

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

, and ending

Name of foundation WILLIAM E. CROSS FOUNDATION INC. C/O DON LINTON		A Employer identification number 20-1220528
Number and street (or P O box number if mail is not delivered to street address) 2631 MILL RACE ROAD	Room/suite	B Telephone number 301-662-9200
City or town, state or province, country, and ZIP or foreign postal code FREDERICK, MD 21701-6805		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 16,482,732.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

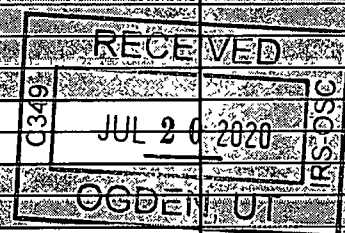
Part II Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch 8					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		267,811.	267,811.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		823,404.			
b Gross sales price for all assets on line 6a	2,973,524.				
7 Capital gain net income (from Part IV, line 2)			823,404.		
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)					
11 Other income					
12 Total Add lines 1 through 11		1,091,215.	1,091,215.		
13 Compensation of officers, directors, trustees, etc		208,520.	208,520.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 2	8,936.	8,936.		0.
c Other professional fees					
17 Interest		2.	0.		0.
18 Taxes	STMT 3	30,713.	30,713.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 4	94,084.	94,084.		0.
24 Total operating and administrative expenses Add lines 13 through 23		342,255.	342,253.		0.
25 Contributions, gifts, grants paid		798,000.			798,000.
26 Total expenses and disbursements Add lines 24 and 25		1,140,255.	342,253.		798,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<49,040.>			
b Net investment income (if negative, enter -0-)			748,962.		
c Adjusted net income (if negative, enter -0-)				N/A	

03
04

Received In

SEP 03 2020

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WILLIAM E. CROSS FOUNDATION INC.

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C/O DON LINTON

20-1220528

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	123,160.	46,648.	46,648.
	2	Savings and temporary cash investments	253,591.	819,124.	819,124.
	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			
	7	Other notes and loans receivable ▶			
		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 STMT 5	10,000.	5,000.	5,015.
	b	Investments - corporate stock STMT 6	216,364.	216,364.	225,035.
	c	Investments - corporate bonds STMT 7	100,096.	100,096.	108,357.
Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	14,462,657.	14,020,520.	15,276,024.
	14	Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶	92,766.	0.	0.
	15	Other assets (describe ▶ STATEMENT 9)	2,037.	2,529.	2,529.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	15,260,671.	15,210,281.	16,482,732.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ SECURITY DEPOSIT)	1,350.	0.	
	23	Total liabilities (add lines 17 through 22)	1,350.	0.	
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	15,259,321.	15,210,281.	
	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			
	29	Total net assets or fund balances	15,259,321.	15,210,281.	
	30	Total liabilities and net assets/fund balances	15,260,671.	15,210,281.	

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)	15,259,321.
2	Enter amount from Part I, line 27a	<49,040.>
3	Other increases not included in line 2 (itemize) ▶	0.
4	Add lines 1, 2, and 3	15,210,281.
5	Decreases not included in line 2 (itemize) ▶	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	15,210,281.

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Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

(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.)
1a			
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	2,973,524.	37,235.	2,187,355.

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			823,404.

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	823,404.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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	786,694.	15,800,240.	.049790
2017	708,422.	15,377,734.	.046068
2016	766,688.	14,368,387.	.053359
2015	781,836.	15,631,479.	.050017
2014	586,116.	16,090,293.	.036427

2 Total of line 1, column (d)	2	.235661
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	.047132
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	15,408,793.
5 Multiply line 4 by line 3	5	726,247.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,490.
7 Add lines 5 and 6	7	733,737.
8 Enter qualifying distributions from Part XII, line 4	8	798,000.

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 IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CAPITAL GAIN DISTRIBUTIONS		01/01/19	12/31/19
b	MORGAN STANLEY		01/01/19	12/31/19
c	MORGAN STANLEY		01/01/01	12/31/19
d	FAMILY HERITAGE		01/01/01	12/31/19
e	FIDELITY		01/01/01	12/31/19
f	UBS		01/01/19	12/31/19
g	UBS		01/01/01	12/31/19
h	SALE OF CONDO- 3310 N. LEISURE WORLD BLVD #6-425,		09/18/10	04/29/19
i				
j				
k				
l				
m				
n				
o				

