath Bishops Little Strs of Poor St Josephs Home for Elderly 80 West Northwest Highway Palatine, IL 60067	NONE	PC	general operating support	4,000
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Name and address (home or business)				
a <i>Paid during the year</i>				
Unity Parenting and Counseling Inc 600 W Cermak Road 3rd Floor Chicago, IL 60616	NONE	PC	operating support \$15,000, one time support for furniture for apartments in new housing initiative \$15,000	30,000
University of Chicago 5235 S Harper Court Chicago, IL 60615	NONE	PC	Extension for Community Healthcare Outcomes-Chicago Program	25,000
University of Maryland Foundation Inc 3300 Metzerott Road Adelphi, MD 20783	NONE	PC	Purple Line Community Compact and Beyond Project	20,000
Total ► 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
University of Rhode Island Foundation 79 Upper College Road Kingston, RI 02881	NONE	PC	Aquidneck Island Climate Change Adaptation Planning	35,000
Upbeat Music and Arts Center 4318 W Irving Park Road Chicago, IL 60641	NONE	PC	general operating support	2,500
Urban Initiatives Inc 650 West Lake Street Suite 340 Chicago, IL 60661	NONE	PC	general operating support	25,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Vassar College124 Raymond Avenue Poughkeepsie, NY 12603	NONE	PC	to begin fund honoring Sheila G Riesel '66	1,564
Virginia Conservation Network 409 E Main Street Richmond, VA 23219	NONE	PC	general operating support \$20,000, support development of VA conservation civic engagement plan	55,000
Virginia League of Conservation Voters Education Fund 100 West Franklin Street Richmond, VA 23220	NONE	PC	for targeted outreach and education in Loudoun County	20,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Virginia Point to Point Foundation PO Box 1877 Middleburg, VA 20118	NONE	PC	general operating support	2,500
Voices for Illinois Children Inc 125 S Clark Street Chicago, IL 60603	NONE	PC	general operating support	15,000
Wades ArmyPO Box 215 Skillman, NJ 08502	NONE	PC	general operating support	250
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Washington Humane Society the Society for the Prevention of 71 Oglethorpe Street NW Washington, DC 20011	NONE	PC	general operating support	5,000
Washington Regional Association of Grantmakers 1400 16th Street NW Washington, DC 20036	NONE	PC	for dues	11,500
Washington Regional Association of Grantmakers 1400 16th Street NW Washington, DC 20036	NONE	PC	Medical Moralge Program	50,000
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Washington Regional Association of Grantmakers (1863 Ventures) 1400 16th Street NW Washington, DC 20036	NONE	PC	support high-growth entrepreneurs from Wards 7 & 8	25,000
Washington Square Services Corporation 4 Farewell Street Newport, RI 02840	NONE	PC	case managers at the McKinney Cooperative Shelter	20,000
Wild Animal Sanctuary a Colorado Non-Profit Corporation 1946 WCR 53 Keenesburg, CO 80643	NONE	PC	general operating support	3,400
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Windy Hill Foundation IncPO Box 1593 Middleburg, VA 20118	NONE	PC	general operating support	10,000
Windward Fund 1201 Connecticut Avenue NW Washington, DC 20036	NONE	PC	to the Washington Area Food Funders for general operating support \$10,000, to support the first annual Chesapeake Food Summit \$25,000	35,000
Woman's Board of Northwestern Memorial Hospital 541 N Fairbanks Chicago, IL 60611	NONE	PC	for a "Night Under the Big Top"	1,250
Total ▶ 3a				4,534,671

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Womens Health and Education Fund PO Box 5863 Providence, RI 02903	NONE	PC	general operating support	15,000
Woodlands Academy 760 East Westleigh Road Lake Forest, IL 60045	NONE	PC	general operating support	18,000
Total ▶ 3a				4,534,671

TY 2018 Accounting Fees Schedule**Name:** FREDERICK HENRY PRINCE TESTAMENTARY TRUST**EIN:** 36-6009208**Software ID:** 18007697**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	12,165	8,516	0	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Depreciation Schedule

Name: FREDERICK HENRY PRINCE TESTAMENTARY TRUST

EIN: 36-6009208

Software ID: 18007697

Software Version: 2018v3.1

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Furniture & Fixtures						4,928			
Computer Equipment						5,789			
Leasehold Improvements						838			

TY 2018 Investments - Other Schedule**Name:** FREDERICK HENRY PRINCE TESTAMENTARY TRUST**EIN:** 36-6009208**Software ID:** 18007697**Software Version:** 2018v3.1**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PRINCE CHARITABLE TRUST POOLED	FMV	99,255,803	99,255,803

**TY 2018 Land, Etc.
Schedule****Name:** FREDERICK HENRY PRINCE TESTAMENTARY TRUST**EIN:** 36-6009208**Software ID:** 18007697**Software Version:** 2018v3.1

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LEASEHOLD IMPROVEMENTS	12,566	4,607	7,959	7,959
Other	108,940	93,274	15,666	15,666

TY 2018 Legal Fees Schedule**Name:** FREDERICK HENRY PRINCE TESTAMENTARY TRUST**EIN:** 36-6009208**Software ID:** 18007697**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	69,054	0	0	69,054

