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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 12/01, 2018, and ending 11/30, 2019

Name of foundation: EDWARD P. EVANS FOUNDATION

A Employer identification number: 25-6232129

Number and street (or P O box number if mail is not delivered to street address): 300 BRICKSTONE SQUARE

Room/suite: 201

B Telephone number (see instructions): (978) 494-6009

City or town, state or province, country, and ZIP or foreign postal code: ANDOVER, MA 01810

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 [X] Address change [ ] Name change

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 321,721,958.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8.	8.		
	4 Dividends and interest from securities	1,123,502.	3,800,497.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-5,104,146.			
	b Gross sales price for all assets on line 6a 12,084,526.				
	7 Capital gain net income (from Part IV, line 2)		6,572,147.		
	8 Net short-term capital gain				
	9 Income modifications			143,854.	
	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) ATCH 1	12,829,347.	538,417.		
	12 **Total.** Add lines 1 through 11	8,848,711.	10,911,069.	143,854.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,253,000.	79,620.		1,033,700.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	24,881.	975.		22,913.
	16a Legal fees (attach schedule) ATCH 2	318,113.			318,113.
	b Accounting fees (attach schedule) ATCH 3	201,321.	78,877.		97,944.
	c Other professional fees (attach schedule) [4]	9,893.	6,093.		3,800.
	17 Interest ATCH 5		344,402.		
	18 Taxes (attach schedule) (see instructions) [6]	520,868.	102,405.		1,000.
	19 Depreciation (attach schedule) and depletion		11,300.		
	20 Occupancy	980.			980.
	21 Travel, conferences, and meetings	513,598.			513,598.
	22 Printing and publications	1,654.			1,654.
	23 Other expenses (attach schedule) ATCH 7	1,314,272.	3,015,731.		1,013,582.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,158,580.	3,639,403.		3,007,284.
	25 Contributions, gifts, grants paid	11,810,548.			11,810,548.
	26 **Total expenses and disbursements** Add lines 24 and 25	15,969,128.	3,639,403.	0.	14,817,832.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-7,120,417.			
	b **Net investment income** (if negative, enter -0-)		7,271,666.		
	c **Adjusted net income** (if negative, enter -0-)			143,854.	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing	1,220,922.	456,980.	456,980.
2	Savings and temporary cash investments	9.	9.	9.
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) ATCH 8	4,234,015.		
c	Investments - corporate bonds (attach schedule) ATCH 9	3,915,120.		
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 10	250,245,418.	252,045,783.	305,996,769.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 11)			15,268,200.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	259,615,484.	252,502,772.	321,721,958.
Liabilities 17	Accounts payable and accrued expenses	3,259.	10,964.	
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)	3,259.	10,964.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	259,612,225.	252,491,808.	
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)	259,612,225.	252,491,808.	
31	**Total liabilities and net assets/fund balances** (see instructions)	259,615,484.	252,502,772.	

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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	259,612,225.
2	Enter amount from Part I, line 27a	2	-7,120,417.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	252,491,808.
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	252,491,808.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	SEE PART IV SCHEDULE			
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				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	6,572,147.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	11,626,072.	311,573,527.	0.037314
2016	12,141,051.	289,225,678.	0.041978
2015	14,427,980.	258,552,235.	0.055803
2014	14,982,857.	272,753,940.	0.054932
2013	15,861,704.	271,987,444.	0.058318

2	**Total** of line 1, column (d)	2	0.248345
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	0.049669
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	313,800,122.
5	Multiply line 4 by line 3	5	15,586,138.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	72,717.
7	Add lines 5 and 6	7	15,658,855.
8	Enter qualifying distributions from Part XII, line 4	8	14,817,832.

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	145,433.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	
3	Add lines 1 and 2	3	145,433.
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	145,433.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a: 160,000.		
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	160,000.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	533.
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	14,034.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 14,034. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ MA,VA			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ WWW.EPEFOUNDATION.ORG

14 The books are in care of ▶ MICHAEL LEWIS, PH.D. Telephone no ▶ 978-494-6009

Located at ▶ 300 BRICKSTONE SQUARE, SUITE 201 ANDOVER, MA ZIP+4 ▶ 01810

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 N/A

			Yes	No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
5a	During the year, did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	Yes [ ] No [X]		
	(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 [X]		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [ ] No [X]		
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions	Yes [ ] No [X]		
	(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 [X]		
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	N/A	
	Organizations relying on a current notice regarding disaster assistance, check here N/A ▶ [ ]			
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? N/A	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 [X]		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes [ ] No [X]		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	N/A	
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	Yes [ ] No [X]		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		1,253,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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
ATCH 13		483,046.
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 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	714,970.
b	Average of monthly cash balances	1b	1,771,933.
c	Fair market value of all other assets (see instructions)	1c	316,091,901.
d	**Total** (add lines 1a, b, and c)	1d	318,578,804.
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	
3	Subtract line 2 from line 1d	3	318,578,804.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	4,778,682.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	313,800,122.
6	**Minimum investment return.** Enter 5% of line 5	6	15,690,006.

