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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , and ending

Name of foundation: IRVING S. GILMORE FOUNDATION

A Employer identification number: 23-7236057

Number and street (or P O box number if mail is not delivered to street address): 136 EAST MICHIGAN AVENUE STE 900 | Room/suite

B Telephone number (see instructions): 269-342-6411

City or town, state or province, country, and ZIP or foreign postal code: KALAMAZOO MI 49007

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 305,707,711

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ [X] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	143,119	143,119		
4	Dividends and interest from securities	5,797,832	5,797,832		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 STMT 1	17,013,330			
b	Gross sales price for all assets on line 6a 93,566,120				
7	Capital gain net income (from Part IV, line 2)		17,013,396		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 2	106,651	106,651		
12	**Total.** Add lines 1 through 11	23,060,932	23,060,998	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	604,150	46,297		557,853
14	Other employee salaries and wages	121,282			121,282
15	Pension plans, employee benefits	255,201	6,798		248,724
16a	Legal fees (attach schedule) SEE STMT 3	978			1,206
b	Accounting fees (attach schedule) STMT 4	30,395	15,198		15,197
c	Other professional fees (attach schedule) STMT 5	1,324,226	1,301,757		22,524
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 6	221,774	191		
19	Depreciation (attach schedule) and depletion STMT 7	6,270	376		
20	Occupancy	72,095	4,326		67,659
21	Travel, conferences, and meetings	24,207	243		24,901
22	Printing and publications	3,595			3,595
23	Other expenses (att sch) STMT 8	76,508	5,138		66,591
24	**Total operating and administrative expenses.** Add lines 13 through 23	2,740,681	1,380,324	0	1,129,532
25	Contributions, gifts, grants paid	12,360,984			12,779,330
26	**Total expenses and disbursements.** Add lines 24 and 25	15,101,665	1,380,324	0	13,908,862
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	7,959,267			
b	**Net investment income** (if negative, enter -0-)		21,680,674		
c	**Adjusted net income** (if negative, enter -0-)			0	

Internal Revenue Service Received US Bank - USB 306 NOV 12 2020 Ogden, UT

Received in Batching Ogden DEC 10 2020

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing	2,004	288	288
	2	Savings and temporary cash investments	14,962,213	42,969,972	42,969,972
	3	Accounts receivable ▶ 388,156			
		Less allowance for doubtful accounts ▶	421,811	388,156	388,156
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	174,790	142,981	142,981
	10a	Investments – U S and state government obligations (attach schedule) STMT 9	17,345,674	18,572,886	18,572,886
	b	Investments – corporate stock (attach schedule) SEE STMT 10	111,588,345	144,395,918	144,395,918
	c	Investments – corporate bonds (attach schedule) SEE STMT 11	23,562,131	13,994,866	13,994,866
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) SEE STATEMENT 12	92,219,113	85,232,201	85,232,201
	14	Land, buildings, and equipment basis ▶ 1,021,186			
		Less accumulated depreciation (attach sch) ▶ STMT 13 1,010,743	16,780	10,443	10,443
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	260,292,861	305,707,711	305,707,711
Liabilities	17	Accounts payable and accrued expenses	178,365	173,531	
	18	Grants payable	1,292,346	873,750	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ SEE STATEMENT 14)	37,523	52,373	
	23	**Total liabilities** (add lines 17 through 22)	1,508,234	1,099,654	
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here ▶ [X] and complete lines 24, 25, 29, and 30.**			
	24	Net assets without donor restrictions	258,784,627	304,607,807	
	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** (see instructions)	258,784,627	304,607,807	
	30	**Total liabilities and net assets/fund balances** (see instructions)	260,292,861	305,707,461	

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	258,784,627
2	Enter amount from Part I, line 27a	2	7,959,267
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 15	3	37,863,913
4	Add lines 1, 2, and 3	4	304,607,807
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29	6	304,607,807

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		P	VARIOUS	VARIOUS
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	93,566,120		76,552,724	17,013,396
b				
c				
d				
e				

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				17,013,396
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	17,013,396
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

If "Yes," the foundation 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	13,079,656	283,468,555	0.046141
2017	12,133,315	270,059,711	0.044928
2016	12,480,730	243,705,659	0.051212
2015	12,214,218	255,453,939	0.047814
2014	11,493,772	257,335,363	0.044665

2	**Total** of line 1, column (d)	2	0.234760
3	Average distribution ratio for the 5-year base period – divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.046952
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	287,047,159
5	Multiply line 4 by line 3	5	13,477,438
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	216,807
7	Add lines 5 and 6	7	13,694,245
8	Enter qualifying distributions from Part XII, line 4	8	13,908,862

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	216,807
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	216,807
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	216,807
6	Credits/Payments				
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	299,990		
b	Exempt foreign organizations – tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	299,990
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	83,183
11	Enter the amount of line 10 to be **Credited to 2020 estimated tax** ▶ 83,183 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

				Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities				
c	Did the foundation file **Form 1120-POL** for this year?	N/A	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______				
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______				
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?		4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*		5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ MI				
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G?* If "No," attach explanation		8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See instructions for Part XIV If "Yes," complete Part XIV		9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions SEE STATEMENT 16	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.ISGILMORE.ORG

