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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 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , 2019, and ending , 20

Name of foundation: THE CLARE ROSE FOUNDATION INC.

A Employer identification number: 06-1480029

Number and street (or P O box number if mail is not delivered to street address): FOUNDATION SOURCE 501 SILVERSIDE RD

Room/suite:

B Telephone number (see instructions): (800) 839-1754

City or town, state or province, country, and ZIP or foreign postal code: WILMINGTON, DE 19809-1377

C If exemption application is pending, check here ▶ ☐

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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

04

03
04

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) ▶ $ 12,924,465.

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)	400,600.			
2	Check ▶ ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	11,570.	11,565.		
4	Dividends and interest from securities	233,015.	229,752.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	27,271.			
b	Gross sales price for all assets on line 6a 4,314,082.				
7	Capital gain net income (from Part IV, line 2)		31,377.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 1	12,243.	11,400.	22,076.	
12	**Total.** Add lines 1 through 11	684,699.	284,094.	22,076.	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages	25,277.			25,277.
15	Pension plans, employee benefits	2,247.			2,247.
16a	Legal fees (attach schedule) ATCH 2	274.			274.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) [3]	471,895.	146,467.	18,225.	302,425.
17	Interest	6,342.	5,954.		
18	Taxes (attach schedule) (see instructions)[4]	1,942.	42.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	1,198.			1,198.
22	Printing and publications	626.			626.
23	Other expenses (attach schedule) ATCH 5	63,667.	3,626.	3,851.	55,984.
24	**Total operating and administrative expenses.** Add lines 13 through 23	573,468.	156,089.	22,076.	388,031.
25	Contributions, gifts, grants paid	370,369.			370,369.
26	**Total expenses and disbursements** Add lines 24 and 25	943,837.	156,089.	22,076.	758,400.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-259,138.			
b	**Net investment income** (if negative, enter -0-)		128,005.		
c	**Adjusted net income** (if negative, enter -0-)				

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Form **990-PF** (2019)

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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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	390,209.	295,257.	295,257.
	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) ▶ *		* 2,200.	ATCH 6
		Less allowance for doubtful accounts ▶		2,200.	2,200.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule) [7]	912,956.	709,801.	808,651.
	b	Investments - corporate stock (attach schedule) ATCH 8	9,136,395.	8,900,515.	11,321,127.
	c	Investments - corporate bonds (attach schedule) ATCH 9	78,261.	78,261.	1,220.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 10	498,220.	511,270.	496,010.
	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)	11,016,041.	10,497,304.	12,924,465.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ATCH 11)	462,081.	202,482.	
	23	**Total liabilities** (add lines 17 through 22)	462,081.	202,482.	
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29, and 30**			
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30			
	26	Capital stock, trust principal, or current funds			
	27	Paid-in or capital surplus, or land, bldg , and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds	10,553,960.	10,294,822.	
	29	**Total net assets or fund balances** (see instructions)	10,553,960.	10,294,822.	
	30	**Total liabilities and net assets/fund balances** (see instructions)	11,016,041.	10,497,304.	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	10,553,960.
2	Enter amount from Part I, line 27a	2	-259,138.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	10,294,822.
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 29	6	10,294,822.

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	31,377.
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))
2018	863,214.	11,954,660.	0.072207
2017	831,737.	11,618,844.	0.071585
2016	704,546.	11,122,745.	0.063343
2015	600,593.	11,935,550.	0.050320
2014	535,389.	12,231,129.	0.043773

2	Total of line 1, column (d)	2	0.301228
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	0.060246
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	11,679,382.
5	Multiply line 4 by line 3	5	703,636.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,280.
7	Add lines 5 and 6	7	704,916.
8	Enter qualifying distributions from Part XII, line 4	8	758,400.

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

3

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 ▶ [X] and enter 1% of Part I, line 27b	1	1,280.
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	1,280.
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	1,280.
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019 . . . . 6a 12,700.		
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	12,700.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	11,420.
11	Enter the amount of line 10 to be **Credited to 2020 estimated tax** ▶ 1,400. **Refunded** ▶	11	10,020.

