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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 07-01-2018 , and ending 06-30-2019

Name of foundation
FRANKE FAMILY CHARITABLE FOUNDATION

A Employer identification number
36-3662848

Number and street (or P.O. box number if mail is not delivered to street address) 676 N MICHIGAN AVE NO 2920 | Room/suite

B Telephone number (see instructions)
(312) 573-2743

City or town, state or province, country, and ZIP or foreign postal code
CHICAGO, IL 606112861

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16*) ▶$ 50,601,047

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

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).)*

Section	Line	Description	(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	109,365	109,365		
	4	Dividends and interest from securities	250,976	377,756		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	3,798,799			
	b	Gross sales price for all assets on line 6a 4,788,611				
	7	Capital gain net income (from Part IV, line 2)		2,701,090		
	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)	0	1,381,798		
	12	**Total.** Add lines 1 through 11	4,159,140	4,570,009		
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)	19,941	0		16,941
	c	Other professional fees (attach schedule)	142,523	29,670		112,853
	17	Interest		60,739		
	18	Taxes (attach schedule) (see instructions)	113,000	18,698		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	50,053	0		50,053
	21	Travel, conferences, and meetings	9,290	0		9,290
	22	Printing and publications	562	0		562
	23	Other expenses (attach schedule)	13,846	220,257		13,846
	24	**Total operating and administrative expenses.** Add lines 13 through 23	349,215	329,364		203,545
	25	Contributions, gifts, grants paid	3,741,034			2,210,034
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,090,249	329,364		2,413,579
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	68,891			
	b	**Net investment income** (if negative, enter -0-)		4,240,645		
	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	555,622	1,108,051	1,108,051
	2	Savings and temporary cash investments	7,814,724	8,555,302	8,555,302
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)	1,163,138	0	0
	b	Investments—corporate stock (attach schedule)	48,128	34,434	34,434
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	41,194,118	40,903,260	40,903,260
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	50,775,730	50,601,047	50,601,047
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	1,130,000	2,661,000	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	1,130,000	2,661,000	
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	49,645,730	47,940,047	
	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			
	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)	49,645,730	47,940,047	
	31	**Total liabilities and net assets/fund balances** (see instructions)	50,775,730	50,601,047	

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	49,645,730
2	Enter amount from Part I, line 27a	2	68,891
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	49,714,621
5	Decreases not included in line 2 (itemize) ▶	5	1,774,574
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	47,940,047

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			(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 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	2,701,090
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	2,200,732	49,500,948	0.044458
2016	2,281,797	44,708,866	0.051037
2015	2,022,277	43,773,186	0.046199
2014	2,297,257	43,865,145	0.052371
2013	2,353,573	45,678,000	0.051525

2 Total of line 1, column (d)	2	0.245590
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	0.049118
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	49,999,989
5 Multiply line 4 by line 3	5	2,455,899
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	42,406
7 Add lines 5 and 6	7	2,498,305
8 Enter qualifying distributions from Part XII, line 4	8	2,413,579

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	84,813
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	84,813
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	84,813
6	Credits/Payments:				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	87,868		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	25,000		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments. Add lines 6a through 6d.			7	112,868
8	Enter any **penalty** for underpayment of estimated tax. Check here ☑ if Form 2220 is attached.			8	22
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	28,033
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶ 28,033	**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).	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	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? *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) ▶ IL			
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	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. 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)

		Line	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	Yes	
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 ▶SUSAN O KELTY Telephone no. ▶(312) 573-2743

Located at ▶676 N MICHIGAN AVE NO 2920 CHICAGO IL ZIP+4 ▶606112861

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 |

		Line	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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☑ Yes ☐ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☑ No

		Line	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____

		Line	Yes	No
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

		Line	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		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? ☑ 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
RICHARD J FRANKE 676 NORTH MICHIGAN AVE NO 2920 CHICAGO, IL 606112861	TRUSTEE 5.00	0	0	0
BARBARA E FRANKE 676 NORTH MICHIGAN AVE NO 2920 CHICAGO, IL 606112861	TRUSTEE 5.00	0	0	0
JANE S FRANKE 676 NORTH MICHIGAN AVE NO 2920 CHICAGO, IL 606112861	TRUSTEE 5.00	0	0	0
KATHERINE M FRANKE 676 NORTH MICHIGAN AVE NO 2920 CHICAGO, IL 606112861	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
SUSAN O KELTY 625 WILLIAM ST RIVER FOREST, IL 603051923	GRANT AND FOUNDATION ADMINISTRATION	73,778

