

For calendar year 2018, or tax year beginning 07-01-2018, and ending 06-30-2019

Name of foundation Franklin Square Capital Partners Foundation		A Employer identification number 46-4111956	
% FRANKLIN SQUARE HOLDINGS LP			
Number and street (or P.O. box number if mail is not delivered to street address) 201 Rouse Blvd	Room/suite	B Telephone number (see instructions) (215) 495-1150	
City or town, state or province, country, and ZIP or foreign postal code Philadelphia, PA 19112		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 273,162	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	700,000			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	520	520		
	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				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	700,520	520		
	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .				
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	754			754
	24 Total operating and administrative expenses. Add lines 13 through 23	754	0		754
	25 Contributions, gifts, grants paid	784,210			784,210
	26 Total expenses and disbursements. Add lines 24 and 25	784,964	0		784,964
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-84,444			
	b Net investment income (if negative, enter -0-)		520		
	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	357,606	273,162	273,162
	2 Savings and temporary cash investments			
	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)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	357,606	273,162	273,162	
Liabilities	17 Accounts payable and accrued expenses	0		
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	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	357,606	273,162	
	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)	357,606	273,162	
31 Total liabilities and net assets/fund balances (see instructions) .	357,606	273,162		

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	357,606
2 Enter amount from Part I, line 27a	2	-84,444
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	273,162
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	273,162

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			

(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			
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			
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	
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	625,667	507,552	1.232715
2016	625,204	916,437	0.682212
2015	472,978	1,364,765	0.346564
2014	235,244	164,452	1.430472
2013	39,368	222,641	0.176823

2 Total of line 1, column (d)	2	3.868786
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	0.773757
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	155,344
5 Multiply line 4 by line 3	5	120,199
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5
7 Add lines 5 and 6	7	120,204
8 Enter qualifying distributions from Part XII, line 4	8	784,964

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	5
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	5
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	5
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	0
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	5
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be: Credited to 2019 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <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. ▶ \$ _____ 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? <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	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <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) ▶ PA _____		
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>N/A</u>	13	Yes	
14	The books are in care of ► <u>FRANKLIN SQUARE HOLDINGS LP</u> Telephone no. ► <u>(215) 495-1150</u>			

Located at ► 201 ROUSE BLVD Philadelphia PA ZIP+4 ► 19112

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ► ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions ☐	1b	
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	No
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	
	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		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b	No
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
See Additional Data Table				
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
Total number of other employees paid over \$50,000. 				

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
Total number of others receiving over \$50,000 for professional services. ►		

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 ►	

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	0
b	Average of monthly cash balances.	1b	157,710
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	157,710
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	157,710
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,366
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	155,344
6	Minimum investment return. Enter 5% of line 5.	6	7,767

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	7,767
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	5
b	Income tax for 2018. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	5
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	7,762
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	7,762
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	7,762

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	784,964
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	0
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	784,964
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	5
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	784,959

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				7,762
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only.			0	
b Total for prior years: 2016, 2015, 2014		0		
3 Excess distributions carryover, if any, to 2018:				
a From 2013.	31,316			
b From 2014.	227,021			
c From 2015.	404,780			
d From 2016.	579,442			
e From 2017.	600,319			
f Total of lines 3a through e.	1,842,878			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 784,964				
a Applied to 2017, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				7,762
e Remaining amount distributed out of corpus	777,202			
5 Excess distributions carryover applied to 2018. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,620,080			
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).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . .	31,316			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a.	2,588,764			
10 Analysis of line 9:				
a Excess from 2014.	227,021			
b Excess from 2015.	404,780			
c Excess from 2016.	579,442			
d Excess from 2017.	600,319			
e Excess from 2018.	777,202			

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					

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

Part XV

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:

mia fioravanti
201 Rouse Blvd
Philadelphia, PA 19112
(215) 495-1150

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

MIA FIORAVANTI ALL REQUESTS SHOULD BE SUBMITTED WITH DESCRIPTION OF ORGANIZATION, DESCRIPTION OF REQUEST, SPONSORSHIP LEVELS AND ORGANIZATION'S TAX DETERMINATION LETTER.

c Any submission deadlines:

NONE

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	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>				
See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

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.)