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 ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? 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 ▶ CA, CT,			
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 2019 or the tax year beginning in 2019? 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 ATCH 12	10	X	

2

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 ▶ N/A

14 The books are in care of ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754

Located at ▶ 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2019, 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		
	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 2019?	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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
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 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)	3b		
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 2019?	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			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No If "Yes," attach the statement required by Regulations section 53 4945-5(d) ATCH 13			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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			
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(s) 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, 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 14		0.	0.	0.

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

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

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

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 15		460,745.

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 NONE	
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	11,304,288.
b	Average of monthly cash balances	1b	283,992.
c	Fair market value of all other assets (see instructions)	1c	485,401.
d	**Total** (add lines 1a, b, and c)	1d	12,073,681.
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	216,440.
3	Subtract line 2 from line 1d	3	11,857,241.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	177,859.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,679,382.
6	**Minimum investment return.** Enter 5% of line 5	6	583,969.

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	583,969.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	1,280.		
b	Income tax for 2019 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,280.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	582,689.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	582,689.
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	582,689.

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	758,400.
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	758,400.
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	1,280.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	757,120.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7					582,689.
2 Undistributed income, if any, as of the end of 2019					
a Enter amount for 2018 only					
b Total for prior years 20 17 ,20 16 ,20 15					
3 Excess distributions carryover, if any, to 2019					
a From 2014					
b From 2015					
c From 2016					
d From 2017					
e From 2018	128,087.				
f Total of lines 3a through e		128,087.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ $ 758,400.					
a Applied to 2018, 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 2019 distributable amount					582,689.
e Remaining amount distributed out of corpus		175,711.			
5 Excess distributions carryover applied to 2019 (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		303,798.			
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 2018 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020					
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 2014 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a		303,798.			
10 Analysis of line 9					
a Excess from 2015					
b Excess from 2016					
c Excess from 2017					
d Excess from 2018	128,087.				
e Excess from 2019	175,711.				

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 2019, 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 (a) 2019	Prior 3 years (b) 2018	(c) 2017	(d) 2016	(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))

NONE

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

N/A

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 16				
Total . . . . . . ▶ **3a**				370,369.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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	525990	5.	14	11,565.	
4 Dividends and interest from securities	525990	3,263.	14	229,752.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	525990	2,067.	18	25,204.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 17		-21,233.		11,400.	22,076.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-15,898.		277,921.	22,076.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 284,099.

(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)
11	PROVIDE RECIPROCAL LEARNING OPPORTUNITIES WHICH BUILD,
	DEEPEN, AND SUSTAIN PERSONAL AND PROFESSIONAL CAPABILITIES
	AND RELATIONSHIPS AMONG NONPROFIT PROFESSIONALS SO THEY ARE
	BETTER ABLE TO LEAD, COLLABORATE, AND PROBLEM SOLVE.

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

▶ [signature] 11.16.20 ▶ President

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
JEFFREY D HASKELL	JEFFREY D HASKELL	11/15/2020		P01345770

Firm's name ▶ FOUNDATION SOURCE Firm's EIN ▶ 510398347

Firm's address ▶ ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042 Phone no 800-839-1754

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Go to *www.irs.gov/Form990* for the latest information.**

OMB No 1545-0047

2019

Name of the organization	Employer identification number
THE CLARE ROSE FOUNDATION INC.	06-1480029

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 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 33 1/3% 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 990-PF, 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 THE CLARE ROSE FOUNDATION INC.

Employer identification number 06-1480029

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	FIELDSTONE LEADERSHIP NETWORK 5465 MOREHOUSE DRIVE, STE 250 SAN DIEGO, CA 92121	$ 400,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization THE CLARE ROSE FOUNDATION INC.

Employer identification number 06-1480029

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

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

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

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

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(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 THE CLARE ROSE FOUNDATION INC.