(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 705,239.			705,239.
b 132,232.		125,046.	7,186.
c 508,457.		502,141.	6,316.
d 53,981.		32,792.	21,189.
e 455,000.		311,536.	143,464.
f 162,793.		150,000.	12,793.
g 777,322.		915,084.	<137,762.>
h 178,500.	37,235.	150,756.	64,979.
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			705,239.
b			7,186.
c			6,316.
d			21,189.
e			143,464.
f			12,793.
g			<137,762.>
h			64,979.
i			
j			
k			
l			
m			
n			
o			

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	823,404.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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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
- 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-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)
- 5 **Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

- a 2019 estimated tax payments and 2018 overpayment credited to 2019
- b Exempt foreign organizations - tax withheld at source
- c Tax paid with application for extension of time to file (Form 8868)
- d Backup withholding erroneously withheld

6a	11,320.
6b	0.
6c	0.
6d	0.

- 7 Total credits and payments. Add lines 6a through 6d
- 8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached
- 9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**
- 10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**
- 11 Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ☒ **Refunded** ☐

1	7,490.
2	0.
3	7,490.
4	0.
5	7,490.
7	11,320.
8	33.
9	
10	3,797.
11	0.

Part VII-A Statements Regarding Activities

- 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?
- b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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?
- 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.
- 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
- 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
- b If "Yes," has it filed a tax return on **Form 990-T** for this year?
- 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by *General Instruction T*.
- 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?
- 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

- 8a Enter the states to which the foundation reports or with which it is registered. See instructions. ☒ MD

- 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
- 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
- 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

N/A

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Part VII-A Statements Regarding Activities (continued)

- 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions
- 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
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

	Yes	No
11		X
12		X
13	X	

Website address **N/A**

- 14 The books are in care of **DONALD LINTON, CPA** Telephone no. **301-662-9200**
 Located at **201 THOMAS JOHNSON DR, FREDERICK, MD** ZIP+4 **21702**

- 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**

- 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?

	Yes	No
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.

- 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?
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
- (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)?
- (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☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No

	Yes	No
1a		
1b		
1c		X
2a		
2b		
3a		
3b		
4a		X
4b		X

- 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
 Organizations relying on a current notice regarding disaster assistance, check here

N/A

1b

- c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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.)

N/A

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.

2c

- 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.)

N/A

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)

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

N/A

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?

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(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.

(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
DONALD C. LINTON	PRESIDENT/DIRE			
201 THOMAS JOHNSON DRIVE				
FREDERICK, MD 21702	5.00	59,880.	0.	18,000.
ARTHUR B. BRISKER	VICE-PRES/DIREC			
932 HUNGERFORD DRIVE, STE 22-A				
ROCKVILLE, MD 20850	5.00	59,880.	0.	18,000.
REBECCA LINTON	TREASURER/DIREC			
201 THOMAS JOHNSON DRIVE				
FREDERICK, MD 21702	2.00	26,380.	0.	0.
HAZEL BRISKER	SECRETARY/DIREC			
932 HUNGERFORD DRIVE, STE 22-A				
ROCKVILLE, MD 20850	2.00	26,380.	0.	0.

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

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

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

0

(Part 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	15,276,274.
b	Average of monthly cash balances	1b	367,171.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	15,643,445.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	15,643,445.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	234,652.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,408,793.
6	Minimum investment return Enter 5% of line 5	6	770,440.

(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	770,440.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	7,490.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,490.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	762,950.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	762,950.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	762,950.

(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	798,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	798,000.
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	5	7,490.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	790,510.

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				762,950.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			718,444.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 798,000.				
a Applied to 2018, but not more than line 2a			718,444.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				79,556.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				683,394.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a 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)

2 a 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.

NONE

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

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

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

DONALD LINTON, 301-662-9200

201 THOMAS JOHNSON DRIVE, FREDERICK, MD 21702

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

WRITTEN REQUEST INCLUDING DESCRIPT OF NFP ACTIVITIES & CHARITABLE STATUS.

c Any submission deadlines:

DECEMBER 1

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

MUST BE A NON-PROFIT ENTITY

WILLIAM E. CROSS FOUNDATION INC.