Form **990-PF** (2018)

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

- | | | | | |
|---|--|--------------|------------|-----------|
| 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? | | | Yes | No |
| 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. | | | | |

[illegible]

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

b If "Yes," complete the following schedule.

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

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.		
	*****	2020-05-11	*****
	_____ 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 P01272637
	Alycia Solecki				
	Firm's name ▶ GRANT THORNTON LLP				Firm's EIN ▶
	Firm's address ▶ 2001 MARKET STREET SUITE 700 PHILADELPHIA, PA 19103				Phone no. (215) 561-4200

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Michael Forman	Chairman 0	0	0	0
201 Rouse Blvd Philadelphia, PA 19112				
Michael Gerber	President 0	0	0	0
201 Rouse Blvd Philadelphia, PA 19112				
Stephen Sypherd	Secretary 0	0	0	0
201 Rouse Blvd Philadelphia, PA 19112				
Phil Browne	Treasurer 0	0	0	0
201 Rouse Blvd Philadelphia, PA 19112				
Mia Fioravanti	Executive Director 0	0	0	0
201 Rouse Blvd Philadelphia, PA 19112				

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>				
Abington Friends School 575 Washington Lane Jenkintown, PA 19046		PC	GENERAL SUPPORT	500
ACCT Philly Animal Care & Control Team 111 W Hunting Park Ave Philadelphia, PA 19140		PC	GENERAL SUPPORT	25
Albert M Greenfield School HSA 2200 Chestnut Street Philadelphia, PA 19103		PC	GENERAL SUPPORT	200
Total ▶ 3a				784,210

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>				
American Cancer Society 1818 Market Street Suite 2820 Philadelphia, PA 19103		PC	GENERAL SUPPORT	25,000
American Foundation Suicide Prevention 120 Wall St 29 New York, NY 10005		PC	GENERAL SUPPORT	50
American Heart Association 7272 Greenville Avenue Dallas, TX 75231		PC	GENERAL SUPPORT	536
Total ▶ 3a				784,210

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>				
American Heart Association NYGR 1617 JFK Blvd Suite 700 Philadelphia, PA 19103		PC	GENERAL SUPPORT	1,825
American Red Cross Southeastern PA PO Box 3266 Lancaster, PA 17604		PC	GENERAL SUPPORT	500
Anti-Defamation League1500 Market St West Tower Suite 2415 Philadelphia, PA 19102		PC	GENERAL SUPPORT	25,100
Total ▶ 3a				784,210

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>				
Anti-Defamation League NYC 605 Third Ave New York, NY 10153		PC	GENERAL SUPPORT	500
Arnold & Winnie Palmer Foundation 9000 Bay Hill Boulevard Orlando, FL 32819		PC	GENERAL SUPPORT	10,000
Atlanta Humane Society 981 Howell Mill Rd NW Atlanta, GA 30318		PC	GENERAL SUPPORT	500
Total ▶ 3a				784,210

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>				
BalletX1923 Washington Ave Philadelphia, PA 19146		PC	GENERAL SUPPORT	500
Ben Franklin Technology Partners 4800 S 13th Street 200 Philadelphia, PA 19112		PC	GENERAL SUPPORT	10,000
Boys Latin of Philadelphia Charter School 5501 Cedar Ave Philadelphia, PA 19143		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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>				
Brain Aneurysm Foundation 269 Hanover Street Building 3 Hanover, MA 02339		PC	GENERAL SUPPORT	100
Caring Cetera200 N Sepulveda Blvd Suite 1200 El Segundo, CA 90245		PC	GENERAL SUPPORT	1,000
Center City District Foundation 660 Chestnut Street Philadelphia, PA 19106		PC	GENERAL SUPPORT	1,250
Total ▶ 3a				784,210

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>				
Central Texas Food Bank 6500 Metropolis Drive Austin, TX 78744		PC	GENERAL SUPPORT	1,000
Child Advocates Inc3701 Kirby Drive Suite 400 Houston, TX 77098		PC	GENERAL SUPPORT	25
Children's Crisis Treatment Center 1080 N Delaware Ave 600 Philadelphia, PA 19125		PC	GENERAL SUPPORT	10,000
Total ▶ 3a				784,210