Employer identification number 06-1480029

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

Part I, Line 6a (990-PF) - Net Gain/(Loss) from Sales of Assets Not Included in Part IV

Name	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Book Basis	Net Gain/(Loss)
Publicly-traded Securities				$ 4,314,082	$ 4,292,138	$ 21,944
Passthrough K-1 Capital Gain/(Loss) - non UBI						$ 3,260
Allocated to UBTI - Acquisition Indebtedness						$ 6,173
Total included in Part IV				$ 4,314,082	$ 4,292,138	$ 31,377
Passthrough K-1 Capital Gain/(Loss) - UBI						$ 2,067
Allocated to UBTI - Acquisition Indebtedness						$ (6,173)
Part I, Line 6a Total						$ 27,271

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
K-1 INC/LOSS ARMADA (FKA GPB) WASTE MANA	-9,990.	77.	
K-1 INC/LOSS GPB AUTOMOTIVE PORTFOLIO, L	-2,385.	1,946.	
K-1 INC/LOSS MOSAIC REAL ESTATE CREDIT T	9,921.	9,921.	
K-1 INC/LOSS VIRTUS REAL ESTATE CAPITAL	-7,868.	-1,033.	
CLASS ACTION LAWSUIT PROCEEDS	489.	489.	
EXEMPT-FUNCTION INCOME	22,076.		22,076.
TOTALS	12,243.	11,400.	22,076.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
GENERAL CONSULTATIONS	274.			274.
TOTALS	274.			274.

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT SERVICES	151,245.	146,467.		
PHILANTHROPIC CONSULTING SRVCS	316,000.		18,225.	297,775.
VIDEO PR SERVICES	650.			650.
WEBSITE DEVELOPMENT	4,000.			4,000.
TOTALS	471,895.	146,467.	18,225.	302,425.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
990-PF ESTIMATED TAX FOR 2019	1,900.	
FOREIGN TAX PAID	42.	42.
TOTALS	1,942.	42.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	47,207.			47,207.
ADMINISTRATIVE SET-UP FEE	350.			350.
PROGRAM EXPENSES	3,851.		3,851.	
FOUNDATION DUES & MEMBERSHIPS	3,750.			3,750.
K-1 EXP ARMADA (FKA GPB) WASTE	1,102.	970.		
K-1 EXP GPB AUTOMOTIVE PORTFOL	2,500.	2,431.		
K-1 EXP MOSAIC REAL ESTATE CRE	225.	225.		
K-1 EXP VIRTUS REAL ESTATE CAP	5.			
FOUNDATION CREDIT CARD FEES	260.			260.
OFFICE SUPPLIES	332.			332.
STATE OR LOCAL FILING FEES	155.			155.
TRAINING & PROF DEVELOPMENT	3,930.			3,930.
TOTALS	63,667.	3,626.	3,851.	55,984.

ATTACHMENT 6

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	FIELDSTONE LEADERSHIP NETWORK
ENDING BALANCE DUE	2,200.
ENDING FAIR MARKET VALUE	2,200.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	2,200.
TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	2,200.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GNMA POOL 003737M - 6.000% - 0	4,991.	5,530.
US BOND - 2.500% - 05/22/2020	124,922.	125,410.
US T NTS NOTE - 2.375% - 04/30	124,580.	125,313.
US T NTS NOTE - 2.625% - 07/31	124,988.	125,703.
US TURY - 2.500% - 06/30/2020	124,722.	125,528.
US OBLIGATIONS TOTAL	504,203.	507,484.
CALIFORNIA ST GO BDS - 7.500%	205,598.	301,167.
STATE OBLIGATIONS TOTAL	205,598.	301,167.
US AND STATE OBLIGATIONS TOTAL	709,801.	808,651.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AARON'S INC	16,010.	14,791.
ALGONQUIN POWER & UTILITY CORP	15,857.	21,833.
ALPHABET INC CL C	211,613.	267,404.
AMAZON COM	343,473.	739,136.
AMERICAN AIRLINES GROUP INC	17,584.	13,021.
AMERICAN STATES WATER CO	10,847.	17,934.
AMERICOLD REALTY TRUST	18,013.	20,195.
AMERISAFE INC	13,514.	14,461.
AMERISOURCEBERGEN CORP	13,188.	12,583.
ANTHEM INC	12,627.	13,893.
APPLE INC	492,765.	910,316.
APPLIED MATERIALS INC	26,899.	30,520.
ARCHER DANIELS MDLND	11,958.	13,766.
BADGER METER, INC	15,456.	22,076.
BAKER HUGHES COMPANY	15,588.	14,737.
BANK OF AMERICA CORP	68,071.	88,050.
BANK OZK	21,608.	20,716.
BERKSHIRE HATHAWAY INC DEL CL	445,155.	679,180.
BEST BUY INC	10,786.	14,224.
BLACKROCK LATIN AMERICA FD INS	10,945.	11,713.
BLOOMIN BRANDS INC	20,679.	22,423.
BOEING CO	69,510.	65,152.
BWX TECHNOLOGIES INC	25,539.	28,867.
C H ROBINSON WORLDWIDE INC	13,513.	12,747.
CABLE ONE INC	10,961.	23,816.
CABOT MICROELECTRONICS CORPORA	13,750.	19,483.
CALAVO GROWERS, INC	18,170.	20,745.
CANTEL MEDICAL CORPORATION	22,009.	20,277.
CARDINAL HEALTH INC	13,353.	11,987.