Form 990-PF (2019)

C/O DON LINTON

20-1220528

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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				
ADVOCATES FOR THE AGING 8222 GLENDALE DRIVE FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	5,000.
ALL SAINT'S PARISH THRIFT SHOP 18 OLIVE AVENUE REHOBETH BEACH, DE 19971	NONE	PC	FOR PROGRAM SERVICES	4,000.
ALZHEIMER'S ASSOCIATION 108 BYTE DRIVE #103 FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	3,500.
AMERICA'S VETDOGS 371 EAST JERICHO TURNPIKE SMITHTOWN, NY 11787	NONE	PC	FOR PROGRAM SERVICES	10,000.
ARTS FOR THE AGING 12320 PARKLAWN DRIVE ROCKVILLE, MD 20852	NONE	PC	FOR PROGRAM SERVICES	1,000.
Total	SEE CONTINUATION SHEET(S)			798,000.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2019)

WILLIAM E. CROSS FOUNDATION INC.
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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)				
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
BEEBE MEDICAL FOUNDATION 902 SAVANNAH RD LEWES, DE 19958	NONE	PC	FOR PROGRAM SERVICES	22,300.
BERNIE SCHOLARSHIP AWARDS PROGRAM PO BOX 2514 ROCKVILLE, MD 20847	NONE	PC	FOR PROGRAM SERVICES	4,000.
BOYS AND GIRLS CLUB OF FREDERICK COUNTY 413 BURCK ST FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	25,000.
BRETHERN DISASTER MINISTRIES 601 MAIN ST NEW WINDSOR, MD 21776	NONE	PC	FOR PROGRAM SERVICES	25,000.
CALLING ALL ANGELS USA 1451 QUAIL STREET, SUITE 101 NEWPORT BEACH, CA 92660	NONE	PC	FOR PROGRAM SERVICES	1,700.
CAMP REHOBOTH 37 BALTIMORE AVE REHOBOTH BEACH, DE 19971	NONE	PC	FOR PROGRAM SERVICES	5,000.
CASA OF FREDERICK COUNTY 226 SOUTH JEFFERSON ST FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	2,000.
CATHOLIC CHARITIES OF LEE CO, FL 4235 MICHIGAN LINK FORT MYERS, FL 33916	NONE	PC	FOR PROGRAM SERVICES	15,000.
CELEBRATE FREDERICK 121 NORTH BENTZ ST FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	5,000.
CENTER FOR THE ARTS BONITA SPRINGS 26100 OLD US 41 RD BONITA SPRINGS, FL 34135	NONE	PC	FOR PROGRAM SERVICES	2,000.
Total from continuation sheets				774,500.

WILLIAM E. CROSS FOUNDATION INC.
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
CLEAR SPACE PRODUCTIONS INC 35721 ELK CAMP ROAD REHOBETH BEACH, DE 19971	NONE	PC	FOR PROGRAM SERVICES	10,000.
COMMUNITY COOPERATIVE INC PO BOX 2143 FORT MYERS, FL 33902	NONE	PC	FOR PROGRAM SERVICES	15,000.
COMMUNITY LIVING, INC. 620-B RESEARCH CT FREDERICK, MD 21703	NONE	PC	FOR PROGRAM SERVICES	10,000.
CROSSED BRIDGES 91 HOWARD COURT FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	1,500.
DAYBREAK ADULT DAY SERVICES INC 7819 ROCKY SPRINGS RD FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	5,000.
DOWNTOWN FREDERICK PARTNERSHIP 19 EAST CHURCH STREET FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	7,000.
FAHRNEY-KEEDY HOME AND VILLAGE 8507 MAPLEVILLE RD BOONSBORO, MD 21713	NONE	PC	FOR PROGRAM SERVICES	5,000.
FAMILY JUSTICE CENTER FOUNDATION INC. PO BOX 10692 ROCKVILLE, MD 20849	NONE	PC	FOR PROGRAM SERVICES	15,000.
FANNIN CHRISTIAN CENTER 2324 E. FIRST ST BLUE RIDGE, GA 30513	NONE	PC	FOR PROGRAM SERVICES	50,000.
FIDOS FOR FREEDOM, INC 1200 SANDY SPRING ROAD LAUREL, MD 20707	NONE	PC	FOR PROGRAM SERVICES	2,000.
Total from continuation sheets				