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	15,690,006.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	145,433.		
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	132,034.		
c	Add lines 2a and 2b			2c	277,467.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	15,412,539.
4	Recoveries of amounts treated as qualifying distributions			4	143,854.
5	Add lines 3 and 4			5	15,556,393.
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	15,556,393.

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	14,817,832.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
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	14,817,832.
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	14,817,832.

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				15,556,393.
2	Undistributed income, if any, as of the end of 2018				
a	Enter amount for 2017 only				
b	Total for prior years 20 16 ,20 15 ,20 14				
3	Excess distributions carryover, if any, to 2018				
a	From 2013				
b	From 2014 1,049,077.				
c	From 2015 1,569,169.				
d	From 2016				
e	From 2017				
f	Total of lines 3a through e	2,618,246.			
4	Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 14,817,832.				
a	Applied to 2017, but not more than line 2a				
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				14,817,832.
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	738,561.			738,561.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,879,685.			
b	Prior years' undistributed income Subtract line 4b from line 2b				
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				
e	Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f	Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				
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)				
9	**Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	1,879,685.			
10	Analysis of line 9				
a	Excess from 2014 310,516.				
b	Excess from 2015 1,569,169.				
c	Excess from 2016				
d	Excess from 2017				
e	Excess from 2018				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

NONE

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc , to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 14				
Total . . . . ▶ **3a**				11,810,548.
b *Approved for future payment*				
N/A				
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	8.	
4 Dividends and interest from securities			14	1,123,502.	
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	523000	551,641.	18	-5,655,787.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 15		1,344,615.		11,484,732.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		1,896,256.		6,952,455.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 8,848,711.

(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)
	N/A

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

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

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

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

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

MICHAEL D LEWIS ~~ROBERT EVANS~~ | 3/12/2020 | PRESIDENT ~~TRUSTEE~~

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KELLI ARCHIBALD	Kelli H Archibald	03/03/20		P00180332