ATTACHMENT 8 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CARNIVAL CORP	98,137.	76,245.
CASEY'S GENERAL STORES, INC	12,422.	17,489.
CENTENE CORP	11,086.	13,580.
CENTURYLINK INC	12,746.	11,889.
CHEMED CORP	16,253.	28,552.
CIGNA CORPORATION	11,756.	13,292.
CISCO SYSTEMS INC	91,765.	110,308.
COGENT COMMUNICATIONS GROUP, I	11,960.	16,650.
COHEN & STEERS INC	11,132.	19,832.
COMFORT SYSTEMS USA INC	14,416.	17,248.
CONSUMER DISCRETIONARY SELECT	176,625.	213,089.
CORE-MARK HOLDING COMPANY, INC	11,152.	11,692.
CVS CAREMARK CORP	11,179.	12,852.
DELEK US HLDGS INC	19,771.	18,877.
DELTA AIR LINES INC	53,914.	58,480.
DOW INC	12,779.	13,354.
DXC TECHNOLOGY COMPANY	12,599.	13,119.
ENCOMPASS HEALTH CORPORATION	16,262.	22,513.
EVERCORE PARTNERS INC	18,578.	16,522.
EXPEDIA INC	25,689.	21,628.
EXPONENT, INC	7,973.	15,251.
FEDERAL AGRICULTURAL MORTGAGE	12,489.	16,784.
FEDEX CORPORATION	14,322.	12,550.
FINANCIAL SELECT SECTOR SPDR F	295,997.	320,050.
FIRST TRUST DOW JONES INTERNET	142,043.	164,579.
FIRST TRUST ISE CLOUD COMPUTIN	74,956.	94,117.
FIRST TRUST NASDQ 100 TECHNOLO	139,428.	171,371.
FORD MOTOR COMPANY	15,504.	13,318.
GAP INC	18,556.	13,366.

ATTACHMENT 8 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GENERAL MOTORS	13,970.	13,249.
HEWLETT PACKARD ENTERPRISE CO	13,279.	13,069.
HOLLYFRONTIER CORP	14,737.	12,830.
HOME BANCSHARES INC	18,330.	18,579.
HP INC	13,327.	13,337.
HUMANA INC	10,006.	13,928.
ISHARE MSCI EMU INDX	333,827.	365,375.
ISHARE MSCI SWEDEN	23,171.	22,306.
ISHARE MSCI UK INDEX	193,608.	187,618.
ISHARES INC MSCI SWITZERLAND I	96,407.	110,378.
ISHARES MSCI CANADA INDEX FD	107,659.	114,389.
ISHARES MSCI EMERGING MARKETS	303,413.	312,475.
ISHARES MSCI PACIFIC EX-JAPAN	168,764.	165,986.
ISHARES MSCI RUSSIA CAPPED IND	3,657.	4,522.
ISHARES MSCI-JAPAN	287,224.	284,174.
J & J SNACK FOODS CORP	14,793.	20,085.
JP MORGAN CHASE	78,469.	139,400.
KENNEDY WILSON HOLDINGS INC	15,483.	19,691.
KOHLS CORP	14,809.	14,113.
KROGER CO	12,281.	13,828.
L BRANDS, INC	14,865.	12,340.
LAKELAND FINANCIAL CORPORATION	18,610.	19,621.
LEHMAN BROTHERS HOLDINGS INC.	40,118.	
LEMAITRE VASCULAR, INC	10,807.	12,726.
LINCOLN NATIONAL CORP	11,337.	12,864.
LITTELFUSE, INC	20,080.	21,234.
LOGMEIN, INC	26,535.	27,608.
MACY'S INC	18,760.	14,467.
MARATHON PETROLEUM CORP	12,813.	12,954.