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	41,051,454
b	Average of monthly cash balances.			1b	9,709,956
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	50,761,410
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	50,761,410
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	761,421
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	49,999,989
6	**Minimum investment return.** Enter 5% of line 5.			6	2,499,999

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	2,499,999
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	84,813		
b	Income tax for 2018. (This does not include the tax from Part VI.).	2b	2,692		
c	Add lines 2a and 2b.			2c	87,505
3	Distributable amount before adjustments. Subtract line 2c from line 1.			3	2,412,494
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	2,412,494
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	2,412,494

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	2,413,579
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	2,413,579
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	2,413,579

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					2,412,494
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___ , 20___			0		
3 Excess distributions carryover, if any, to 2018:					
a From 2013.					
b From 2014.					
c From 2015.					
d From 2016.	33,742				
e From 2017.					
f **Total** of lines 3a through e.		33,742			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ $ 2,413,579					
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.					2,412,494
e Remaining amount distributed out of corpus		1,085			
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		34,827			
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					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		34,827			
10 Analysis of line 9:					
a Excess from 2014.					
b Excess from 2015.					
c Excess from 2016.	33,742				
d Excess from 2017.					
e Excess from 2018.	1,085				

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).)

See Additional Data Table

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* See Additional Data Table				
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			14	109,365	
4 Dividends and interest from securities. . . .	525990	2,169	14	248,807	
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	525990	38,234	18	3,760,565	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a ORDINARY LOSS THRU SCHEDULE K-1'S	525990	2,372		-2,372	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e). .		42,775		4,116,365	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 4,159,140

(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.

******	2020-05-07	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr.)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
JOSEPH L ALI		2020-04-29		P02093808

Firm's name ▶ PKF O'CONNOR DAVIES LLP	Firm's EIN ▶27-1728945
Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 100225342	Phone no. (212) 286-2600

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	PUBLICLY TRADED SECURITIES			
1	BAIN CAPITAL FUND X, L.P.	P		
	BAIN CAPITAL FUND XI, L.P.	P		
	BC VII PRIVATE INVESTORS, LLC	P		
	FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP	P		
	GNDI HOLDINGS I, L.P.	P		
	GP OPPORTUNISTIC GROWTH STRATEGIES, L.P.	P		
	SRI TEN REIT	P		
	VENTURE INVESTMENT ASSOCIATES, L.P.	P		
	VENTURE INVESTMENT ASSOCIATES II, L.P.	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)
1,164,050		989,813	174,237
			560,484
			139,883
			15,934
			-44,502
			244,459
			342,359
			38,292
			12,243
			-2,776

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	
			174,237
			560,484
			139,883
			15,934
			-44,502
			244,459
			342,359
			38,292
			12,243
			-2,776

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.)
	VENTURE INVESTMENT ASSOCIATES III, L.P.	P		
1	VENTURE INVESTMENT ASSOCIATES IV, L.P.	P		
	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)
			-17,625
			3,146
1,234,956			1,234,956

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	
			-17,625
			3,146
			1,234,956

Form 990PF Part XV Line 1a - 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).

RICHARD J FRANKE
BARBARA E FRANKE

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*				
AMERICAN ACADEMY OF ARTS & SCIENCES 136 IRVING STREET CAMBRIDGE, MA 021381929	N/A	PC	GENERAL OPERATIONS	5,000
AMERICAN PHILOSOPHICAL SOCIETY 104 S FIFTH STREET PHILADELPHIA, PA 191063309	N/A	PC	GENERAL OPERATIONS	25,000
ARIZONA MUSICFEST 7950 E THOMPSON PEAK PARKWAY SCOTTSDALE, AZ 852557405	N/A	PC	GENERAL OPERATIONS	25,000
Total . . . . ▶ **3a**				2,210,034

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*				
ART INSTITUTE OF CHICAGO 111 S MICHIGAN AVENUE CHICAGO, IL 606036488	N/A	PC	SUSTAINING FELLOWS	25,000
ART INSTITUTE OF CHICAGO 111 S MICHIGAN AVENUE CHICAGO, IL 606036488	N/A	PC	TEXTILE DEPARTMENT	10,000
CENTER FOR CONSTITUTIONAL RIGHTS 666 BROADWAY NEW YORK, NY 100122317	N/A	PC	GENERAL OPERATIONS	333,000
Total . . . . ▶ **3a**				2,210,034