WILLIAM E. CROSS FOUNDATION INC.
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Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)				
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
FISHER HOUSE FOUNDATION INC 111 ROCKVILLE PIKE, SUITE 420 ROCKVILLE, MD 20850	NONE	PC	FOR PROGRAM SERVICES	4,000.
FLORIDA REPERTORY COMPANY, INC. P.O. BOX 2483 FORT MYERS, FL 33902	NONE	PC	FOR PROGRAM SERVICES	10,000.
FRED CO 4H THERAPEUTIC RIDING PROGRAM 11515 ANGLEBERGER RD THURMONT, MD 21788	NONE	PC	FOR PROGRAM SERVICES	5,000.
FRED COMMUNITY COLLEGE FOUNDATION INC 7932 OPOSSUMTOWN PIKE FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	25,000.
FREDERICK ARTS COUNCIL 11 WEST PATRICK STREET, SUITE 201 FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	2,000.
FREDERICK COMMUNITY ACTION AGENCY 100 SOUTH MARKET STREET FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	5,000.
FREDERICK MEMORIAL HOSPITAL 400 WEST 7TH STREET FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	23,500.
FREDERICK RESCUE MISSION, INC. PO BOX 3389 FREDERICK, MD 21705	NONE	PC	FOR PROGRAM SERVICES	11,000.
FREDERICK VOLLEYBALL CLUB JUNIORS INC PO BOX 3084 FREDERICK, MD 21705-3084	NONE	PC	FOR PROGRAM SERVICES	1,000.
FRIENDS OF CARROLL CREEK URBAN PARK 1509 HOMESTEAD AVENUE FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	2,000.
Total from continuation sheets				