ATTACHMENT 8 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MATTHEWS ASIA DIVIDEND FUND IN	37,418.	37,128.
MATTHEWS INDIA FUND INSTI CLAS	12,190.	11,226.
MCKESSON CORP	13,426.	12,725.
METLIFE INC	12,035.	12,895.
MGP INGREDIENTS, INC	4,662.	4,603.
MONRO MUFFLER BRAKE, INC	22,285.	21,974.
MORNINGSTAR, INC	11,330.	18,309.
MSC INDUSTRIAL DRCT	17,828.	20,402.
NEENAH PAPER INC	16,699.	13,593.
NEWS CORP LTD ADR	13,006.	14,365.
NEWS CORP LTD CL A	12,992.	14,310.
NEXSTAR MEDIA GROUP, INC	12,498.	14,070.
NORDSTROM INC	15,085.	14,039.
NORWEGIAN CRUISE LINE HOLDINGS	52,835.	58,410.
NUCOR CP	12,813.	12,832.
ORACLE CORP	147,523.	158,940.
PARSLEY ENERGY INCORPORATED CL	16,608.	19,175.
PHILLIPS 66	11,374.	12,701.
PIMCO INCOME FUND	364,435.	386,972.
PIMCO LOW DURATION INSTL	24,603.	24,881.
PIMCO RAE FUNDAMENTAL PLUS EMG	106,849.	102,001.
PIMCO SMALL CO FUNDAMENTAL	200,032.	185,916.
POOL CORP	16,336.	26,972.
POWER INTEGRATIONS, INC	12,167.	19,782.
PROCTER GAMBLE CO	74,045.	124,900.
PRUDENTIAL FINCL INC	13,330.	12,561.
PVH CORP	11,774.	14,300.
QTS REALTY TRUST	16,723.	21,979.
QUAKER CHEMICAL CORP	14,323.	15,794.

ATTACHMENT 8 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
WELLCARE HEALTH PLANS INC	10,119.	13,539.
WESTROCK COMPANY	14,129.	13,774.
WHIRLPOOL CORP	13,098.	13,425.
TOTALS	8,900,515.	11,321,127.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
LEHMAN BRTHRS HLDGRRBOND - 0.0	78,261.	1,220.
TOTALS	78,261.	1,220.

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ARMADA (FKA GPB) WASTE MANAGEM	57,623.	33,492.
GOLDMAN SACHS MIDDLE MARKET LE	188,450.	183,877.
GPB AUTOMOTIVE PORTFOLIO, LP	69,383.	52,230.
MOSAIC REAL ESTATE CREDIT TE,	119,138.	122,727.
VIRTUS REAL ESTATE CAPITAL II,	76,676.	103,684.
TOTALS	511,270.	496,010.

ATTACHMENT 11

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION		ENDING BOOK VALUE
OUTSTANDING OPTIONS		202,482.
	TOTALS	202,482.

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						
4,314,082.		4,292,138.					21,944.	
		PASSTHROUGH K1 CAPITAL GAIN/(LOSS)						
							3,260.	
		ALLOCATED TO UBTI - ACQ INDEBTEDNESS						
							6,173.	
TOTAL GAIN(LOSS)							31,377.	

FORM 990PF, PART VII-A, LINE 10 - SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 12

NAME AND ADDRESS

FIELDSTONE LEADERSHIP NETWORK
5465 MOREHOUSE DRIVE, STE 250
SAN DIEGO, CA 92121

ATTACHMENT 13

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: FIELDSTONE LEADERSHIP NETWORK
GRANTEE'S ADDRESS: 14 CORPORATE PLAZA DR
CITY, STATE & ZIP: NEWPORT BEACH, CA 92660
GRANT DATE: 07/26/2016
GRANT AMOUNT: 320,000.
GRANT PURPOSE: TO SUPPORT IMPLEMENTATION AND ADMINISTRATION OF THE CLARE ROSE SABBATICAL PROGRAM
AMOUNT EXPENDED: 320,000.
ANY DIVERSION? NO
DATES OF REPORTS: 6/13/17, 5/30/19
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