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*				
CHICAGO HUMANITIES FESTIVAL 500 N DEARBORN STREET CHICAGO, IL 606543300	N/A	PC	GENERAL OPERATIONS	53,500
CHICAGO SHAKESPEARE THEATRE 800 EAST GRAND AVENUE CHICAGO, IL 606115436	N/A	PC	GENERAL OPERATIONS	40,000
CLASSICAL AMERICAN HOMES PRESERVATION TRUST 69 E 93RD STREET NEW YORK, NY 101281331	N/A	POF	GENERAL OPERATIONS	1,000
Total . . . . ▶ **3a**				2,210,034

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*				
COLORADO COLLEGE 14 E CACHE LA POUDRE STREET COLORADO SPRINGS, CO 809033243	N/A	PC	GENERAL OPERATIONS	100,000
COMMUNITY FOOD PANTRY OF TARRYTOWN 24 JOHN STREET TARRYTOWN, NY 105913905	N/A	PC	GENERAL OPERATIONS	2,000
CONNECTICUT FOOD BANK INC 229 MOUNTAIN GROVE STREET BRIDGEPORT, CT 06605	N/A	PC	GENERAL OPERATIONS	5,000
Total . . . . ▶ **3a**				2,210,034

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*				
COURT THEATRE5535 S ELLIS AVENUE CHICAGO, IL 606371401	N/A	PC	GENERAL OPERATIONS	25,000
DUBIN BREAST CANCER OF TISCH CANCER INSTITUTE 1175 5TH AVENUE NEW YORK, NY 10029	N/A	PC	GENERAL OPERATIONS	15,000
ELM CITY CONSORT INC 234 EVERIT STREET NEW HAVEN, CT 065111322	N/A	PC	GENERAL OPERATIONS	1,000
Total . . . . ▶ **3a**				2,210,034

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*				
HARVARD BUSINESS SCHOOL FUND 79 SOLDIERS FIELD BOSTON, MA 021631317	N/A	PC	GENERAL OPERATIONS	1,200
INTEGRATED REFUGEE & IMMIGRANT SERVICES 235 NICOLL STREET 2ND FLOOR NEW HAVEN, CT 065112672	N/A	PC	GENERAL OPERATIONS	200,000
INTERNATIONAL FESTIVAL OF ARTS & IDEAS 195 CHURCH STREET SUITE 1200 NEW HAVEN, CT 065104012	N/A	PC	GENERAL OPERATIONS	1,000
Total . . . . ▶ **3a**				2,210,034

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*				
KEEWAYDIN FOUNDATION 500 RUSTIC LANE SALISBURY, VT 057699436	N/A	PC	GENERAL OPERATIONS	1,000
LEAP31 JEFFERSON STREET NEW HAVEN, CT 065114947	N/A	PC	GENERAL OPERATIONS	5,000
LONG WHARF THEATRE 222 SARGENT DRIVE NEW HAVEN, CT 065115955	N/A	PC	GENERAL OPERATIONS	30,000
Total . . . . ▶ **3a**				2,210,034

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*				
LYRIC OPERA OF CHICAGO 20 N WACKER DRIVE SUITE 860 CHICAGO, IL 606062899	N/A	PC	GENERAL OPERATIONS	25,000
MAYO CLINIC 13400 E SHEA BOULEVARD SCOTTSDALE, AZ 852595499	N/A	PC	GENERAL OPERATIONS	100,000
NEW YORK COMMUNITY TRUST 909 THIRD AVENUE 22ND FLOOR NEW YORK, NY 100224752	N/A	PC	GENERAL OPERATIONS	200,000
Total . . . . ▶ **3a**				2,210,034

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*				
NEWBERRY LIBRARY 60 W WALTON STREET CHICAGO, IL 606103305	N/A	PC	GENERAL OPERATIONS	5,000
NORTHWESTERN UNIVERSITY 633 CLARK STREET EVANSTON, IL 602080001	N/A	PC	WOMEN'S BOARD	500
NORTHWESTERN UNIVERSITY 633 CLARK STREET EVANSTON, IL 602080001	N/A	PC	WE WILL CAMPAIGN	60,000
Total . . . . ▶ **3a**				2,210,034

