

Form **990-PF****Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

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Go to www.irs.gov/Form990PF for instructions and the latest information.

1912

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , and ending

Name of foundation LIPPES FAMILY CHARITABLE FOUNDATION C/O GERALD S. LIPPES		A Employer identification number 22-3019880
Number and street (or P O box number if mail is not delivered to street address) 50 FOUNTAIN PLAZA, SUITE 1700	Room/suite	B Telephone number (716) 853-5100
City or town, state or province, country, and ZIP or foreign postal code BUFFALO, NY 14202		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) \$ 963,570.	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		152,101.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		26,470.	26,470.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		109,548.			
b Gross sales price for all assets on line 8a		207,864.			
7 Capital gain net income (from Part IV, line 2)			109,548.		
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		288,119.	136,018.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		6,300.	6,300.		0.
c Other professional fees					
17 Interest		7,810.	7,810.		0.
18 Taxes		1,200.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		3,071.	3,071.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		18,381.	17,181.		0.
25 Contributions, gifts, grants paid		209,933.			209,933.
26 Total expenses and disbursements. Add lines 24 and 25		228,314.	17,181.		209,933.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		59,805.			
b Net investment income (if negative, enter -0-)			118,837.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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		33,364.	12,130.	12,130.
	2	Savings and temporary cash investments		17,513.	25,444.	25,444.
	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		128.	128.	
	10a	Investments - U.S. and state government obligations STMT 6	195,332.	189,848.	189,848.	
	b	Investments - corporate stock STMT 7	277,728.	236,286.	236,286.	
	c	Investments - corporate bonds STMT 8	25,762.	25,762.	25,762.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 9	451,538.	473,972.	473,972.		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,001,237.	963,570.	963,570.		
Liabilities	17	Accounts payable and accrued expenses	452.			
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ MARGIN LOAN)	99,516.	41,697.		
23	Total liabilities (add lines 17 through 22)	99,968.	41,697.			
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	0.	0.		
	27	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
28	Retained earnings, accumulated income, endowment, or other funds	901,269.	921,873.			
29	Total net assets or fund balances	901,269.	921,873.			
30	Total liabilities and net assets/fund balances	1,001,237.	963,570.			

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	901,269.
2	Enter amount from Part I, line 27a	2	59,805.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	961,074.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	39,201.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	921,873.

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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.)
1a SHORT TERM GAIN/LOSS - SEE ATTACHED		01/01/19	12/31/19
b LONG TERM GAIN/LOSS - SEE ATTACHED		01/01/18	12/31/19
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 65,400.		23,728.	41,672.
b 142,464.		74,588.	67,876.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			41,672.
b			67,876.
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	109,548.
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	185,408.	1,219,833.	.151995
2017	211,155.	1,154,573.	.182886
2016	230,354.	1,174,598.	.196113
2015	247,972.	1,261,144.	.196625
2014	236,427.	1,359,036.	.173967

2 Total of line 1, column (d)	2	.901586
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	.180317
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	1,098,668.
5 Multiply line 4 by line 3	5	198,109.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,188.
7 Add lines 5 and 6	7	199,297.
8 Enter qualifying distributions from Part XII, line 4 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.	8	209,933.

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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		1	1,188.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	1,188.
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	1,188.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	1,320.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	1,500.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	2,820.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	4.	
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	1,628.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax ☒ 1,628. Refunded ☐	11	0.	