GRANTEE'S NAME: FIELDSTONE LEADERSHIP NETWORK
GRANTEE'S ADDRESS: 14 CORPORATE PLAZA DR
CITY, STATE & ZIP: NEWPORT BEACH, CA 92660
GRANT DATE: 09/12/2017
GRANT AMOUNT: 178,000.
GRANT PURPOSE: TO SUPPORT IMPLEMENTATION AND ADMINISTRATION OF THE CLARE ROSE SABBATICAL PROGRAM
AMOUNT EXPENDED: 178,000.
ANY DIVERSION? NO
DATES OF REPORTS: 5/30/19
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

GRANTEE'S NAME: FIELDSTONE LEADERSHIP NETWORK
GRANTEE'S ADDRESS: 14 CORPORATE PLAZA DR
CITY, STATE & ZIP: NEWPORT BEACH, CA 92660
GRANT DATE: 08/13/2018
GRANT AMOUNT: 274,850.
GRANT PURPOSE: TO SUPPORT IMPLEMENTATION AND ADMINISTRATION OF THE CLARE ROSE SABBATICAL PROGRAM
AMOUNT EXPENDED: 157,850.
ANY DIVERSION? NO
DATES OF REPORTS: 5/30/19
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

GRANTEE'S NAME: FIELDSTONE LEADERSHIP NETWORK
GRANTEE'S ADDRESS: 14 CORPORATE PLAZA DR
CITY, STATE & ZIP: NEWPORT BEACH, CA 92660
GRANT DATE: 07/16/2018
GRANT AMOUNT: 20,000.
GRANT PURPOSE: TO SUPPORT THE FIELDSTONE LEADERSHIP NETWORK
AMOUNT EXPENDED: 20,000.
ANY DIVERSION? NO

CONT'D ON NEXT PAGE

ATTACHMENT 13 (CONT'D)

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

DATES OF REPORTS: 4/19/19
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

ATTACHMENT 8 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
QUANTA SVCS INC	11,659.	12,742.
REAL ESTATE SELECT SECTOR SPDR	46,810.	58,624.
ROYAL CARRIBEAN CRUISE	60,781.	66,755.
RYDER SYSTEM	17,715.	16,456.
RYMAN HOSPITALITY PROPERTIES	14,724.	18,805.
SELECT SECTOR SPDR ENERGY FUND	112,569.	99,246.
SELECT SECTOR SPDR INDUSTRIAL	193,340.	205,386.
SELECT SECTOR SPDR-HEALTH CARE	264,839.	315,868.
SPDR S&P BIOTECH ETF	50,373.	52,596.
STANDARD MOTOR PRODS	14,531.	17,137.
STANDEX INTERNATIONAL CORP	20,324.	20,314.
SYNNEX CORP	13,532.	22,282.
SYSCO CORP	10,244.	13,857.
TECHNIPFMC PLC	12,981.	14,836.
TETRA TECH INC	17,626.	25,848.
THE ENSIGN GROUP, INC	12,261.	25,226.
TYSON FOODS INC CL A	12,940.	13,201.
U.S. PHYSICAL THERAPY INC	10,021.	16,009.
UNITED CONTINENTAL HOLDINGS IN	9,944.	12,068.
UNIVERSAL DISPLAY CORP	4,054.	8,449.
UNUM CORP	14,016.	12,364.
VALERO ENERGY CORP	12,226.	12,830.
VANGRD TEL SVC ETF	187,262.	216,227.
VANGUARD CONSUMER STAPLES ETF	132,948.	153,785.
VANGUARD MTRL ETF	53,938.	53,924.
VIACOMCBS INC	12,867.	13,556.
WAL-MART STORES INC	192,000.	250,158.
WALGREENS BOOTS ALLIANCE	15,456.	13,384.
WALT DISNEY HOLDINGS CO	751,895.	1,402,912.

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

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ELISE FURER FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, SEC 1.00	0.	0.	0.
ANNE VINCENT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	PRES 1.00	0.	0.	0.
EDWARD VINCENT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
WILLIAM VINCENT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

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

ATTACHMENT 15

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
MATT D'ARRIGO, INC. 3105 GOLDSMITH STREET SAN DIEGO, CA 92106	PHILANTHROPIC	309,500.
PERSHING ADVISOR SOLUTIONS LLC ONE PERSHING PLAZA JERSEY CITY, NJ 07399	INVESTMENT MGMT	151,245.
TOTAL COMPENSATION		460,745.