WILLIAM E. CROSS FOUNDATION INC.
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Part XV | **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)				
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
FRIENDS OF WATERFORD PARK 1604 ROCK CREEK DRIVE FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	1,000.
GAITHERSBURG COMMUNITY SOUP KITCHEN, INC 201 SOUTH FREDERICK AVENUE GAITHERSBURG, MD 20877	NONE	PC	FOR PROGRAM SERVICES	10,000.
GALE HOUSE RECOVERY, INC. 336 NORTH MARKET STREET FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	2,000.
GLADE VALLEY COMMUNITY SERVICES P.O. BOX 655 WALKERSVILLE, MD 21793	NONE	PC	FOR PROGRAM SERVICES	1,500.
GOODWILL INDUSTRIES OF MONOCACY VALLEY 400 EAST CHURCH STREET FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	10,000.
GUIDING EYES FOR THE BLIND 611 GRANTIE SPRINGS RD YORKTOWN HEIGHTS, NY 10598	NONE	PC	FOR PROGRAM SERVICES	1,000.
HABITAT FOR HUMANITY OF LEE AND HENDRY COUNTYS 1288 NORTH TAMIANO TRAIL NORTH FORT MYERS, FL 33903	NONE	PC	FOR PROGRAM SERVICES	9,000.
HEARTLY HOUSE INC PO BOX 857 FREDERICK, MD 21705	NONE	PC	FOR PROGRAM SERVICES	10,000.
HEARTS & HOMES FOR YOUTH INC 3919 NATIONAL DRIVE SUITE 400 BURTONSVILLE, MD 20866	NONE	PC	FOR PROGRAM SERVICES	4,000.
HEBREW HOME OF GREATER WASHINGTON 6121 MONTROSE RD ROCKVILLE, MD 20852	NONE	PC	FOR PROGRAM SERVICES	15,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
HILLWOOD ESTATE, MUSEUM & GARDENS 4155 LINNEAN AVENUE NW WASHINGTON, DC 20008	NONE	EOF	FOR PROGRAM SERVICES	3,000.
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON, MA 02780	NONE	PC	FOR PROGRAM SERVICES	4,000.
HOPE HOSPICE & COMMUNITY SERVICES 9470 HEALTH PARK CIRCLE FORT MYER, FL 33908	NONE	PC	FOR PROGRAM SERVICES	10,000.
HOSPICE OF FREDERICK COUNTY PO BOX 1799 FREDERICK, MD 21705	NONE	PC	FOR PROGRAM SERVICES	5,000.
HOUSE OF RUTH MARYLAND INC 2201 ARGONNE DRIVE BALTIMORE, MD 21218	NONE	PC	FOR PROGRAM SERVICES	4,000.
HOUSING AUTHORITY OF THE CITY OF FREDERICK 209 MADISON STREET FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	5,000.
HUMANE SOCIETY OF WASHINGTON COUNTY 13011 MAUGANSVILLE RD HAGERSTOWN, MD 21740	NONE	PC	FOR PROGRAM SERVICES	1,000.
IMMOKALEE FRIENDSHIP HOUSE 602 WEST MAIN ST IMMOKALEE, FL 34142	NONE	PC	FOR PROGRAM SERVICES	5,000.
INTERFAITH CHARITIES OF SOUTH LEE 17592 ROCKEFELLER CIRCLE FORT MYERS, FL 33967	NONE	PC	FOR PROGRAM SERVICES	15,000.
JEWISH FOUNDATION FOR GROUP HOMES 1500 EAST JEFFERSON STREET ROCKVILLE, MD 20852	NONE	PC	FOR PROGRAM SERVICES	1,500.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
JEWISH SOCIAL SERVICE AGENCY 6123 MONTROSE RD ROCKVILLE, MD 20852	NONE	PC	FOR PROGRAM SERVICES	5,000.
JSSA HOSPICE 200 WOOD HILL ROAD ROCKVILLE, MD 20850	NONE	PC	FOR PROGRAM SERVICES	5,000.
KAIROIS PRISON MINISTRY INTERNATIONAL, INC. 100 DEBARY PLANTATION BLVD DEBARY, FL 32713	NONE	PC	FOR PROGRAM SERVICES	2,000.
LAKE COUNTY RURAL ARTS INITIATIVE 215 WEST MONTGOMERY AVENUE ROCKVILLE, MD 20850	NONE	PC	FOR PROGRAM SERVICES	5,000.
LEAP 4949 HELBUSH DRIVE LAKEPORT, CA 95453	NONE	PC	FOR PROGRAM SERVICES	4,000.
MANNA FOOD CENTER INC 9311 GAITHER RD GAITHERSBURG, MD 20877	NONE	PC	FOR PROGRAM SERVICES	20,000.
MCPAW 9613 EDLWICK WAY POTOMAC, MD 20854	NONE	PC	FOR PROGRAM SERVICES	3,000.
MEALS ON WHEELS OF FREDERICK COUNTY 1440 TANEY AVENUE FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	5,000.
MEALS ON WHEELS OF LEWES & REHOBOTH INC 32409 LEWES GEORGETOWN HIGHWAY LEWES, DE 19958	NONE	PC	FOR PROGRAM SERVICES	10,000.
MENTAL HEALTH ASSOC. OF FREDERICK COUNTY 226 SOUTH JEFFERSON ST FREDERICK, MD 21201	NONE	PC	FOR PROGRAM SERVICES	5,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
MISSION OF MERCY 22 SOUTH MARKET STREET, SUITE 6D FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	15,000.
MONTGOMERY COLLEGE FOUNDATION 40 WEST GUDE DR, SUITE 220 ROCKVILLE, MD 20850	NONE	PC	FOR PROGRAM SERVICES	20,000.
MONTGOMERY HOSPICE FOUNDATION 1355 PICCARD DR, SUITE 100 GAITHERSBURG, MD 20850	NONE	PC	FOR PROGRAM SERVICES	15,000.
NATIONAL MUSEUM OF CIVIL WAR MEDICINE 49 E PATRICK ST FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	5,000.
NEELSVILLE PRESBYTERIAN CHURCH 20701 NORTH FREDERICK RD GERMANTOWN, MD 20876	NONE	PC	FOR PROGRAM SERVICES	10,000.
OPUS COMMUNITY MUSIC SCHOOL 6217 SYKESVILLE ROAD ELDERSBURG, MD 21784	NONE	PC	FOR PROGRAM SERVICES	3,000.
PATTY POLLATOS FUND, INC. 22 S MARKET ST, SUITE 3 FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	10,000.
POPLAR SPRINGS ANIMAL SANCTUARY P.O. BOX 507 POOLESVILLE, MD 20837	NONE	PC	FOR PROGRAM SERVICES	2,000.
RAINBOW PLACE 215 WEST MONTGOMERY AVENUE ROCKVILLE, MD 20850	NONE	PC	FOR PROGRAM SERVICES	1,000.
REHOBETH BEACH MAIN STREET INC PO BOX 50 REHOBETH BEACH, DE 19971	NONE	PC	FOR PROGRAM SERVICES	5,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
SALVATION ARMY- FREDERICK CO 223 WEST 5TH ST FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	11,000.
SEASIDE JEWISH COMMUNITY P.O. BOX 1472 REHOBETH BEACH, DE 19971	NONE	PC	FOR PROGRAM SERVICES	4,000.
SECOND CHANCE WILDLIFE CENTER, INC. 7101 BARCELONA DRIVE GAITHERSBURG, MD 20879	NONE	PC	FOR PROGRAM SERVICES	3,000.
SOPHIE & MADIGAN'S PLAYGROUND PO BOX 1628 FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	5,000.
ST MATTHEWS HOUSE 2001 AIRPORT PULLING RD S NAPLES, FL 34112	NONE	PC	FOR PROGRAM SERVICES	5,000.
ST. MARTIN'S PANTRY 201 SOUTH FREDERICK AVE GAITHERSBURG, MD 20877	NONE	PC	FOR PROGRAM SERVICES	7,500.
ST. VINCENT DEPAUL SOCIETY DISTRICT COUNCIL, INC. 4451 MERCANTILE AVE. NAPLES, FL 34104	NONE	PC	FOR PROGRAM SERVICES	5,000.
SUPPORT OLDER ADULTS THROUGH RESOURCES, INC. P.O. BOX 1603 FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	2,000.
SW FLORIDA HOLOCAUST MUSEUM 4760 TAMiami TRAIL NORTH, SUITE 7 NAPLES, FL 34103	NONE	PC	FOR PROGRAM SERVICES	7,000.
THE BROTHERHOOD OF THE JUNGLE COOK INC 706 ORCHARD WAY SILVER SPRING, MD 20904	NONE	PC	FOR PROGRAM SERVICES	4,000.
Total from continuation sheets				