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>				
Columbia University116th and Broadway New York, NY 10027		PC	GENERAL SUPPORT	100
Committee of Seventy 123 S Broad St 1800 Philadelphia, PA 19109		PC	GENERAL SUPPORT	10,000
Commonwealth Cares29 Sawyer Road Waltham, MA 02453		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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 of Franciscan Sisters of the Renewal 232 East 113th Street New York, NY 10029		PC	GENERAL SUPPORT	350
Cradle of Liberty Council 1485 Valley Forge Rd Wayne, PA 19087		PC	GENERAL SUPPORT	400
Cradles to Crayons30 Clipper Road PO Box 799 W Conshohocken, PA 19428		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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>				
Doctors Without BordersPO Box 5030 Hagerstown, MD 21741		PC	GENERAL SUPPORT	300
Drexel University3141 Chestnut Street Philadelphia, PA 19104		PC	GENERAL SUPPORT	5,000
Eagles Autism Challenge One NovaCare Way NovaCare Complex Philadelphia, PA 19145		PC	GENERAL SUPPORT	3,500
Total ▶ 3a				784,210

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				
Economy League of Greater PHL 1800 John F Kennedy Blvd Suite 460 Philadelphia, PA 19103		PC	GENERAL SUPPORT	5,000
Education Law Center 1315 Walnut Street Suite 400 Philadelphia, PA 19107		PC	GENERAL SUPPORT	10,000
Fairmount Park Conservancy 1617 John F Kennedy Blvd 1670 Philadelphia, PA 19103		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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				
Family Resource Associates 35 Haddon Avenue Shrewsbury, NJ 07702		PC	GENERAL SUPPORT	50
Federation of Neighborhood Centers 1901 S 9th Street Bok Room 212 Philadelphia, PA 19148		PC	GENERAL SUPPORT	525
Feeding America Donation Processing Center PO Box 96749 Washington, DC 20090		PC	GENERAL SUPPORT	2,000
Total ▶ 3a				784,210

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 Pete's Sake Respite Foundation 620 W Germantown Pike Suite 250 Plymouth Meeting, PA 19462		PC	GENERAL SUPPORT	11,329
Forgotten Cats Inc4023 Kennett Pike Suite 422 Greenville, DE 19807		PC	GENERAL SUPPORT	200
FourBlockOtterbourg PC ATT FourBlock 230 Park Ave 29th Floor New York, NY 10169		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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>				
Freire Foundation1617 JFK Boulevard Suite 1260 Philadelphia, PA 19103		PC	GENERAL SUPPORT	2,750
Fresh Artists3510 Scotts Ln Philadelphia, PA 19129		PC	GENERAL SUPPORT	500
FringeArts140 N Columbus Blvd Philadelphia, PA 19106		PC	GENERAL SUPPORT	35,000
Total ▶ 3a				784,210

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>				
Gaudenzia106 West Main Street Norristown, PA 19401		PC	GENERAL SUPPORT	5,000
Georgetown University Wall Street Alliance Scholarship Dinner Headquarters New York, NY 10022		PC	GENERAL SUPPORT	10,000
Heroes Among Us6314 Farmar Lane Flourtown, PA 19031		PC	GENERAL SUPPORT	2,500
Total ▶ 3a				784,210

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>				
Horace Mann School231 W 246th Street Bronx, NY 10471		PC	GENERAL SUPPORT	100
Invest in Others Charitable Foundation 275 Grove Street Suite 2-400 Newton, MA 02466		PC	GENERAL SUPPORT	35,000
Irish Pub Children's Foundation 2007 Walnut Street Philadelphia, PA 19103		PC	GENERAL SUPPORT	157
Total ▶ 3a				784,210

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>				
Jefferson Office of Institutional Advancement Attn David Brownstein Philadelphia, PA 19107		PC	GENERAL SUPPORT	2,500
Jefferson Office of Institutional Advance East Falls Campus 4201 Henry Avenue Philadelphia, PA 19144		PC	GENERAL SUPPORT	50
Jewish Federation of Greater Philadelphia 2100 Arch St Philadelphia, PA 19103		PC	GENERAL SUPPORT	18,000
Total ▶ 3a				784,210