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

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
A REASON TO SURVIVE 200 E 12TH ST NATIONAL CITY, CA 91950	N/A PC	GENERAL & UNRESTRICTED	15,000
A REASON TO SURVIVE 200 E 12TH ST NATIONAL CITY, CA 91950	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	2,600
A REASON TO SURVIVE 200 E 12TH ST NATIONAL CITY, CA 91950	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS, BOOST, ARTS ADVOCACY DAY	850
A STEP BEYOND 340 N ESCONDIDO BLVD ESCONDIDO, CA 92025	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	2,500
A STEP BEYOND 340 N ESCONDIDO BLVD ESCONDIDO, CA 92025	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS AND SALESFORCE FUND	20,500
ACCESS YOUTH ACADEMY 7310 MIRAMAR RD STE 405 SAN DIEGO, CA 92126	N/A PC	CLARE ROSE SABBATICAL PROFESSIONAL DEVELOPMENT FUND	5,000

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ART OF ELAN 3401 32ND ST SAN DIEGO, CA 92104	N/A PC	GENERAL & UNRESTRICTED	10,000
ART OF ELAN 3401 32ND ST SAN DIEGO, CA 92104	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS	500
BLINDSPOT COLLECTIVE 4171 MUSTANG ST SAN DIEGO, CA 92111	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	1,800
CALIFORNIA STATE UNIVERSITY SAN MARCOS FOUNDATION 333 S TWIN OAKS VALLEY RD SAN MARCOS, CA 92096	N/A PC	CENTRE ARTES/ART OPPORTUNITY CAMPAIGN	10,000
CENTER FOR HOPE AND STRENGTH INC 5059 NEWPORT AVE SAN DIEGO, CA 92107	N/A PC	GENERAL & UNRESTRICTED	100,000
FERN STREET COMMUNITY ARTS INC 4265 FAIRMOUNT AVE STE 120-B SAN DIEGO, CA 92105	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	1,800

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDSHIP SHELTER INC PO BOX 4252 LAGUNA BEACH, CA 92652	N/A PC	CLARE ROSE SABBATICAL PROFESSIONAL DEVELOPMENT FUND	5,000
GIRLS ON THE RUN OF SAN DIEGO PO BOX 230544 ENCINITAS, CA 92023	N/A PC	GENERAL & UNRESTRICTED	50,000
IZCALLI ESCVELA DE LA RAZA PO BOX 50208 SAN DIEGO, CA 92165	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS AND BOOST CONFERENCE	1,000
LA MAESTRA FOUNDATION INC 4060 FAIRMOUNT AVE SAN DIEGO, CA 92105	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	800
MONARCH SCHOOL PROJECT 1625 NEWTON AVE SAN DIEGO, CA 92113	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	1,800
NATIONAL GUILD FOR COMMUNITY ARTS EDUCATION INC 520 8TH AVE 3RD FL NO 302 NEW YORK, NY 10018	N/A PC	YOUTH SUMMIT AND CYD WEBINAR SERIES	15,100

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OLD DARTMOUTH HISTORICAL SOCIETY 18 JOHNNY CAKE HL NEW BEDFORD, MA 02740	N/A PC	BOOST CONFERENCE SCHOLARSHIP FUND	1,000
PLAYWRIGHTS PROJECT 3675 RUFFIN RD STE 330 SAN DIEGO, CA 92123	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS	500
RESOUNDING JOY INC 10455 SORRENTO VALLEY RD STE 208 SAN DIEGO, CA 92121	N/A PC	AS AN ADVANCE FOR THE CLARE ROSE SABBATICAL PROFESSIONAL DEVELOPMENT FUND	9,864
RESOUNDING JOY INC 10455 SORRENTO VALLEY RD STE 208 SAN DIEGO, CA 92121	N/A PC	CLARE ROSE SABBATICAL PROFESSIONAL DEVELOPMENT FUND	5,000
ROCK N ROLL CAMP FOR GIRLS SAN DIEGO 345 SANFORD ST ENCINITAS, CA 92024	N/A PC	GENERAL & UNRESTRICTED	2,500
ROCK N ROLL CAMP FOR GIRLS SAN DIEGO 345 SANFORD ST ENCINITAS, CA 92024	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS FUND	500