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Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE COMMUNITY FOUNDATION OF COLLIER COUNTY 110 PINE RIDGE ROAD, NO 200 NAPLES, FL 34108	NONE	PC	FOR PROGRAM SERVICES	10,000.
THE COMMUNITY FOUNDATION OF FREDERICK COUNTY MARYLAND, INC. 312 EAST CHURCH STREET FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	11,000.
THE FREDERICK CHORALE INC P.O. BOX 3009 FREDERICK, MD 21705	NONE	PC	FOR PROGRAM SERVICES	3,000.
THE FREDERICKTOWNE PLAYERS INC PO BOX 1479 FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	2,000.
THE MD SCHOOL FOR THE DEAF FOUNDATION PO BOX 636 FREDERICK, MD 21705	NONE	PC	FOR PROGRAM SERVICES	2,500.
THE MONOCACY FOUNDATION 620-B RESEARCH CT FREDERICK, MD 21703	NONE	EOF	FOR PROGRAM SERVICES	2,500.
THE NATIONAL CHRISTIAN CHOIR, INC. 903 A RUSSELL AVENUE GAITHERSBURG, MD 20879-3276	NONE	PC	FOR PROGRAM SERVICES	2,000.
THE RELIGIOUS COALITION FOR EMERGENCY HUMAN NEEDS 27 DEGRANGE STREET FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	6,500.
THE YOUTH RANCH INC. 7902 FINGERBOARD ROAD FREDERICK, MD 21704	NONE	PC	FOR PROGRAM SERVICES	8,000.
THURMONT SENIOR CENTER INC 806 EAST MAIN ST THURMONT, MD 21788	NONE	PC	FOR PROGRAM SERVICES	5,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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
UNITED 2 SAVE ANIMALS, INC PO BOX 1064 FREDERICK, MD 21702	NONE	PC	FOR PROGRAM SERVICES	2,000.
UNITED WAY OF FREDERICK COUNTY 629 N. MARKET ST FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	55,000.
UNIVERSITY OF BALTIMORE FOUNDATION, INC 1130 NORTH CHARLES ST BALTIMORE, MD 21201	NONE	PC	FOR PROGRAM SERVICES	5,000.
USO OF METROPOLITAN WASHINGTON-BALT 228 MCNAIR ROAD, BLDG 405 FORT MYER, VA 22211	NONE	PC	FOR PROGRAM SERVICES	5,000.
VETERANS AIRLIFT COMMAND 5776 WAYZATA BLVD SUITE 700 ST LOUIS PARK, MN 55416	NONE	PC	FOR PROGRAM SERVICES	5,000.
VICTIMS RIGHTS FOUNDATION 814 WEST DIAMOND AVE STE 200 GAITHERSBURG, MD 20878	NONE	PC	FOR PROGRAM SERVICES	4,000.
WEINBURG CENTER FOR THE ARTS 20 WEST PATRICK STREET FREDERICK, MD 21701	NONE	PC	FOR PROGRAM SERVICES	3,000.
WOMEN WHO CARE MINISTRIES 19634 CLUB HOUSE RD, SUITE 620 MONTGOMERY VILLAGE, MD 20886	NONE	PC	FOR PROGRAM SERVICES	5,000.
WOODSBORO EVANGELICAL LUTHERAN CHURCH 101 SOUTH MAIN ST, PO BOX 27 WOODSBORO, MD 21798	NONE	PC	FOR PROGRAM SERVICES	1,500.
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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						
4 Dividends and interest from securities			14	267,811.		
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						823,404.
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		267,811.		823,404.
13 Total. Add line 12, columns (b), (d), and (e)					13	1,091,215.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