Part VII A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ☒ NY		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► GERALD S. LIPPES Telephone no. ► (716) 853-5100 Located at ► 50 FOUNTAIN PLAZA, SUITE 1700, BUFFALO, NY ZIP+4 ► 14202		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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 Organizations relying on a current notice regarding disaster assistance, check here N/A ► ☐		
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?		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? If "Yes," list the years ► N/A b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 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		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?		X

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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
Organizations relying on a current notice regarding disaster assistance, check hereN/A
☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**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?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?☐ Yes ☒ No

Yes No

5b

6b

7b

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
GERALD S. LIPPES 50 FOUNTAIN PLAZA, SUITE 1700 BUFFALO, NY 14202	CHAIRMAN 10.00	0.	0.	0.
TRACY G. LIPPES 50 FOUNTAIN PLAZA, SUITE 1700 BUFFALO, NY 14202	VICE PRES/SEC 1.00	0.	0.	0.
ADAM S. LIPPES 50 FOUNTAIN PLAZA, SUITE 1700 BUFFALO, NY 14202	VICE PRES 1.00	0.	0.	0.
DAVID F. LIPPES 50 FOUNTAIN PLAZA, SUITE 1700 BUFFALO, NY 14202	VICE PRES 1.00	0.	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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,046,693.
b	Average of monthly cash balances	1b	68,706.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,115,399.
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	1,115,399.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,731.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,098,668.
6	Minimum investment return. Enter 5% of line 5	6	54,933.

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	54,933.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	1,188.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,188.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	53,745.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	53,745.
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	53,745.

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	209,933.
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	209,933.
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	1,188.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	208,745.

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.

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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				53,745.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014	172,737.			
b From 2015	186,037.			
c From 2016	173,644.			
d From 2017	155,070.			
e From 2018	125,708.			
f Total of lines 3a through e	813,196.			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$	209,933.			
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				53,745.
e Remaining amount distributed out of corpus	156,188.			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	969,384.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	172,737.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	796,647.			
10 Analysis of line 9:				
a Excess from 2015	186,037.			
b Excess from 2016	173,644.			
c Excess from 2017	155,070.			
d Excess from 2018	125,708.			
e Excess from 2019	156,188.			

N/A

- b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 3 Subtract line 23 from line 20.
 - 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

[illegible]

1 Information Regarding Foundation Managers:

- NONE

- NONE

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.

- GERALD S. LIPPES, (716)853-5100

50 FOUNTAIN PLAZA, SUITE 1700, BUFFALO, NY 14202

- WRITTEN

- NONE

- NONE

Part XV	Supplementary Information <i>(continued)</i>
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Form **990-PF** (2019)

Enter gross amounts unless otherwise indicated.

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

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)(3) (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.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**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.

May the IRS discuss this return with the preparer shown below? See instr.

☒ Yes ☐ No

Signature of officer or trustee

Date 11/11/20

CHAIRMAN

**Paid
Preparer
Use Only**

Print/Type preparer's name

THOMAS DALTON

Preparer's signature

Thomas M. Dalton

Date

11/09/20

Check ☐ self-employed

PTIN

P00645802

Firm's name ► **FREED MAXICK CPAS, P.C.**

Firm's EIN ► 45-4051133

Firm's address ► **424 MAIN STREET, SUITE 800**
BUFFALO, NY 14202-3508

Phone no. **716-847-2651**

Form **990-PF** (2019)

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

LIPPES FAMILY CHARITABLE FOUNDATION
C/O GERALD S. LIPPES

Employer identification number

22-3019880

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 foundationCheck 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

LIPPES FAMILY CHARITABLE FOUNDATION
C/O GERALD S. LIPPES

Employer identification number

22-3019880

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	GERALD S. LIPPES 50 FOUNTAIN PLAZA, SUITE 1700 BUFFALO, NY 14202	\$ 52,101.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	LIPPCO CAPITAL, LLC 50 FOUNTAIN PLAZA, SUITE 1700 BUFFALO, NY 14202	\$ 100,000.	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)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

LIPPE'S FAMILY CHARITABLE FOUNDATION
C/O GERALD S. LIPPE'S

22-3019880

Part II

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

[illegible]

Name of organization

Employer identification number

LIPPES FAMILY CHARITABLE FOUNDATION
C/O GERALD S. LIPPES

22-3019880

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 info once) ▶ \$ _____
 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	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

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	
DIVIDEND INCOME	20,983.	0.	20,983.	20,983.		
INTEREST INCOME	5,487.	0.	5,487.	5,487.		
TO PART I, LINE 4	26,470.	0.	26,470.	26,470.		