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>				
Jewish Federation of Greater Pittsburgh 234 McKee Pl Pittsburgh, PA 15213		PC	GENERAL SUPPORT	11,293
Jewish Learning Venture261 Old York Rd Suite 720 Jenkintown, PA 19046		PC	GENERAL SUPPORT	500
John Bartram Association 5400 Lindbergh Boulevard Philadelphia, PA 19143		PC	GENERAL SUPPORT	1,500
Total ▶ 3a				784,210

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>				
Kellman Brown Academy 1007 Laurel Oak Rd Vvoorhees, NJ 08043		PC	GENERAL SUPPORT	5,000
Lifetime Well International Inc 17-B Mount Pleasant Drive Aston, PA 19014		PC	GENERAL SUPPORT	50
Living Beyond Breast Cancer 40 Monument Rd Suite 104 Bala Cynwyd, PA 19004		PC	GENERAL SUPPORT	3,500
Total ▶ 3a				784,210

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>				
LPL Financial Foundation 75 State St 22nd Floor Boston, MA 02109		PC	GENERAL SUPPORT	5,000
Lutheran Settlement House 1340 Frankford Ave Philadelphia, PA 19125		PC	GENERAL SUPPORT	10,175
Makom Community2013 Sansom St Philadelphia, PA 19103		PC	GENERAL SUPPORT	72
Total ▶ 3a				784,210

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>				
MANNA420 North 20th Street Philadelphia, PA 19130		PC	GENERAL SUPPORT	5,000
Memorial Sloan Kettering Cancer Center 1275 York Avenue New York, NY 10065		PC	GENERAL SUPPORT	500
Merakey Foundation 620 E Germantown Pike Lafayette Hill, PA 19444		PC	GENERAL SUPPORT	3,000
Total ▶ 3a				784,210

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>				
Movember FoundationPO Box 1595 Culver City, CA 90232		PC	GENERAL SUPPORT	2,421
Mural Arts1727-29 Mt Vernon Street Philadlephia, PA 19130		PC	GENERAL SUPPORT	11,379
National Alliance on Mental Illness 520 N Delaware Ave 7th Floor Philadelphia, PA 19123		PC	GENERAL SUPPORT	500
Total ▶ 3a				784,210

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>				
National Center For Youth Law 405 14th Street 15th Floor Oakland, CA 94612		PC	GENERAL SUPPORT	50
National Diversity Council PO Box 590258 Houston, TX 77259		PC	GENERAL SUPPORT	5,000
National Museum of Jewish History 101 S Independence Mall E Philadelphia, PA 19106		PC	GENERAL SUPPORT	18,000
Total ▶ 3a				784,210

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>				
Natural Resources Defense Council 40 West 20th street New York, NY 10011		PC	GENERAL SUPPORT	250
Philabundance3616 South Galloway St Philadelphia, PA 19148		PC	GENERAL SUPPORT	500
Philadelphia Fund Alliance 2005 Market Street Suite 2600 Philadelphia, PA 19103		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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>				
Philadelphia Museum of Art 2600 Benjamin Franklin Parkway Philadelphia, PA 19130		PC	GENERAL SUPPORT	10,000
Philadelphia PACT200 S Broad St 700 Philadelphia, PA 19102		PC	GENERAL SUPPORT	2,500
Philadelphia Police Foundation PO Box 4358 Philadelphia, PA 19118		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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>				
Philadelphia Reads1721 Spruce Street 1st Floor Front Philadelphia, PA 19103		PC	GENERAL SUPPORT	6,500
Philadelphia VIP1500 Walnut St Suite 400 Philadelphia, PA 19102		PC	GENERAL SUPPORT	250
Philadelphia Youth Basketball 1735 Market Street Concourse Level Philadelphia, PA 19103		PC	GENERAL SUPPORT	2,750
Total ▶ 3a				784,210