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

Firm's address ▶ 101 WASHINGTON STREET, STE 910 PHOENIX, AZ 85004 — Phone no 602-322-3000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY TRADED SECURITIES						
		5,104,146.					-5104146.	
		GLOBAL ENDOW. FUND II, LP - NET ST CG PROPERTY TYPE: SECURITIES				P	VAR	VAR
427,883.							427,883.	
		GLOBAL ENDOW. FUND II, LP - NET LT CG PROPERTY TYPE: SECURITIES				P	VAR	VAR
4,246,555.							4,246,555.	
		GLOBAL ENDOW. FUND II, LP - 1256 LOSSES PROPERTY TYPE: OTHER				P	VAR	VAR
		200,830.					-200,830.	
		GLOBAL ENDOW. FUND II, LP - 1231 GAINS PROPERTY TYPE: OTHER				P	VAR	VAR
495,826.							495,826.	
		GS CAPITAL PARTNERS V, LP - NET LT CG PROPERTY TYPE: SECURITIES				P	VAR	VAR
3,699.							3,699.	
		GS MEZZANINE PTNERS 2006, LP - NET LT CG PROPERTY TYPE: SECURITIES				P	VAR	VAR
1,089.							1,089.	
		VINTAGE II, LP - NET LT CL PROPERTY TYPE: SECURITIES				P	VAR	VAR
		45,827.					-45,827.	
		VINTAGE IV, LP - NET ST CG PROPERTY TYPE: SECURITIES				P	VAR	VAR
1,171.							1,171.	
		VINTAGE IV, LP - NET LT CG PROPERTY TYPE: SECURITIES				P	VAR	VAR
52,219.							52,219.	
		VINTAGE IV, LP - 1231 LOSSES PROPERTY TYPE: OTHER				P	VAR	VAR
		47.					-47.	
		WHITEHALL ST GL R E LP 2001 - NET LT CL PROPERTY TYPE: SECURITIES				P	VAR	VAR
		6,181.					-6,181.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		WHITEHALL ST GL R E LP 2001 - 1231 LOSS PROPERTY TYPE: OTHER				P	VAR	VAR
		1.					-1.	
		WHITEHALL ST R E LP IX - NET LT CL PROPERTY TYPE: SECURITIES				P	VAR	VAR
		122.					-122.	
		WHITEHALL ST R E LP XIII - NET LT CL PROPERTY TYPE: SECURITIES				P	VAR	VAR
		29,012.					-29,012.	
		MAKENA CAP. SPLITTER X, LP - NET ST CG PROPERTY TYPE: SECURITIES				P	VAR	VAR
143,832.							143,832.	
		MAKENA CAP. SPLITTER X, LP - NET LT CG PROPERTY TYPE: SECURITIES				P	VAR	VAR
6,311,684.							6,311,684.	
		MAKENA CAP. SPLITTER X, LP - 1256 LOSSES PROPERTY TYPE: OTHER				P	VAR	VAR
		110,567.					-110,567.	
		MAKENA CAP. SPLITTER X, LP - 1231 GAINS PROPERTY TYPE: OTHER				P	VAR	VAR
314,082.							314,082.	
		STARK SELECT ASSET LLC - NET LT CL PROPERTY TYPE: SECURITIES				P	VAR	VAR
		11,368.					-11,368.	
		STARK INVESTMENTS LP - NET LT CL PROPERTY TYPE: SECURITIES				P	VAR	VAR
		4,278.					-4,278.	
		GS MESSANINE PTNRS 06 LP - TAXABLE DIST. PROPERTY TYPE: OTHER				P	VAR	VAR
6,519.							6,519.	
		STARK INVESTMENTS LP - TAXABLE DIST. PROPERTY TYPE: OTHER				P	VAR	VAR
9,644.							9,644.	
		STARK SELECT ASSET LLC - TAXABLE DIST. PROPERTY TYPE: OTHER				P	VAR	VAR
21,203.							21,203.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		WHITEHALL ST GL R E LP 2001-TAXABLE DIST PROPERTY TYPE: OTHER				P	VAR	VAR
19,593.							19,593.	
		WHITEHALL ST R E LP XIII - TAXABLE DIST. PROPERTY TYPE: OTHER				P	VAR	VAR
29,527.							29,527.	
TOTAL GAIN(LOSS)							6,572,147.	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
STUD FEES - RACE HORSE	1,389,758.		
OTHER MISC INCOME	15,063.		
RETURNED GRANTS	143,854.		
FEDERAL TAX REFUNDS	45,401.		
PARTNERSHIP INCOME	11,235,271.		
PARTNERSHIP OTHER INCOME			
ORDINARY INCOME		-160,860.	
PORTFOLIO INCOME		981,219.	
CANCELLATION OF DEBT		16,794.	
ROYALTY INCOME		85,288.	
RENTAL INCOME		-58,715.	
SECTION 965(A)		38,943.	
OTHER INCOME		-364,252.	
TOTALS	12,829,347.	538,417.	

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PRYOR CASHMAN LLP	168,113.			168,113.
THE ROTH LAW FIRM	150,000.			150,000.
TOTALS	318,113.			318,113.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ERNST & YOUNG LLP	164,933.	70,217.		70,216.
KIWI PARTNERS	34,638.	8,660.		25,978.
BARBARA ANNE DAY	1,750.			1,750.
TOTALS	201,321.	78,877.		97,944.

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT FEES	6,093.	6,093.		
FEES FOR ARTWORK COMMISSIONED ON BEHALF OF YALE UNIVERSITY	3,800.			3,800.
TOTALS	9,893.	6,093.		3,800.

ATTACHMENT 5

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PARTNERSHIP INTEREST EXPENSE		344,402.		
TOTALS		344,402.		

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FEDERAL TAX PAYMENTS	410,000.			
STATE UBI TAX PAYMENTS	109,868.			
STATE REGISTRATION PAYMENTS	1,000.			1,000.
FOREIGN TAXES THRU VAR PSHIPS		102,405.		
TOTALS	520,868.	102,405.		1,000.

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
QUALITY ROAD BOARDING EXPENSES	73,801.			
QUALITY ROAD INSURANCE PREMIUM	226,155.			
OFFICE EXPENSE	173.			173.
POSTAGE & SHIPPING	740.			740.
MAILING SERVICES	883.			883.
INSURANCE	6,633.			6,633.
MEMBERSHIP DUES	690.			690.
SOFTWARE EXPENSES	2,566.			2,566.
PROCESSING FEE	1,212.			1,212.
MISCELLANEOUS EXPENSES	682.			685.
BANK FEES	737.	737.		
SETTLEMENT EXP-PAST PROF SERV	1,000,000.			1,000,000.
OTHER EXP THRU VAR PSHIPS		3,014,994.		
TOTALS	1,314,272.	3,015,731.		1,013,582.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
THOMAS GROUP INC		
TOTALS		