TY 2018 Other Decreases Schedule**Name:** FREDERICK HENRY PRINCE TESTAMENTARY TRUST**EIN:** 36-6009208**Software ID:** 18007697**Software Version:** 2018v3.1

Description	Amount
UNREALIZED LOSS	15,688,589

TY 2018 Other Expenses Schedule**Name:** FREDERICK HENRY PRINCE TESTAMENTARY TRUST**EIN:** 36-6009208**Software ID:** 18007697**Software Version:** 2018v3.1**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	54,311	0	0	34,683
DUES & SUBSCRIPTIONS	15,053	0	0	15,053
PAYROLL SERVICE FEES	3,075	500	0	2,575
FUNCTION SUPPORT	16,029	0	0	16,029
COMPUTER EXPENSE	6,000	0	0	6,000
INSURANCE EXPENSE GENERAL	37,710	0	0	37,710

TY 2018 Other Income Schedule**Name:** FREDERICK HENRY PRINCE TESTAMENTARY TRUST**EIN:** 36-6009208**Software ID:** 18007697**Software Version:** 2018v3.1**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME FROM PRINCE CHARITABLE POOLED FUND	2,461,574	2,461,574	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

**TY 2018 Other
Notes/Loans Receivable
Long Schedule**

Name: FREDERICK HENRY PRINCE TESTAMENTARY TRUST

EIN: 36-6009208

Software ID: 18007697

Software Version: 2018v3.1

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
PIEDMONT ENVIRONMENTAL COUNCIL		1,800,000	1,800,000	2012-07	2019-07	NOTE DUE IN LUMP-SUM PAYMENT AT MATURITY	300 %	CERTAIN REAL ESTATE LOCATED IN LOUDON COUNTY, VA	TO CONTROL DEVELOPMENT OF CERTAIN REAL ESTATE		1,800,000

TY 2018 Other Professional Fees Schedule**Name:** FREDERICK HENRY PRINCE TESTAMENTARY TRUST**EIN:** 36-6009208**Software ID:** 18007697**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL SERVICES	176,959	0	0	176,959
ADMINISTRATIVE SERVICES	20,617	263	0	20,354

TY 2018 Taxes Schedule**Name:** FREDERICK HENRY PRINCE TESTAMENTARY TRUST**EIN:** 36-6009208**Software ID:** 18007697**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	100,000	0	0	0
PAYROLL TAX	71,373	7,967	0	63,456
OTHER TAX	50	0	0	0

**Frederick Henry Prince Testamentary Trust
FEIN # 36-6009208**

**2018 Form 990-PF
Part VII-B, Question 5c
Expenditure Responsibility Statement**

Grantee:	Coalition for Smarter Growth (Paid Through Piedmont Environmental Council) 316 F Street NE Suite 200 Washington, DC 20002
Date and Amount of Grant:	June 18, 2018
Purpose of the Grant:	Regional Land Use, Transportation and Affordable Housing Campaigns
Amounts Expended by Grantee:	\$120,000 00
Diversion of Funds:	To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant
Dates of Reports Received:	January 7, 2019
Verification of Reports:	February 2, 2019

**Frederick Henry Prince Testamentary Trust
FEIN # 36-6009208**

**2018 Form 990-PF
Part VII-B, Question 5c
Expenditure Responsibility Statement**

Grantee:	Coalition for Smarter Growth (Paid Through Piedmont Environmental Council) 316 F Street NE Suite 200 Washington, DC 20002
Date and Amount of Grant:	17-Dec-18
Purpose of the Grant:	add a staff member dedicated to Northern Virginia
Amounts Expended by Grantee:	\$50,000 00
Diversion of Funds:	To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant
Dates of Reports Received:	August 22, 2019
Verification of Reports:	August 22, 2019

**Frederick Henry Prince Testamentary Trust
FEIN # 36-6009208**

**2018 Form 990-PF
Part VII-B, Question 5c
Expenditure Responsibility Statement**

Grantee:	Urban Growers Collective (Paid Through Green Era Educational NFP) 1200 W 35th Street, #118 Chicago, IL 60609
Date and Amount of Grant:	12/07/2018 \$20,000 00
Purpose of the Grant:	Youth Corps
Amounts Expended by Grantee:	\$0 00
Diversion of Funds:	To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant
Dates of Reports Received:	October 9, 2019
Verification of Reports:	October 9, 2019

**Frederick Henry Prince Testamentary Trust
FEIN # 36-6009208**

**2018 Form 990-PF
Part VII-B, Question 5c
Expenditure Responsibility Statement**

Grantee:	Urban Growers Collective (Paid Through Green Era Educational NFP) 1200 W 35th Street, #118 Chicago, IL 60609
Date and Amount of Grant:	12/07/2018 \$40,000 00
Purpose of the Grant:	Black Talk Climate and Environment
Amounts Expended by Grantee:	\$17,701 68
Diversion of Funds:	To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purpose of the grant
Dates of Reports Received:	October 4, 2019
Verification of Reports:	October 4, 2019