14 The books are in care of ▶ DUCK, C.E. Telephone no ▶ 269-342-6411
136 E MICHIGAN AVE, STE 900
Located at ▶ KALAMAZOO MI ZIP+4 ▶ 49007

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

			Yes	No
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year, did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions		1b		X
	Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions)	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 ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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)*

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions	☒ Yes ☐ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☒ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	☐ Yes ☒ No		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17				

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DRENTH-THURMAN, F. KALAMAZOO 136 E MICHIGAN AVE, STE 900 MI 49007	GRANTS MGMT 40.00	60,150	32,531	0
PORTER, A. KALAMAZOO 136 E MICHIGAN AVE, STE 900 MI 49007	EXECUTIVE AS 40.00	61,665	21,259	0

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000		(b) Type of service	(c) Compensation
SANDS CAPITAL MANAGEMENT 1001 19TH ST N STE 1450	ARLINGTON VA 22209	INVEST MGMT	269,033
BURGUNDY ASSET MANAGEMENT LTD 181 BAY ST. STE 4510	TORONTO ON 49004	INVEST MGMT	190,416
LSV ASSET MANAGEMENT 8545 SOLUTION CENTER	CHICAGO IL 60677	INVEST MGMT	169,679
RIVERBRIDGE PARTNERS, LLC 80 SOUTH EIGHTH ST. STE 120	MINNEAPOLIS MN 55402	INVEST MGMT	165,265
PZENA INVESTMENT MANAGEMENT LLC 320 PARK AVE	NEW YORK NY 10022	INVEST MGMT	144,164
Total number of others receiving over $50,000 for professional services ▶			2

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	269,621,287
b	Average of monthly cash balances			1b	21,797,149
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	291,418,436
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	291,418,436
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)			4	4,371,277
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	287,047,159
6	**Minimum investment return.** Enter 5% of line 5			6	14,352,358

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	14,352,358
2a	Tax on investment income for 2019 from Part VI, line 5	2a	216,807		
b	Income tax for 2019 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	216,807
3	Distributable amount before adjustments Subtract line 2c from line 1			3	14,135,551
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	14,135,551
6	*Deduction from distributable amount (see instructions)*			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	14,135,551

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	13,908,862
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	13,908,862
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	216,807
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	13,692,055

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				14,135,551
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			13,549,847	
b Total for prior years 20____ , 20____ , 20____				
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*				
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ $ 13,908,862				
a *Applied to 2018, but not more than line 2a*			13,549,847	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2019 distributable amount				359,015
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				13,776,536
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a				
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)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6, for each year listed					
c "Support" alternative test – enter. (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT

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

SEE STATEMENT

c Any submission deadlines

SEE STATEMENT

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

SEE STATEMENT

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*				
GRANTS PAID			ARTS, CULTURE & HUMANITIES	4,458,565
GRANTS PAID			COMMUNITY DEVELOPMENT	2,927,000
GRANTS PAID			EDUCATION	225,000
GRANTS PAID			HEALTH & WELL-BEING	1,682,000
GRANTS PAID			HUMAN SERVICES	3,448,650
GRANTS MATCHING				38,115
Total			▶ 3a	12,779,330
b *Approved for future payment*				
GRANTS PAYABLE				873,750
Total			▶ 3b	873,750

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	143,119	
4 Dividends and interest from securities			14	5,797,832	
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			18	106,651	
8 Gain or (loss) from sales of assets other than inventory			18	17,013,330	
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		23,060,932	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 23,060,932

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

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

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

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

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

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 instructions ☐ Yes ☐ No

Signature of officer or trustee: [signature] Date: 10/13/20 Title: EXEC VP/CEO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
RHONDA L. NEWMAN	RHONDA L. NEWMAN	08/05/20	

Firm's name ▶ JANSEN VALK THOMPSON & REAHM PC — PTIN

Firm's address ▶ 7171 STADIUM DR, KALAMAZOO, MI 49009-4943 — Firm's EIN ▶

Phone no 269-381-7600

Irving S. Gilmore Foundation

EIN: 23-7236057

Form 990-PF

Year ended December 31, 2019

Index of Statements and Attachments

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received					
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
MASS DISPOSITION			PURCHASE				
	VARIOUS	12/31/19	$	$	$	$	$
FIXED ASSET DISPOSALS			PURCHASE				
	VARIOUS	VARIOUS		66			-66
TOTAL			$ 0	$ 66	$ 0	$ 0	$ -66

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
INVEST LITIGATION SETTLEMENTS	$ 106,651	$ 106,651	$
TOTAL	$ 106,651	$ 106,651	$ 0

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MISCELLANEOUS LEGAL FEES	$ 978	$	$	$ 1,206
TOTAL	$ 978	$ 0	$ 0	$ 1,206

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
AUDIT, TAX & CONSULTING SERVICES	$ 30,395	$ 15,198	$	$ 15,197
TOTAL	$ 30,395	$ 15,198	$ 0	$ 15,197