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ALTRIA GROUP 9.25% DUE 8/6/19		
TOTALS		

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GS VINTAGE FUND II LP	120,884.	65,141.
GS VINTAGE FUND IV LP	764,116.	344,132.
GS CAPITAL PARTNERS V LP	814,651.	54,823.
GSCP AIV LP	190,176.	
GS MEZZANINE PARTNERS 2006 LP	-328,246.	14,023.
WHITEHALL STREET RE LP IX/X	24,682.	2,692.
WHITEHALL STREET RE LP XI/XII	91,372.	2,031.
WHITEHALL ST RE LP XIII/XIV	-229,248.	16,192.
WHITEHALL ST GLOBAL RE LP 2001	-561,830.	20,628.
GLOBAL ENDOWMENT INVESTMENTS	104,842,824.	135,679,963.
MAKENA CAPITAL INVESTMENTS	118,954,278.	141,410,152.
STARK INVESTMENTS	-45,896.	2,731.
INTER-TERM CORP BND IX AD	9,385,093.	10,047,305.
SHORT-TERM CORP BND IX AD	9,793,055.	10,056,475.
ULTRASHORTTERM BOND ADM	8,229,872.	8,280,481.
TOTALS	252,045,783.	305,996,769.

ATTACHMENT 11

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
QUALITY ROAD (RACING HORSE)	2,000,000.	15,200,000.
WEBSITE	59,200.	59,200.
SOFTWARE	9,000.	9,000.
ACC DEPR - QUALITY ROAD	-2,000,000.	
ACC DEPR - WEBSITE	-59,200.	
ACC DEPR - SOFTWARE	-9,000.	
TOTALS		15,268,200.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROBERT EVANS 300 BRICKSTONE SQUARE SUITE 201 ANDOVER, MA 01810	TRUSTEE 8.00	175,000.	0.	0.
WILLIAM FARISH, IV 300 BRICKSTONE SQUARE SUITE 201 ANDOVER, MA 01810	TRUSTEE 8.00	175,000.	0.	0.
BARBARA BIERER 300 BRICKSTONE SQUARE SUITE 201 ANDOVER, MA 01810	TRUSTEE 8.00	200,000.	0.	0.
JEFFERSON TARR 300 BRICKSTONE SQUARE SUITE 201 ANDOVER, MA 01810	TRUSTEE 8.00	175,000.	0.	0.
MICHAEL LEWIS 300 BRICKSTONE SQUARE SUITE 201 ANDOVER, MA 01810	PRESIDENT 50.00	418,000.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
TRACEY BOLOTNICK 300 BRICKSTONE SQUARE SUITE 201 ANDOVER, MA 01810	OFFICER 10.00	110,000.	0.	0.
	GRAND TOTALS	1,253,000.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 13