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*				
OPEN DOOR FAMILY MEDICAL CENTER 165 MAIN STREET OSSINING, NY 105624702	N/A	PC	GENERAL OPERATIONS	1,000
PENTWATER ARTS COUNCILPO BOX 725 PENTWATER, MI 494490725	N/A	PC	GENERAL OPERATIONS	500
UNIVERSITY OF CHICAGO PRESS 1115 E 58TH STREET CHICAGO, IL 606371511	N/A	PC	GENERAL OPERATIONS	20,000
Total . . . . ▶ **3a**				2,210,034

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*				
UNIVERSITY OF CHICAGO 5801 S ELLIS AVENUE SUITE 1 CHICAGO, IL 606375418	N/A	PC	HUMANITIES COUNCIL FUND	25,000
UNIVERSITY OF CHICAGO 5801 S ELLIS AVENUE SUITE 1 CHICAGO, IL 606375418	N/A	PC	JAMES CHANDLER'S DIRECTOR'S FUND	200,000
UNIVERSITY OF CHICAGO 5801 S ELLIS AVENUE SUITE 1 CHICAGO, IL 606375418	N/A	PC	WOMEN'S BOARD	1,000
Total . . . . ▶ **3a**				2,210,034

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*				
WEINBERG COLLEGE OF ARTS AND SCIENCES 1918 SHERIDAN ROAD EVANSTON, IL 602080847	N/A	PC	GENERAL OPERATIONS	5,000
WESTCHESTER COMMUNITY FOUNDATION 210 N CENTRAL AVENUE SUITE 310 HARTSDALE, NY 105301951	N/A	PC	GENERAL OPERATIONS	50,000
YALE ART GALLERY 1111 CHAPEL STREET NEW HAVEN, CT 065102300	N/A	PC	GENERAL OPERATIONS	25,000
Total . . . . ▶ **3a**				2,210,034

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*				
YALE CENTER FOR BRITISH ART 1080 CHAPEL STREET NEW HAVEN, CT 065102302	N/A	PC	GENERAL OPERATIONS	30,000
YALE REPERTORY THEATRE PO BOX 208244 NEW HAVEN, CT 065208244	N/A	PC	GENERAL OPERATIONS	5,000
YALE UNIVERSITY157 CHURCH STREET NEW HAVEN, CT 065102100	N/A	PC	DEAN TAKAHASHI PROFESSORSHIP	10,000
Total . . . . ▶ **3a**				2,210,034

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*				
YALE UNIVERSITY157 CHURCH STREET NEW HAVEN, CT 065102100	N/A	PC	JOHN WALSH LECTURE & EDUCATION FUND	25,000
YALE UNIVERSITY157 CHURCH STREET NEW HAVEN, CT 065102100	N/A	PC	LIBRARY FRANKE RM DHLAB RENOVATION	400,000
YALE UNIVERSITY157 CHURCH STREET NEW HAVEN, CT 065102100	N/A	PC	NEW RESIDENTIAL COLLEGES	118,334
Total . . . . ▶ **3a**				2,210,034

TY 2018 Accounting Fees Schedule

Name: FRANKE FAMILY CHARITABLE FOUNDATION

EIN: 36-3662848

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX RETURN PREPARATION FEES	19,941	0		16,941

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

TY 2018 Expenditure Responsibility Statement

Name: FRANKE FAMILY CHARITABLE FOUNDATION

EIN: 36-3662848

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
CLASSICAL AMERICAN HOMES PRESERVATION TRUST	69 E 93RD STREET NEW YORK, NY 101281331	2017-07-05	10,000	RESTORATION OF THE CAPITALS OF MILLFORD'S CORINTHIAN COLONNADE AND MILLFORD'S EXTERIOR SHUTTERS	10,000	TO THE KNOWLEDGE OF THE FOUNDATION THERE HAS BEEN NO DIVERSIONS.	JULY 1, 2018		N/A
CLASSICAL AMERICAN HOMES PRESERVATION TRUST	69 E 93RD STREET NEW YORK, NY 101281331	2018-12-18	1,000	RESTORATION OF THE CAPITALS OF MILLFORD'S CORINTHIAN COLONNADE		TO THE KNOWLEDGE OF THE FOUNDATION THERE HAS BEEN NO DIVERSIONS.			N/A