Statement 5 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
CONSULTANTS	$ 94,710	$ 90,283	$	$ 4,618
INVESTMENT SERVICES	1,117,280	1,117,280		
NON-TRUSTEE COMMITTEE MEMBERS	14,000	4,000		10,000
PAYROLL PROVIDER	3,236	194		2,906
CUSTODIAL FEES	95,000	90,000		5,000
TOTAL	$ 1,324,226	$ 1,301,757	$ 0	$ 22,524

Statement 6 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL EXCISE TAX	$ 218,000	$	$	$
FOREIGN TAXES	191	191		
UNRELATED BUSINESS INCOME TAX	3,583			
TOTAL	$ 221,774	$ 191	$ 0	$ 0

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 19 - Depreciation

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
DEPRECIATION							
	$	$			$ 6,270	$	$
TOTAL	$ 0	$ 0			$ 6,270	$ 0	$ 0

Statement 8 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
PARKING & MILEAGE	10,848	654		10,188
INSURANCE	11,110	1,574		9,536
MEMBERSHIPS	5,049			5,049
MISCELLANEOUS	997			1,306
OFFICE SUPPLIES	6,677	401		6,356
POSTAGE	1,049	63		986
SOFTWARE & EQUIPMENT	35,570	2,134		29,059
TELEPHONE	3,506	210		2,833
INTERNET	1,702	102		1,278
TOTAL	$ 76,508	$ 5,138	$ 0	$ 66,591

Statement 9 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US GOVT SECURITIES	$ 17,345,674	$ 18,572,886	MARKET	$ 18,572,886
TOTAL	$ 17,345,674	$ 18,572,886		$ 18,572,886

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE STOCK	$ 111,588,345	$ 144,395,918	MARKET	$ 144,395,918
TOTAL	$ 111,588,345	$ 144,395,918		$ 144,395,918

Statement 11 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE OBLIGATIONS	$ 23,562,131	$ 13,994,866	MARKET	$ 13,994,866
TOTAL	$ 23,562,131	$ 13,994,866		$ 13,994,866

Statement 12 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MUTUAL FUNDS	$ 82,443,745	$ 75,056,134	MARKET	$ 75,056,134
SECURITIZED DEBT INSTRUMENTS	9,775,368	10,176,067	MARKET	10,176,067
TOTAL	$ 92,219,113	$ 85,232,201		$ 85,232,201

Statement 13 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
LEASEHOLD IMPROVEMENTS & EQUIPMENT	$ 16,780	$ 1,021,186	$ 1,010,743	$ 10,443
TOTAL	$ 16,780	$ 1,021,186	$ 1,010,743	$ 10,443

Federal Statements

Statement 14 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
PENSION PAYABLE	$ 37,523	$ 47,369
ACCRUED EXPENSES		5,004
TOTAL	$ 37,523	$ 52,373

Statement 15 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED GAINS ON INVESTMENTS	$ 37,863,913
TOTAL	$ 37,863,913

Statement 16 - Form 990-PF, Part VII-A, Line 12 - Distribution Information

Description

GRANT TO KALAMAZOO COMMUNITY FOUNDATION-WATTLES/WILLEY FAMILY FUND FOR $10,000. THE IRVING S. GILMORE FOUNDATION MATCHES EMPLOYEE/TRUSTEE CONTRIBUTIONS MADE TO ELIGIBLE 501(C)(3) ORGANIZATIONS. ONE OF THE MATCHED CONTRIBUTIONS WAS TO THIS FUND.

Federal Statements

Statement 17 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
PARKS, F.L. 136 E MICHIGAN AVE, STE 900 KALAMAZOO MI 49007	CHAIRMAN	25.00	30,000	1,560	0
MOORE, J.H. 136 E MICHIGAN AVE, STE 900 KALAMAZOO MI 49007	1ST VP	5.00	30,000	0	0
WATTLES, C.D. 136 E MICHIGAN AVE, STE 900 KALAMAZOO MI 49007	TREASURER	5.00	30,000	0	0
KILGORE, R.N. 136 E MICHIGAN AVE, STE 900 KALAMAZOO MI 49007	TRUSTEE	5.00	28,000	0	0
BEAM, R.M. 136 E MICHIGAN AVE, STE 900 KALAMAZZO MI 49007	SECRETARY	5.00	30,000	0	0
HUGHEY JR., R.M. 136 E MICHIGAN AVE, STE 900 KALAMAZOO MI 49007	EXEC VP/CEO	40.00	203,767	53,308	0
SNAPP, C.R. 136 E MICHIGAN AVE, STE 900 KALAMAZOO MI 49007	VP-PROGRAM	40.00	99,530	42,011	0
DUCK, C.E. 136 E MICHIGAN AVE, STE 900 KALAMAZOO MI 49007	VP-ADMIN	40.00	122,853	42,411	0
COLEMAN, M.G. 136 E MICHIGAN AVE, STE 900 KALAMAZOO MI 49007	PRESIDENT	5.00	30,000	0	0

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
SEE STATEMENT

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
SEE STATEMENT

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
SEE STATEMENT

Irving S. Gilmore Foundation
EIN: 23-7236057
Form 990-PF
Year ended December 31, 2019