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>				
PJ Library67 Hunt Street Suite 100 Agawam, MA 01001		PC	GENERAL SUPPORT	50
Playworks Education Energized 638 3rd Street Oakland, CA 94607		PC	GENERAL SUPPORT	3,000
Playworks Pennsylvania 1518 Walnut Street Penthouse Philadelphia, PA 19102		PC	GENERAL SUPPORT	50
Total ▶ 3a				784,210

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>				
Police Athletic League 3068 Belgrade Street Philadelphia, PA 19134		PC	GENERAL SUPPORT	5,000
Prep for Prep328 W 71st New York, NY 10023		PC	GENERAL SUPPORT	100
Project HOMEDevelopment Department 1515 Fairmount Avenue Philadelphia, PA 19130		PC	GENERAL SUPPORT	200
Total ▶ 3a				784,210

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>				
PSPCA350 E Erie Ave Philadelphia, PA 19134		PC	GENERAL SUPPORT	1,000
Re-Bicycle Lenawee 313 East Maumee Street Adrian, MI 49221		PC	GENERAL SUPPORT	100
Rock to the Future 1201 North 3rd Street 283 Philadelphia, PA 19122		PC	GENERAL SUPPORT	7,000
Total ▶ 3a				784,210

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>				
Ronald McDonald House of Central FL 1030 N Orange Ave Orlando, FL 32801		PC	GENERAL SUPPORT	1,000
SAGE305 Seventh Ave 15th Fl New York, NY 10001		PC	GENERAL SUPPORT	3,000
Salvation Army Greater Philadelphia 701 North Broad Street Philadelphia, PA 19123		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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>				
Settlement Music SchoolPO Box 63966 Philadelphia, PA 19147		PC	GENERAL SUPPORT	5,000
Slay Sarcoma Research Initiative 609 Lauren Circle Morrisville, PA 19067		PC	GENERAL SUPPORT	1,000
Squash Haven Inc70 Tower Parkway New Haven, CT 06520		PC	GENERAL SUPPORT	100
Total ▶ 3a				784,210

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>				
SquashSmarts3890 N 10th St Philadelphia, PA 19140		PC	GENERAL SUPPORT	30,000
St Jude Hope in the Harbor ATTN ALSAC/St Jude 4600 N Fairfax Drive Arlington, VA 22203		PC	GENERAL SUPPORT	500
Stonehill College320 Washington Street Easton, MA 02357		PC	GENERAL SUPPORT	50
Total ▶ 3a				784,210

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				
Street Tails Animal Rescue 1030 N 2nd Street Unit 401 Philadelphia, PA 19123		PC	GENERAL SUPPORT	200
Team Final Basketball 1423 North 76th Street Philadelphia, PA 19151		PC	GENERAL SUPPORT	250
Temple University1801 Liacouras Walk Alter Hall Suite 362 006-00 Philadelphia, PA 19122		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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 1789 Fund7 Boulder Creek Lane Newtown Square, PA 19073		PC	GENERAL SUPPORT	500
The American Red Cross 431 18th Street NW Washington, DC 20006		PC	GENERAL SUPPORT	1,000
The Barnes Foundation 2025 Benjamin Franklin Parkway Philadelphia, PA 19130		PC	GENERAL SUPPORT	20,000
Total ▶ 3a				784,210

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 Cooper Foundation 3 Cooper Plaza Suite 500 Camden, NJ 08103		PC	GENERAL SUPPORT	2,500
The Forum of Executive Women 1231 Highland Ave Fort Washington, PA 19034		PC	GENERAL SUPPORT	12,650
The Franklin Institute 222 North 20th Street Philadelphia, PA 19103		PC	GENERAL SUPPORT	25,000
Total ▶ 3a				784,210

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 Greenlight Foundation 1501 Cherry Street Philadelphia, PA 19102		PC	GENERAL SUPPORT	2,500
The MAGIC Foundation 4200 Cantera Dr 106 Warrenville, IL 60555		PC	GENERAL SUPPORT	5,000
The Pennsylvania SPCA 350 E Erie Avenue Philadelphia, PA 19134		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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 Philadelphia Theater Company 215 S Broad Street Suite 304 Philadelphia, PA 19107		PC	GENERAL SUPPORT	10,000
The Philadelphia Zooc/o Development 3400 W Girard Ave Philadelphia, PA 19104		PC	GENERAL SUPPORT	10,000
Travis Manion Foundation 164 E State Street Doylestown, PA 18901		PC	GENERAL SUPPORT	20,834
Total ▶ 3a				784,210