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAN DIEGO OPERA ASSOCIATION 233 A ST STE 500 SAN DIEGO, CA 92101	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	1,400
SAN DIEGO OPERA ASSOCIATION 233 A ST STE 500 SAN DIEGO, CA 92101	N/A PC	BOOST CONFERENCE AND ARTS ADVOCACY DAY	1,000
SAN DIEGO YOUTH SYMPHONY 1650 EL PRADO SAN DIEGO, CA 92101	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	3,200
SAN DIEGO YOUTH SYMPHONY 1650 EL PRADO SAN DIEGO, CA 92101	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS AND ARTS ADVOCACY DAY	1,055
SAY SI 1518 S ALAMO ST SAN ANTONIO, TX 78204	N/A PC	BOOST CONFERENCE SCHOLARSHIP FUND	2,000
THE AJA PROJECT 4089 FAIRMOUNT AVE SAN DIEGO, CA 92105	N/A PC	GENERAL & UNRESTRICTED	10,000

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE AJA PROJECT 4089 FAIRMOUNT AVE SAN DIEGO, CA 92105	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	1,500
THE AJA PROJECT 4089 FAIRMOUNT AVE SAN DIEGO, CA 92105	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS	500
THE DAVIDS HARP FOUNDATION INC 705 16TH ST SAN DIEGO, CA 92101	N/A PC	GENERAL & UNRESTRICTED	10,000
THE DAVIDS HARP FOUNDATION INC 705 16TH ST SAN DIEGO, CA 92101	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	2,800
THE DAVIDS HARP FOUNDATION INC 705 16TH ST SAN DIEGO, CA 92101	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS AND ARTS ADVOCACY DAY	800
TRANSCENDANCE YOUTH ARTS PROJECT 200 E 12TH ST NATIONAL CITY, CA 91950	N/A PC	GENERAL & UNRESTRICTED	12,800

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRANSCENDANCE YOUTH ARTS PROJECT 200 E 12TH ST NATIONAL CITY, CA 91950	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	2,100
TRANSCENDANCE YOUTH ARTS PROJECT 200 E 12TH ST NATIONAL CITY, CA 91950	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS	500
TRANSFORMING YOUTH OUTDOORS PO BOX 635256 SAN DIEGO, CA 92163	N/A PC	PILOT PROJECT FOR TRAUMA HEALING	25,000
UNITED WAY OF SAN DIEGO COUNTY 4699 MURPHY CANYON RD SAN DIEGO, CA 92123	N/A PC	MOSAIC PROJECT WITH AJA	3,000
UNIVERSITY OF SAN DIEGO 5998 ALCALA PARK SAN DIEGO, CA 92110	N/A PC	CASTER CENTER- SABBATICAL PROGRAM EVALUATION	10,600
VILLA MUSICA 10373 ROSELLE ST STE 170 SAN DIEGO, CA 92121	N/A PC	GUILD CONFERENCE SCHOLARSHIP FUND	1,800

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VILLA MUSICA 10373 ROSELLE ST STE 170 SAN DIEGO, CA 92121	N/A PC	ARTS ADVOCACY DAY	200
WELLESLEY COLLEGE 106 CENTRAL ST WELLESLEY, MA 02481	N/A PC	AFTER SCHOOL MATTERS CYD ISSUE	15,000
WORKING NARRATIVES 1512 ORANGE ST WILMINGTON, NC 28401	N/A PC	TO SEND STAFF TO THE BOOST CONFERENCE	1,000
YOUNG AUDIENCES OF SAN DIEGO DBA ARTS FOR LEARNING 4305 UNIVERSITY AVE STE 555 SAN DIEGO, CA 92105	N/A PC	CYD NETWORK LANDSCAPE ANALYSIS	500
		TOTAL CONTRIBUTIONS PAID	370,369

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

ATTACHMENT 17

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
K-1 INC/LOSS	525990	-21,233.	14	10,911.	
CLASS ACTION LAWSUIT PROCEEDS			01	489.	
EXEMPT-FUNCTION INCOME					22,076..
TOTALS		-21,233.		11,400.	22,076.