Part VIII, Lines 1 & 2, Information about Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees and Contractors

Line 1

INCLUDES 5,000 HSA

	Part VIII, Column c				Reported on Part VIII, Line 1, Column d or Line 2, Column d						Part VIII, Col e
	Regular Wages	Administration Fees	LTD	**Total**	Medical	Dental	Life	Vision Reimb	Pension	**Total**	Parking
R M Hughey Jr	201,246.96		2,520 00	**203,766.96**	28,344.39	1,819 80	2,287 84	500 00	18,795 70	**51,747.73**	1,560 00
F.L. Parks		30,000.00		**30,000.00**	-	-	-	-	-	-	1,560 00
C.D. Wattles		30,000.00		**30,000.00**	-	-	-	-	-	-	-
J H Moore		30,000 00		**30,000.00**	-	-	-	-	-	-	-
R.N. Kilgore		28,000.00		**28,000.00**	-	-	-	-	-	-	-
R M. Beam		30,000 00		**30,000.00**	-	-	-	-	-	-	-
M. Coleman		30,000.00		**30,000.00**	-	-	-	-	-	-	
C. Duck	121,540 08		1,312 62	**122,852.70**	26,476 80	1,819 80	1,228.92	500 00	10,825 00	**40,850.52**	1,560 00
C R Snapp	97,885 68		1,644 48	**99,530.16**	28,314.91	1,950 84	1,225 84	500 00	8,459 56	**40,451.15**	1,560.00
F Drenth-Thurman	58,820 40		1,329.36	**60,149.76**	26,471.70	1,169 88	336 84	-	4,553.04	**32,531.46**	1,560.00
A. Porter	60,646 56		1,018 92	**61,665.48**	15,016 22	1,169 88	336 84	-	4,735 66	**21,258.60**	1,560 00

IRVING S. GILMORE FOUNDATION
EIN: 23-7236057
Form 990-PF
Year ended December 31, 2019

Part VIII, line 1 – Information about Officers and Directors

Each of the Directors devotes an average of one to five hours or more per week to his/her position with the Foundation. The Directors provided the following services to the Foundation:

The Directors met at the Foundation's office thirteen times during the year (no meeting in August and two special meetings). Board meetings are generally on the third Tuesday of the month and last for four to five hours. Meetings held in the odd months (January, March, etc.) included the review of all grant requests. The week prior to each meeting, the Foundation's staff delivers to each Director extensive reports for review prior to the meetings. These reports include, at a minimum:

a) Monthly reports on Foundation assets managed by outside money managers;
b) Sources and uses of cash;
c) Status of grants (amounts approved, paid and payable);
d) Funds available for distribution;
e) Status of qualifying distributions;
f) Minutes of prior meeting, committee meetings; and
g) Detailed staff-prepared analyses of funding proposals for grant meetings.

It is necessary for each Director to devote several hours (two to eight hours each month depending on the month's agenda) monthly to the review of these materials in order to exercise judgment on matters to be considered by the Directors at their meetings.

Each meeting also includes a period of time for the Executive Committee to meet and discuss various topics. The Executive Committee is made up of the Directors and no staff is present during this portion of the meetings.

There is also an annual meeting held on the third Tuesday in October, immediately preceding the regular board meeting. The purpose of the annual meeting is to elect Directors and Officers for the ensuing year and to transact any other business brought before the meeting.

Strategic programming board meetings are held at least once a year for the purpose of discussing and developing the Foundation's strategic approach to grantmaking and ensuring that activities and short-term objectives promote and are consistent with long-term goals and the mission of the Foundation. There were two such meetings held in 2019. The strategic programming meetings require approximately one hour of preparation each.

In addition to the meetings described above, Directors are members of various committees as follows:

1. Management committee: meetings were held to discuss and review operational, management and grant making issues. This committee's role is to provide the Board of Directors with the opportunity to connect with community leaders who share information regarding needs and opportunities in the community. There were eleven management committee meetings in 2019 including grantee events.

2. Investment committee: responsible for recommending to the Directors investment policies and strategies and the selection of investment managers and/or advisors, and other fiduciaries with respect to financial assets. This committee also monitors the performance of the custodians, managers, advisors and other fiduciaries with respect to these assets. This committee is made up of at least two Directors, certain senior staff of the Foundation and at least two committee members who are "outside" non-Board members. There were six investment committee meetings in 2019.

3. Audit committee: assists the Directors in fulfilling its overall responsibilities with respect to (a) the audit of the Foundation's books and records, and (b) the system of internal controls that the Foundation has established. The audit committee also reviews the Form 990-PF prepared by the outside accountants. This committee is made up of at least two Directors plus at least one committee member who is a "financial expert" (non-Board member). This committee meets two times each year.

4. Program committee: responsible for addressing programmatic concerns, such as grantmaking and community involvement. This committee is made up of at least two Directors, certain senior staff of the Foundation and three "outside" non-Board members . This committee met four times in 2019.