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 FEES	6,300.	6,300.		0.		
TO FORM 990-PF, PG 1, LN 16B	6,300.	6,300.		0.		

FORM 990-PF		TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
FEDERAL EXCISE TAX	1,200.	0.		0.		
TO FORM 990-PF, PG 1, LN 18	1,200.	0.		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		
BANK CHARGES	2,971.	2,971.		0.		
NYS ATTORNEY GENERAL	100.	100.		0.		
TO FORM 990-PF, PG 1, LN 23	3,071.	3,071.		0.		

FORM 990-PF		OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
DESCRIPTION			AMOUNT	
BOOK/TAX DIFFERENCE FOR BASIS OF CONTRIBUTED STOCK			39,201.	
TOTAL TO FORM 990-PF, PART III, LINE 5			39,201.	

FORM 990-PF		U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	6
DESCRIPTION		U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOV. OBLIGATIONS		X		189,848.	189,848.
TOTAL U.S. GOVERNMENT OBLIGATIONS				189,848.	189,848.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A				189,848.	189,848.

FORM 990-PF		CORPORATE STOCK		STATEMENT	7
DESCRIPTION				BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK				236,286.	236,286.
TOTAL TO FORM 990-PF, PART II, LINE 10B				236,286.	236,286.

FORM 990-PF		CORPORATE BONDS		STATEMENT	8
DESCRIPTION				BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS				25,762.	25,762.
TOTAL TO FORM 990-PF, PART II, LINE 10C				25,762.	25,762.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	473,972.	473,972.
TOTAL TO FORM 990-PF, PART II, LINE 13		473,972.	473,972.

LIPPE FAMILY CHARITABLE FOUNDATION

FEIN 22-3019880

SUPPLEMENTAL SCHEDULE OF CONTRIBUTIONS PAID

ATTACHMENT TO 2019 FORM 990-PF, PART XV

<u>PAYEE</u>	<u>ADDRESS</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Naples Botanical Garden	NAPLES, FL	CHARITABLE	25,000 00
Boys & Girls Clubs	YAKIMA, WA	CHARITABLE	23,432 38
Naples Botanical Garden	NAPLES, FL	CHARITABLE	21,809 64
Artis Naples	NAPLES, FL	CHARITABLE	15,000 00
Buffalo Fine Arts Academy	BUFFALO, NY	CHARITABLE	15,000 00
Whitney Museum of American Art	NEW YORK, NY	CHARITABLE	15,000 00
Whitney Museum of American Art	NEW YORK, NY	CHARITABLE	15,000 00
Albright-Knox Art Gallery	BUFFALO, NY	CHARITABLE	10,000 00
Roswell Park Alliance Foundation	BUFFALO, NY	CHARITABLE	10,000 00
UB Foundation	BUFFALO, NY	CHARITABLE	10,000 00
NCH Healthcare Foundation	NAPLES, FL	CHARITABLE	7,500 00
Boys & Girls Clubs of Collier County	NAPLES, FL	CHARITABLE	5,000 00
Naples Botanical Garden	NAPLES, FL	CHARITABLE	5,000 00
Naples Zoo	NAPLES, FL	CHARITABLE	5,000 00
The Jacobs Institute	BUFFALO, NY	CHARITABLE	5,000 00
WNY Women's Foundation	BUFFALO, NY	CHARITABLE	2,500 00
Storm King Art Center	NEW WINDSOR, NY	CHARITABLE	2,000 00
Buffalo Philharmonic Orchestra	BUFFALO, NY	CHARITABLE	1,616 00
Metropolitan Museum of Art	NEW YORK, NY	CHARITABLE	1,500 00
Temple Beth Zion	BUFFALO, NY	CHARITABLE	1,500 00
The Whitney Museum of American Art	NEW YORK, NY	CHARITABLE	1,500 00
The Museum of Modern Art	NEW YORK, NY	CHARITABLE	1,200 00
Birchfield Penney Art Center	BUFFALO, NY	CHARITABLE	1,000 00
Buffalo Philharmonic Orchestra	BUFFALO, NY	CHARITABLE	1,000 00
Guadalupe Center	KANSAS CITY, MO	CHARITABLE	1,000 00
Gulfshore Playhouse	NAPLES, FL	CHARITABLE	1,000 00
Junior League of Buffalo	BUFFALO, NY	CHARITABLE	1,000 00
Law Enforcement Foundation of WNY	BUFFALO, NY	CHARITABLE	1,000 00
The Elmwood Franklin School	BUFFALO, NY	CHARITABLE	1,000 00
The Holocaust Museum & Education Center of SW Florida	NAPLES, FL	CHARITABLE	1,000 00
Temple Shalom	NAPLES, FL	CHARITABLE	775 00
Foundation for Jewish Philanthropies	BUFFALO, NY	CHARITABLE	250 00
Humane Society of Naples	NAPLES, FL	CHARITABLE	250 00
Naples Senior Center	NAPLES, FL	CHARITABLE	500 00
Roswell Park Alliance Foundation	BUFFALO, NY	CHARITABLE	250 00
Temple Beth Zion	BUFFALO, NY	CHARITABLE	250 00
Holy Order of the Living	BUFFALO, NY	CHARITABLE	100 00