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>				
Trustees of University of Pennsylvania 2929 Walnut Street Suite 300 Philadelphia, PA 19104		PC	GENERAL SUPPORT	93,480
Tufts University Advancement Gift and Information Se 80 George Street Suite 200-4 Medford, MA 02155		PC	GENERAL SUPPORT	72
US Olympic & Paralympic Foundation USOC Development Division ATTN Dawn Anderson Colorado Springs, CO 80909		PC	GENERAL SUPPORT	5,000
Total ▶ 3a				784,210

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>				
UF Health Shands Children's Hospital 1600 SW Archer Rd Gainesville, FL 32608		PC	GENERAL SUPPORT	250
UNCF718 Arch Street Suite 301 South Philadelphia, PA 19106		PC	GENERAL SUPPORT	4,000
United Way 1709 Benjamin Franklin Pkwy Philadelphia, PA 19103		PC	GENERAL SUPPORT	20,320
Total ▶ 3a				784,210

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 the Arts320 S Broad St Philadelphia, PA 19102		PC	GENERAL SUPPORT	15,000
Urban Affairs Coalition 1207 Chestnut Street Philadelphia, PA 19107		PC	GENERAL SUPPORT	5,000
US Open Squash555 Eighth Avenue Suite 1102 New York, NY 10018		PC	GENERAL SUPPORT	30,000
Total ▶ 3a				784,210

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>				
Variant 6Project of Fractured Atlas 2614 W Girard Avenue 3 Philadelphia, PA 19130		PC	GENERAL SUPPORT	100
Vetri Community Partnership 211 N 13th Street 303 Philadelphia, PA 19107		PC	GENERAL SUPPORT	10,600
Villanova University800 Lancaster Ave Villanova, PA 19085		PC	GENERAL SUPPORT	10,000
Total ▶ 3a				784,210

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 & Lee University Development Building 204 W Washington Street Lexington, VA 24450		PC	GENERAL SUPPORT	175
Widener UniversityOne University Place Chester, PA 19013		PC	GENERAL SUPPORT	1,000
Wikimedia FoundationPO Box 98204 Washington, DC 20090		PC	GENERAL SUPPORT	17
Total ▶ 3a				784,210

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>				
Willistown Conservation Trust 925 Providence Road Newtown Square, PA 19073		PC	GENERAL SUPPORT	500
Wissahickon Foundation Wissahickon Charter School PO Box 14227 Philadelphia, PA 19138		PC	GENERAL SUPPORT	5,000
Women's Way123 South Broad Street Suite 1320 Philadelphia, PA 19109		PC	GENERAL SUPPORT	10,000
Total ▶ 3a				784,210

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>				
Women in Investing Network PHL 333 East Lancaster Ave 162 Wynnewood, PA 19096		PC	GENERAL SUPPORT	1,000
Youth Service Inc410 N 34th Street Philadelphia, PA 19104		PC	General support	500
Total ▶ 3a				784,210

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

TY 2018 Depreciation Schedule

Name: Franklin Square Capital Partners Foundation

EIN: 46-4111956

TY 2018 Other Expenses Schedule**Name:** Franklin Square Capital Partners Foundation**EIN:** 46-4111956**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EVENT EXPENSES REIMBURSEMENTS	754			754

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491135011100	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.			OMB No. 1545-0047
					2018
Name of the organization Franklin Square Capital Partners Foundation				Employer identification number 46-4111956	

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization Franklin Square Capital Partners Foundation	Employer identification number 46-4111956
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Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FRANKLIN SQUARE HOLDINGS LP 201 Rouse Blvd Philadelphia, PA 19112	 \$ 700,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

46-4111956

(d)
Date received

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization Franklin Square Capital Partners Foundation	Employer identification number 46-4111956
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of **exclusively** religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	