Certain Directors attended educational conferences, seminars and like activities, such as the Council of Michigan Foundations Annual Conference and the Foundations on the Hill Conference, in order to stay abreast of developments in the nonprofit, foundation and investment areas. The Directors frequently attended events, functions and other activities related to the Foundation's grant making activities in order to evaluate the grantee's program and offerings.

The Directors were compensated on a per diem basis, applicable to official Board (administrative, grant making and strategic programming) and committee (management, investment, audit, and program) meetings, subject to an overall annual cap in fees of $30,000 plus reimbursement for reasonable expenses. The Directors were not compensated for attendance at conferences, site visits, etc. Non-board committee members are also compensated on a per diem basis of $500 per meeting attended.

Each board member annually discloses their affiliations with other organizations (both for-profit and not-for-profit). These affiliation listings are reviewed at each board meeting and board members abstain from voting on any matter where a conflict of interest may exist.

Irving S. Gilmore Foundation
EIN: 23-7126057
Year ended December 31, 2019

Part XV-Grants and Contributions Paid

Organization and Project	Accrued 1/1/2019	Paid in 2019	Accrued 12/31/19	Foundation Status
Arts, Culture & Humanities				
Arts Council of Greater Kalamazoo *2018-19 "All Ears Theatre" Programming*	$60,750	$60,750		PC
Arts Council of Greater Kalamazoo *2019 Kalamazoo Artistic Development Initiative*		75,000		PC
Arts Council of Greater Kalamazoo *"Theatre Kalamazoo"*		20,975		PC
Arts Council of Greater Kalamazoo *2018-19 Operational Support*	50,000	50,000		PC
Arts Council of Greater Kalamazoo *2019-20 Operational Support*		250,000	$50,000	PC
Arts Council of Greater Kalamazoo *Tessitura Master License Transfer*		70,000		PC
Arts Council of Greater Kalamazoo *2019-20 Programming*		131,000		PC
Bach Festival Society of Kalamazoo, Inc. *2019-20 Operational Support*		27,000		PC
Ballet Arts Ensemble, Inc. *2019 Nutcracker Production*		10,000		PC
Black Arts & Cultural Center *2019 Operational Support*		35,000	10,000	PC
Blendings Vocal Ensemble *Operational Support*		1,500		PC
Boy Scouts of America *Rota-Kiwan Summer Camp STEAM Program*		20,000		PC
Boy Scouts of America *2019-20 Cultural Events Tickets*		10,000		PC
Carnegie Center Council for the Arts *Concert Series, 4th Grade Day of Artistic Awareness*		8,000		PC
Center Stage Theatre, Inc. *Operational Support*	2,500	7,500	2,500	PC
Crescendo Academy of Music, Inc. *2019-20 "Marvelous Music!" Program*		15,000		PC
Crescendo Academy of Music, Inc. *2019-20 Operational Support*		40,000		PC
Farmers Alley Theatre Inc *Facilitate Board Development and Strategic Planning*		7,500		PC
Farmers Alley Theatre Inc *2019-20 Operational Support*		25,000		PC

Fire Historical and Cultural Arts Collaborative *2019 Operational Support*		35,000		PC
Fontana Chamber Arts *2018-19 Operational Support*		95,200		PC
Fontana Chamber Arts *2019-20 Operational Support*		95,200		PC
Glass Art Kalamazoo Inc. *2019 Operational Support*		80,000		PC
Grand Valley University Foundation *Underwriting of WGVU's "Great Performances" Series*		7,500		PC
Grand Valley University Foundation *WGVU's "Kalamazoo Lively Arts" Production*		78,000		PC
Grantmakers in the Arts *Membership Renewal*		5,000		PC
Great Lakes Acoustic Music Association *Fall Concert/Workshop*		3,000		PC
Helen L Fox Gospel Music Center *General Operations*		5,000		PC
Irving S. Gilmore International Keyboard Festival *2019-20 Operational Support*		1,000,000		PC
Julius and Esther Stulberg Competition, Inc. *2018-19 Operational Support*	10,000	7,855		PC
Julius and Esther Stulberg Competition, Inc. *Executive Director Transition Support*			4,500	
Julius and Esther Stulberg Competition, Inc. *2019-20 Operational Support*		25,000		PC
Kalamazoo Book Arts Center *2019-20 Operational Support*		45,000		PC
Kalamazoo Children's Chorus *2019-20 Operational Support*		22,000		PC
Kalamazoo Civic Theatre *"Love Letters" Production*		7,000		PC
Kalamazoo Civic Theatre *2019-20 Operational Support*		150,000		PC
Kalamazoo Community Chorale *Operational Support*		6,000		PC
Kalamazoo Concert Band Association *2018-19 Administrative Support*	4,000	4,000		PC
Kalamazoo Concert Band Association *2019-20 Administrative Support*		10,000	4,000	PC
Kalamazoo Concert Band Association *2019 Holiday Concert*		22,350		PC
Kalamazoo Institute of Arts *2019-20 Operating Support*		100,000		PC
Kalamazoo Institute of Arts *Black Refractions: Highlights from The Studio Museum in Harlem*		25,000		PC