**William E. Cross Foundation Inc.
Form 990PF Page 2 Detail**

	Cost Dec 31, 18	Cost Dec 31, 19	FMV Dec 31, 19
Other Investments			
Line 10a-US and State Government Obligations			
Montgomery Co MD HSG Oppntys Co	10,000 01	5,000 02	5,015 20
	<u>10,000.01</u>	<u>5,000.02</u>	<u>5,015.20</u>
Line 10b - Corporate Stocks			
Bank of America Corp 6%	50,886 25	50,886 25	52,800 00
Goldman Sachs Group Inc 6.3%	50,000 00	50,000 00	53,340 00
KKR & Co Inc 6 75%	65,477 75	65,477 75	66,475 00
Citigro - Citigroup Inc 6.3%	50,000 00	50,000 00	52,420 00
	<u>216,364.00</u>	<u>216,364 00</u>	<u>225,035 00</u>
Line 10c-Corporate Bonds			
Citigroup Inc 6.3%	100,095 50	100,095 50	108,357 00
	<u>100,095 50</u>	<u>100,095 50</u>	<u>108,357 00</u>
Line 13 Investments Other			
DFA Emerg. Mkts Small Cap	6,904 10	5,016 59	5,295 30
DFA Emerg. Mkts Value	5,129 66	3,512 16	3,954 34
DFA Emerging mkts	5,010 93	3,352 46	3,985 57
DFA Int'l Small Cap	7,847 28	6,628 20	6,689 26
DFA Int'l Small Company	8,313 56	6,525 21	6,699 99
DFA Int'l Value	16,980 15	13,234 24	12,923 26
DFA Large-Cap Value	25,662 99	21,413 25	26,340 77
DFA Real Estate Sec	12,254 44	8,711 83	12,041 53
DFA US Core Equity	16,572 74	13,300 97	19,754 40
DFA US Vector Equity	30,434 25	25,666 97	32,975 03
DFA 2yr Fixed Income	0 00	13,017 22	12,889 32
DFA 5-year Global Fixed	0 00	13,110 41	12,829 89
DFA One-Year Fixed Inc	0 00	12,890 90	12,878 61

William E. Cross Foundation Inc.
Form 990PF Page 2 Detail

	Cost	Cost	FMV
	Dec 31, 18	Dec 31, 19	Dec 31, 19
DFA SHORT TERM GOVT	0 00	12,876 83	12,876 88
Ishares Core Dividend Growth	0 00	342,423 13	382,416 30
O'Shares FTSE U.S. Quality Div	0 00	178,066 22	216,058 00
SPDR S & P 500 ETF Trust	0 00	330,905 57	389,450 60
First Trust Dow Jones	124,872 14	0 00	0 00
Ishares Russell 2000	39,578 50	0 00	0 00
Ishares Russell 2000 Growth	29,673 60	0 00	0 00
Ishares Russell 2000 Value	30,323 78	0 00	0 00
Oshares FTSE	53,540 00	0 00	0 00
America Cap Inc Builder	701,773 22	708,014 01	744,640 26
American Cap World Growth & Inc	62,377 69	62,766 89	88,802 74
American Europacific Growth	58,573 25	60,566 00	67,562 04
American Growth Fund of America	319,703 00	348,840 46	423,802 27
American Income Fund of America	656,515 78	661,842 10	706,556 32
American Investment Co of Amen	162,080 52	172,470 15	197,912 51
American New World Fund	68,896 44	72,431 94	92,957 98
American Washington Mutual	74,346 59	210,118 76	268,884 82
Columbia Acorn Emerging Mkt	15,557 51	15,542 96	15,072 08
Columbia Acorn European Inst	260,929 77	142,563 21	204,273 19
Columbia Acorn Instut	214,035 36	232,574 33	176,546 87
Columbia Contranan Core	538,540 46	575,593 30	670,203 17
Columbia Contranan Europe	273,803 15	0 00	0 00
Columbia Flexible Capt Inc	395,065 00	395,065 00	431,132 61
Columbia Income Builder Inst	397,703 10	404,779 87	414,682 37
Columbia Select Large Cap Growt	273,985 15	348,298 71	280,701 93
Columbis Dividend Opp	312,576 93	350,050 07	327,859 29
Invesco Opp Global Opp	0 00	203,682 25	175,230 10
Lord Abbett Affiliated	187,567 42	196,242 88	200,974 34
Lord Abbett Calibrated Div Grow	179,499 72	191,874 34	214,958 95
Oppenheimer Global Opport.	193,711 73	0 00	0 00
PGIM Finl Services	353,263 92	0 00	0 00
PGIM Jenn Focused Value	445,003 30	418,006 39	347,149 61