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
THE ROTH LAW FIRM 115 N WELLINGTON ST MARSHALL, TX 75670	LEGAL	150,000.
PRYOR CASHMAN LLP 7 TIMES SQUARE NEW YORK, NY 10036	LEGAL	168,113.
ERNST & YOUNG LLP 5 TIMES SQUARE NEW YORK, NY 10036	ACCOUNTING	164,933.
TOTAL COMPENSATION		483,046.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVE BRONX, NY 10461	NONE PC	SUPPORT SCIENTIFIC RESEARCH	300,000
BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	NONE PC	SUPPORT SCIENTIFIC RESEARCH	400,000
BOSTON CHILDREN'S HOSPITAL 300 LONGWOOD AVENUE, BCH 3173 BOSTON, MA 02115	NONE PC	SUPPORT SCIENTIFIC RESEARCH	400,000
CINCINNATI CHILDREN'S HOSPITAL MEDICAL CENTER 3333 BURNET AVENUE MLC 9002 CINCINNATI, OH 45229	NONE PC	SUPPORT SCIENTIFIC RESEARCH	50,000
COLD SPRING HARBOR LABORATORY 1 BUNGTOWN ROAD COLD SPRING HARBOR, NY 11724	NONE PC	SUPPORT SCIENTIFIC RESEARCH	125,000
COLUMBIA UNIVERSITY 622 W 113TH ST NEW YORK, NY 10025	NONE PC	SUPPORT SCIENTIFIC RESEARCH	100,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DANA-FARBER CANCER INSTITUTE 450 BROOKLINE AVENUE BOSTON, MA 02115	NONE PC	SUPPORT SCIENTIFIC RESEARCH	3,525,000
MEMORIAL SLOAN-KETTERING CANCER CENTER 1100 FAIRVIEW AVE N P O BOX 19024 98109, WA 98109	NONE PC	SUPPORT SCIENTIFIC RESEARCH	325,000
NATIONAL MUSEUM OF HORSE RACING AND HALL OF FAME 1275 YORK AVENUE NEW YORK, NY 10065	NONE PC	FULFILLMENT OF ARTISTIC MANDATE	184,487
NEW YORK UNIVERSITY 191 UNION AVE SARATOGA SPRINGS, NY 12866	NONE PC	SUPPORT SCIENTIFIC RESEARCH	150,000
PROSTATE CANCER FOUNDATION 70 WASHINGTON SQUARE SOUTH NEW YORK, NY 10012	NONE PC	SUPPORT SCIENTIFIC RESEARCH	500,000
REGENTS OF THE UNIVERSITY OF COLORADO 1250 FOURTH ST SANTA MONICA, CA 90401	NONE PC	SUPPORT SCIENTIFIC RESEARCH	150,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST JUDE CHILDREN'S RESEARCH HOSPITAL 1800 GRANT STREET, 8TH FLOOR DENVER, CO 80203	NONE PC	SUPPORT SCIENTIFIC RESEARCH	175,000
THE JACKSON LABORATORY 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE PC	SUPPORT SCIENTIFIC RESEARCH	200,000
THE MASS GENERAL HOSPITAL P O BOX 254 BAR HARBOR, MA 02108	NONE PC	SUPPORT SCIENTIFIC RESEARCH	165,681
UNIVERSITY OF CHICAGO 125 NASHUA STREET, SUITE 540 BOSTON, MA 02114	NONE PC	SUPPORT SCIENTIFIC RESEARCH	50,000
UNIVERSITY OF MASSACHUSETTS 5801 S ELLIS AVE CHICAGO, IL 60637	NONE PC	SUPPORT SCIENTIFIC RESEARCH	200,000
UNIVERSITY OF MIAMI ONE BEACON STREET 31ST FLOOR BOSTON, MA 02108	NONE PC	SUPPORT SCIENTIFIC RESEARCH	200,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF MINNESOTA P O BOX 248106 CORAL GABLES, FL 33124	NONE PC	SUPPORT SCIENTIFIC RESEARCH	84,320
UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER AT SAN A 200 OAK ST SE STE 500 MINNEAPOLIS, MN 55455	NONE PC	SUPPORT SCIENTIFIC RESEARCH	150,000
UNIVERSITY OF WASHINGTON 7703 FLOYD CURL DRIVE MC 7835 SAN ANTONIO, TX 78229	NONE PC	SUPPORT SCIENTIFIC RESEARCH	750,000
UNIVERSITY OF WISCONSIN - MADISON 1410 NE CAMPUS PARKWAY SEATTLE, WA 98195	NONE PC	SUPPORT SCIENTIFIC RESEARCH	200,000
VAN ANDEL INSTITUTE 1848 UNIVERSITY AVE MADISON, WI 53726	NONE PC	SUPPORT SCIENTIFIC RESEARCH	125,000
VANDERBILT UNIVERSITY MEDICAL CENTER 333 BOSTWICK AVE NE GRAND RAPIDS, MI 49503	NONE PC	SUPPORT SCIENTIFIC RESEARCH	272,227

ATTACHMENT 14

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WASHINGTON UNIVERSITY 1 BROOKINGS DR ST LOUIS, MO 63130	NONE PC	SUPPORT SCIENTIFIC RESEARCH	50,000
WASHINGTON UNIVERSITY SCHOOL OF MEDICINE 1 BROOKINGS DR ST LOUIS, MO 63130	NONE PC	SUPPORT SCIENTIFIC RESEARCH	2,778,833
WEILL-CORNELL MEDICAL COLLEGE 660 S EUCLID AVE ST LOUIS, MO 63110	NONE PC	SUPPORT SCIENTIFIC RESEARCH	50,000
YALE UNIVERSITY 341 PINE TREE ROAD ITHACA, NY 14850	NONE PC	SUPPORT SCIENTIFIC RESEARCH	150,000
		TOTAL CONTRIBUTIONS PAID	11,810,548

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 15

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
STUD FEES - RACE HORSE	110000	1,389,758.			
OTHER MISC INCOME	110000	15,063.			
RETURNED GRANTS			01	143,854.	
FEDERAL TAX REFUND			01	45,401.	
PARTNERSHIP INCOME	523000	-60,206.	01	11,295,477.	
TOTALS		1,344,615.		11,484,732.	