Kalamazoo Junior Symphony Society *2019-20 Operational Support*		20,000	PC
Kalamazoo Male Chorus *"Christmas in Kalamazoo" Concert*	3,000		PC
Kalamazoo Male Chorus *2019-20 Operational Support*	10,000		PC
Kalamazoo Poetry Festival *2020 Celebration of Poetry*	7,000		PC
Kalamazoo Regional Educational Service Agency *2019-20 EFA Student Arts Scholarships*	100,000		PC
Kalamazoo Regional Educational Service Agency *EFA-2019 Student Artistic Equipment Program*	14,004		PC
Kalamazoo Regional Educational Service Agency *EFA 2019-20 Operational Support*	635,000		PC
Kalamazoo Ringers, Inc *2019-20 Programming. Handbells Purchase*	5,000		PC
Kalamazoo Russian Cultural Association *Russian Cultural Expo*	2,000		PC
Kalamazoo Singers *2019-20 Operational Support*	12,000		PC
Kalamazoo Symphony Orchestra *2018-19 Supplemental Operational Support*	100,000		PC
Kalamazoo Symphony Orchestra *"Kalamazoo Kids in Tune" and "Orchestra Rouh" Afterschool Programs*	70,000		PC
Kalamazoo Symphony Orchestra *2019-20 Operational Support*	175,000		PC
Kalamazoo Valley Blues Association *The Kalamazoo Blues Festival*	2,500		PC
Kalamazoo Valley Community College Foundation *2019-20 Artists' Forum Series*	12,500		PC
Michigan Bach Collegium *2019-20 Operational Support*	10,000		PC
Michigan Festival of Sacred Music *2019 Operational Support*	30,000		PC
Michigan Youth Arts Festival *2020 Youth Arts Festival*	12,500		PC
Milwood United Methodist Church *2019 Fine Arts Series*	2,700		PC
New Vic Theatricals, Inc. *2019-20 Operational Support*	20,000		PC
New Year's Fest of Kalamazoo, Inc. *2019 Festival Operations*	45,000		PC
Oakwood Neighborhood Association *Summer Youth Art Drop In Program*	3,000		PC

Parchment, City of *2019 Kindleberger Summer Arts Programs*		30,000		PC
Renaissance Enterprises Company *2020 Kalamazoo County Programming*		40,000		PC
Richland Area Community Center *Programming*		5,000		PC
Rootead Enrichment Center *Arts Programming*		15,000		PC
Speak It Forward, Inc. *2019 Kalamazoo County Operations, Programs*		30,000		PC
Society for Preservation & Encrgmnt of Barbershop Quartet Singing in America *Production Costs*		2,550		PC
Vicksburg Cultural Arts Center *2020 Operational Support*		20,000		PC
Wellspring/Cori Terry & Dancers *2018-19 Operational Support*	20,000	20,000		PC
Wellspring/Cori Terry & Dancers *2019-20 Operational Support*		50,481	14,519	PC
Western Michigan University Foundation *2019-20 WMUK Underwriting Program*		14,000		PC
Western Michigan University Foundation *Gilmore Theatre Complex Light Equipment Upgrade*			5,000	PC
Western Michigan University Foundation *WMUK· "Expanded Arts Kalamazoo" Project*		18,000		PC
Western Michigan University Foundation *Purchase of Second Broadcast Signal*		250,000		PC
Total Arts, Culture & Humanities	147,250	4,458,565	110,519	
Community Development				
Building Blocks of Kalamazoo *2019 Operational Support*		25,000		PC
Citizens Research Council of Michigan *Research Operations Relative to Kalamazoo County*		7,000		PC
Council of Michigan Foundations *2019-20 Operational Support*		15,400		PC
Douglass Community Association *2019-20 Operational Support*		50,000		PC
ERACCE *2019-20 Operations*		10,000		PC
Gryphon Place *2018-19 Volunteer Kalamazoo Programs*		25,000		PC
Gryphon Place *ELLAS "Empowering Latina Leaders and Advocates for Success"*		3,500		PC
Gryphon Place *Building Repairs*		100,000		PC