**William E. Cross Foundation Inc.
Form 990PF Page 2 Detail**

	Cost	Cost	FMV
	Dec 31, 18	Dec 31, 19	Dec 31, 19
PGIM Jenn Gbl Opportunites	257,936 77	257,936 77	443,592 09
PGIM Jennison 20/20 Focus	375,154 91	400,516 35	392,030 95
PGIM Jennison Focused Growth	413,605 00	440,584 03	534,909 23
PGIM Jennison Global Equity Inc	372,175 66	344,932 12	272,095 65
PGIM Jennison Mid Cap Grw	478,703 19	265,797 60	219,899 64
PGIM Jennison Small Company	360,910 48	185,343 20	174,041 59
American Century Div Bond	399,447 13	408,425 09	410,351 55
Artisan Int'l	730,797 30	692,958 99	868,523 66
Fidelity Advisor Short Term	216,708 82	221,327 18	224,421 54
John Hancock Disc Value	804,083 14	815,536 38	927,588 73
American Beacon Int'l	798,286 14	746,675 78	800,584 33
American Century Equity	622,946 21	653,974 23	782,720 46
Artisan Mid Cap	221,184 53	251,720 16	268,725 77
Hartford Small Company	207,158 01	222,003 42	256,252 38
Mainstay Large Cap	868,587 08	897,250 36	1,041,281 20
Janus Henders Small Cap	287,104 28	289,718 03	317,126 37
UBS Select Pnme	352,636 93	0 00	0 00
Templeton Global bond	136,623 93	143,844 19	121,915 94
	14,462,656 64	14,020,519 66	15,276,023 58

William E. Cross Foundation Inc.
Form 990PF Page 2 Detail

Cost	Cost	FMV
Dec 31, 18	Dec 31, 19	Dec 31, 19

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BB&T	598.	0.	598.	598.	
FAMILY HERITAGE TRUST COMPANY	3,978.	0.	3,978.	3,978.	
FIDELITY	76,830.	0.	76,830.	76,830.	
MORGAN STANLEY	112,605.	0.	112,605.	112,605.	
UBS	73,800.	0.	73,800.	73,800.	
TO PART I, LINE 4	267,811.	0.	267,811.	267,811.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	8,936.	8,936.		0.
TO FORM 990-PF, PG 1, LN 16B	8,936.	8,936.		0.

FORM 990-PF

TAXES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	3,733.	3,733.		0.
PAYROLL TAXES	12,280.	12,280.		0.
EXCISE TAXE	14,700.	14,700.		0.
TO FORM 990-PF, PG 1, LN 18	30,713.	30,713.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKER FEES	92,067.	92,067.		0.
BOARD OF DIRECTORS' MEETING EXP.	211.	211.		0.
BANK FEES	96.	96.		0.
OFFICE EXPENSE	164.	164.		0.
INSURANCE	1,546.	1,546.		0.
TO FORM 990-PF, PG 1, LN 23	94,084.	94,084.		0.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED-STATE MUNI BONDS		X	5,000.	5,015.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			5,000.	5,015.
TOTAL TO FORM 990-PF, PART II, LINE 10A			5,000.	5,015.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED- CORPORATE STOCKS	216,364.	225,035.
TOTAL TO FORM 990-PF, PART II, LINE 10B	216,364.	225,035.

FORM 990-PF	CORPORATE BONDS	STATEMENT 7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED-CORPORATE BONDS	100,096.	108,357.
TOTAL TO FORM 990-PF, PART II, LINE 10C	100,096.	108,357.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED-VARIOUS INVESTMENT ACCOUNTS	COST	14,020,520.	15,276,024.
TOTAL TO FORM 990-PF, PART II, LINE 13		14,020,520.	15,276,024.

FORM 990-PF	OTHER ASSETS	STATEMENT 9
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INCOME RECV	687.	2,529.	2,529.
SECURITY DEPOSIT	1,350.	0.	0.
TO FORM 990-PF, PART II, LINE 15	2,037.	2,529.	2,529.