TY 2018 Investments Corporate Stock Schedule

Name: FRANKE FAMILY CHARITABLE FOUNDATION

EIN: 36-3662848

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CISCO SYSTEMS INCORPORATED (CSCO) 176.000 SHARES	9,632	9,632
INNOPHOS HOLDINGS INCORPORATED (IPHS) 852.000 SHARES	24,802	24,802

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TY 2018 Investments - Other Schedule

Name: FRANKE FAMILY CHARITABLE FOUNDATION

EIN: 36-3662848

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DODGE & COX STOCK FUND (DODGX) 72,052.873 SHARES	FMV	13,481,092	13,481,092
NUVEEN CORE EQUITY ALPHA FUND (JCE) 33,100.000 SHARES	FMV	464,724	464,724
NUVEEN NASDAQ PREMIUM INCOME & GROWTH FUND (QQQX) 22,612.000 SHARES	FMV	506,057	506,057
NUVEEN S&P 500 DYNAMIC OVERWRITE FUND (SPXX) 33,300.000 SHARES	FMV	478,740	478,740
BAIN CAPITAL FUND X, L.P.	FMV	894,083	894,083
BAIN CAPITAL FUND XI, L.P.	FMV	2,071,658	2,071,658
BAIN CAPITAL FUND XII, L.P.	FMV	680,123	680,123
BAIN CAPITAL MIDDLE MARKET CREDIT 2010 (OFFSHORE), L.P.	FMV	29,509	29,509
BC VII PRIVATE INVESTORS, LLC	FMV	194,818	194,818
FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP	FMV	16,745,940	16,745,940
GP OPPORTUNISTIC GROWTH STRATEGIES, L.P.	FMV	4,499,724	4,499,724
SRI NINE REIT	FMV	231,203	231,203
SRI TEN REIT	FMV	375,540	375,540
VENTURE INVESTMENT ASSOCIATES, L.P.	FMV	29,871	29,871
VENTURE INVESTMENT ASSOCIATES II, L.P.	FMV	5,658	5,658
VENTURE INVESTMENT ASSOCIATES III, L.P.	FMV	20,484	20,484
VENTURE INVESTMENT ASSOCIATES IV, L.P.	FMV	194,036	194,036

TY 2018 Other Decreases Schedule

Name: FRANKE FAMILY CHARITABLE FOUNDATION

EIN: 36-3662848

Description	Amount
UNREALIZED LOSS ON INVESTMENTS	1,774,574

TY 2018 Other Expenses Schedule

Name: FRANKE FAMILY CHARITABLE FOUNDATION

EIN: 36-3662848

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES AND SUPPLIES	3,615	0		3,615
EQUIPMENT RENTALS	6,868	0		6,868
INFORMATION TECHNOLOGY	1,485	0		1,485
INSURANCE	462	0		462
FILING FEES	115	0		115
BANK CHARGES	1,301	0		1,301
OTHER INVESTMENT EXPENSES THRU SCHEDULE K-1'S	0	220,257		0

TY 2018 Other Income Schedule

Name: FRANKE FAMILY CHARITABLE FOUNDATION

EIN: 36-3662848

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BAIN CAPITAL FUND XI, L.P.		339	
FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP		1,346,480	
GP OPPORTUNISTIC GROWTH STRATEGIES, L.P.		30,922	
VENTURE INVESTMENT ASSOCIATES, L.P.		3,290	
VENTURE INVESTMENT ASSOCIATES II, L.P.		31	
VENTURE INVESTMENT ASSOCIATES IV, L.P.		736	

TY 2018 Other Professional Fees Schedule

Name: FRANKE FAMILY CHARITABLE FOUNDATION

EIN: 36-3662848

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANT AND FOUNDATION ADMINISTRATION	112,853	0		112,853
INVESTMENT ADVISORY FEES	29,670	29,670		0

TY 2018 Taxes Schedule

Name: FRANKE FAMILY CHARITABLE FOUNDATION

EIN: 36-3662848

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	95,000	0		0
FEDERAL UNRELATED BUSINESS INCOME TAX	15,000	0		0
STATE UNRELATED BUSINESS INCOME TAX	3,000	0		0
FOREIGN TAXES WITHHELD THRU SCHEDULE K-1'S	0	18,698		0