209,933 02

LIPPE'S FAMILY CHARITABLE FOUNDATION

FEIN 22-3019880

ATTACHMENT TO FORM 990-PF, PAGE 3, PART IV

SHORT TERM TRANSACTIONS

Nottingham Advisors

ISHARES TRUST EDGE MSCI MINM ETF

Saperston

GIBRALTAR INDUSTRIES INC

<u>Date of Purchase</u>	<u>Date of Sale</u>	<u>Quantity</u>	<u>Proceeds</u>	<u>Basis</u>	<u>Gain/(loss)</u>
VARIOUS	3/4/19	175 000	5,603	5,521	82
10/25/19	10/25/19	1,156 000	59,797	18,207	41,590
			65,400.150	23,728.000	41,672.150

LONG TERM TRANSACTIONS

Nottingham Advisors

FIRST TR EXCHANGE TRADE FD VI NASD TECH DIV ETF

FIRST TR EXCHANGE TRADE FD VI NASD TECH DIV ETF

ISHARES TRUST CORE S&P MCP ETF

ISHARES TRUST CORE S&P SCP ETF

ISHARES TRUST CORE MSCI EAFE ETF

ISHARES TRUST CORE MSCI EMKT ETF

JP MORGAN TF TRUST DIV RTN INT EQ ETF

JP MORGAN TF TRUST DIV RTN INT EQ ETF

JP MORGAN TF TRUST DIV RTN INT EQ ETF

SPDR SERIES TRUST PRFLO S&P 500 GW ETF

Saperston

GIBRALTAR INDUSTRIES INC

4/4/2018	5/8/2019	10 000	392	351	42
VARIOUS	11/21/2019	70 000	2,912	2,454	458
10/23/2012	2/8/2019	25 000	4,606	2,449	2,157
VARIOUS	2/8/2019	55 000	4,205	2,058	2,147
1/16/2013	3/4/2019	125 000	7,552	6,470	1,082
1/26/2017	2/8/2019	80 000	4,035	3,639	396
4/1/2016	6/27/2019	40 000	2,164	1,993	171
4/1/2016	7/9/2019	45 000	2,420	2,242	178
VARIOUS	8/2/2019	210 000	10,970	10,461	509
1/19/2018	5/8/2019	45 000	1,712	1,432	280
12/28/2017	10/25/2019	2,000 000	101,496	41,040	60,456
			142,464.090	74,588.000	67,876.090