Interfaith Strategy for Advocacy and Action in the Community *2019 Programming*		25,000		PC
Kalamazoo Downtown Partnership *2019 Holiday Programming*		70,000		PC
Kalamazoo Downtown Partnership *2020 Operations*		100,000		PC
Kalamazoo Downtown Partnership *2020 Ambassador Program*		50,000		PC
Kalamazoo Experiential Learning Center *2019 Operational/Program Support*		62,100		PC
Kalamazoo in Bloom, Inc. *Operational Support*		9,000		PC
Kalamazoo Public Library *2020 Reading Together Series*		5,000		PC
Kalamazoo Valley Community College Foundation *Health-Focused Campus Capital Campaign*	975,000	650,000	325,000	PC
Kalamazoo, City of *Kalamazoo Farmers Market Improvements*		500,000		PC
Kalamazoo, City of *Nonmotorized Transportation and Green Infrastructure Plan*		75,000		PC
Local Initiatives Support Corporation *"On the Ground" Kalamazoo Journalist Project*		10,000		PC
Local Initiatives Support Corporation *Local HUD Funding Match*		200,000		PC
Michigan Nonprofit Association *Michigan Nonprofits Count Campaign*		25,000		PC
Michigan State University *Kellogg Bird Sanctuary Renovation*		300,000		PC
SHARE *2019 Racial Healing Initiative*		20,000		PC
Southwest Michigan First Corporation *2019 Operational Expenses*		350,000		PC
United Way of the Battle Creek and Kalamazoo Region *Leadership Campaign Challenge*	50,000	50,000	50,000	PC
United Way of the Battle Creek and Kalamazoo Region *2019-2020 Annual Campaign*		65,000		PC
United Way of the Battle Creek and Kalamazoo Region *Capital Improvements - Kalamazoo Office*		125,000		PC
Total Community Development	1,025,000	2,927,000	375,000	
<u>Education</u>				
Goodwill Industries of Southwestern Michigan Inc. *Adult Education/Training Program*	30,000	30,000		PC
Kalamazoo County Ready 4s *2019-20 Operational*		100,000		PC

Kalamazoo Literacy Council *2019 Operational Support*		40,000		PC
Read and Write Kalamazoo *Operational Support*		15,000		PC
Read and Write Kalamazoo *Operational Support*		20,000		PC
Specialized Language Development Center *2019-20 Kalamazoo County Operations*		20,000		PC
Total Education	30,000	225,000	0	
<u>Health & Well-being</u>				
Bronson Health Foundation *2019-20 FUSE Pilot Program*		25,000		PC
Bronson Health Foundation *Cancer Pavilion Building and Pediatric Oncology Center*		1,000,000	500,000	PC
Community AIDS Resource & Education Services of Southwest Michigan *2018-19 Kalamazoo County Operational Support*		65,000		PC
Cheff Therapeutic Riding Center *2019 Operational Support*		20,000		PC
Community Healing Centers *2019 Coming Together Conference*		7,000		PC
Heritage Community of Kalamazoo *Memory Care Learning Center Capital Campaign*		250,000		PC
InterAct of Michigan, Inc. *Kalamazoo County Operations*		40,000		PC
Kalamazoo County Juvenile Home Foundation *2019 Music Therapy Program*		15,000		PC
Lending Hands of Michigan *Operating Support*			3,000	PC
Planned Parenthood of Michigan *Security Upgrades and HVAC System Evaluation*		65,000		PC
Planned Parenthood of Michigan *2019-20 Kalamazoo County Education and Outreach Programs*		20,000		PC
Prevention Works of Southwest Michigan, Inc. *2019-20 Kalamazoo County Programs and Services*		75,000		PC
Y.W.C.A. *Cradle Kalamazoo-Women and Infant Support for Health (WISH)*		100,000		PC
Total Health & Well-being	0	1,682,000	503,000	
<u>Human Services</u>				
Aacorn Farm Inc. *2019 Operational Support*		30,000		PC
Arc Community Advocates *2019 Operational Support*		25,000		PC

Arc Community Advocates *2020 Operational Support*		25,000	10,000	PC
ASK Family Services *2019-20 Operations*		25,000		PC
Big Brothers Big Sisters A Community of Caring *2019 Kalamazoo County Operations/Programs*		40,000		PC
Boys & Girls Clubs of Greater Kalamazoo, Inc. *2019-20 Operations*		75,000		PC
Can-Do Kitchen *Relocation Feasibility Study*		10,000		PC
Can-Do Kitchen *2019 Operational Support*		15,000		PC
Community AIDS Resource & Education Services of Southwest Michigan *LGBT Homeless Youth Pilot Out Proud Safe*		20,000		PC
Center for Transformation *2019 General Operating Support*		10,000		PC
Communities in Schools of Kalamazoo *2019-20 Operational Support*		100,000		PC
Community Healing Centers *2018-19 S.T R E E T Program Support*		22,000		PC
Community Healing Centers *2019-20 S T.R.E E.T. and "Girls of the Heart" Program*		40,000		PC
Community Homeworks *2019 Operational Support*		20,000		PC
Community Homeworks *2020 Operational Support*		20,000		PC
Comstock Community Center, Inc. *Musical Equipment Purchase*		1,250		PC
Disability Network Southwest Michigan *2018-19 Kalamazoo County Independent Living Program*		25,000		PC
Ecumenical Senior Center *2019-20 Operational Support*		35,000		PC
Edison Neighborhood Association, Inc. *2019 Program Support*		15,000		PC
Fair Housing Center of Southwest Michigan *2019-22 Local HUD Matches*		45,000		PC
Family & Children Services Inc *Operational Support 2017-19*	100,000	100,000		PC
Family & Children Services Inc *Foster Care & Adoption Services Expansion*		100,000		PC
First Congregational Church *Drop-in Child Care Center*		8,700		PC
First Congregational Church *2020 Community Outreach Programs*		30,000		PC
First Day Shoe Fund *2019-20 Operational Support*		15,000		PC

First Day Shoe Fund *Office Equipment*		10,000		PC
Friendship House *2019 Christian Resource Center Emergency Relief Fund*		15,000		PC
GFM The Synergy Center *African American Mental Health Symposium*		2,500		PC
GFM The Synergy Center *Urban Zone Programming*		15,000		PC
Gilmore Foundation *2019-20 Operational Support*			15,000	Private Fdn See Expend Resp Report
Girl Scouts Heart of Michigan *Camp Equipment Purchase*		20,000		PC
Girls on the Run of Greater Kalamazoo *2019 Operations*		10,000		PC
Goodwill Industries of Southwestern Michigan Inc. *2019-20 GAP Program*		15,500		PC
Hispanic American Council, Inc. *Aztec Academy*		5,000		PC
Housing Resources, Inc. *2019 Operational Support*		75,000		PC
Interfaith Homes of Kalamazoo, Inc. *Community Connections Summer Program*		3,000		PC
Intrepid Professional Women Network Inc. *Operations Support*		5,000		PC
Kairos Dwelling *2019 Operational Support*		25,000		PC
Kalamazoo Center for Youth & Community *2019-20 Programming*		110,000		PC
Kalamazoo Collective Housing *Property Acquisition*		20,000		PC
Kalamazoo County Child Abuse and Neglect Council *"Kids Are Special" Program*		11,000		PC
Kalamazoo County Parks and Recreation Development Foundation *Kalamazoo River Valley Trail Galesburg to Augusta Connector*		100,000		PC
OutFront Kalamazoo *2019 Operational Support*		35,000		PC
Kalamazoo Junior Girls Organization *2019 Operational Support*		30,000		PC
Kalamazoo Junior Girls Organization *2018 Operational Support/Roof Replacement*	13,000	13,000		PC
Kalamazoo Loaves and Fishes, Inc. *2019-20 Grocery Pantry Program*		90,000		PC
Kalamazoo Neighborhood Housing Services, Inc. *2019 Home Ownership Center Program*		30,000		PC

Kalamazoo Neighborhood Housing Services, Inc. *Capital Improvements*	75,000	PC
Kalamazoo Probation Enhancement Program *Walnut & Park Diner*	50,000	PC
Kalamazoo Valley Habitat for Humanity, Inc. *2019-20 Kalamazoo County Housing Program*	30,000	PC
Kalamazoo Youth Development Network *Operational Support*	130,000	PC
Kalàmazoo, City of *Emergency Cold Weather Homeless Shelters*	6,700	PC
Michigan Blind Athletic Association *Michigan Sports Education Camp*	7,500	PC
Ministry With Community *2019 Operational Support*	75,000	PC
Open Doors Kalamazoo *2019 Operational Support*	35,000	PC
Open Roads Bike Program *2019 Operations*	30,000	PC
Parents for Transition *Operational Support*	2,000	PC
Portage Community Outreach Center *Middle School Summer Recreation and After School Programs*	5,000	PC
Portage Community Outreach Center *Capital Improvements*	50,000	PC
Portage, City of *New Portage Community Senior Center Building*	550,000	PC
Pretty Lake Vacation Camp *2019 Facility Improvements*	150,000	PC
Residential Opportunities, Inc. *Affordable Housing Program*	87,000	PC
Richland Area Community Center *Community Center Upgrades*	20,000	PC
Seeding Change *PeaceJam Activities*	15,000	PC
Senior Services, Inc. *Capital Campaign Feasibility Study*	10,000	PC
Sherman Lake YMCA Outdoor Center *25th Anniversary Capital Campaign*	225,000	PC
Southwest Michigan Miracle League *Miracle League Field Development*	110,000	PC
St. Luke's Episcopal Church *Partners in Transition Outreach Ministry*	15,000	PC
St. Vincent dePaul Society *Roof Repair*	5,000	PC
Township of Ross *Ross Township Park Improvements*	17,000	PC

United Way of the Battle Creek and Kalamazoo Region *2019 Eviction Diversion Project*		16,500		PC
Urban Alliance *"Momentum" Program*		50,000		PC
Y.W.C.A. *2019 "Ready to Learn & Grow" Program*		40,000		PC
Y.W.C.A. *Edison Children's Center Build-Out*		150,000		PC
Total Human Services	113,000	3,448,650	25,000	
<u>Matching Gift</u>				
Air Zoo Legacy Foundation *Unrestricted*		1,500		PC
American Foundation for Suicide Prevention *Memorial*		100		PC
Community Healing Centers *Unrestricted*		250		PC
Family & Children Services Inc *Unrestricted*		700		PC
Greenwood Reformed Church *Unrestricted*		4,020		PC
Gull Lake Community Schools Foundation *Unrestricted*		250		PC
Habitat for Humanity of Lee and Hendry Counties *Unrestricted*		150		PC
Hospice Care of Southwest Michigan *Unrestricted*		550		PC
Hospital Hospitality House of Southwest Michigan *Capital Campaign - 2 Houses*		500		PC
Irving S. Gilmore International Keyboard Festival *Unrestricted*		150		PC
Kalamazoo Community Foundation *Beam Family Elementary Reading Fund, Portage Education Foundation*		1,000		PC
Kalamazoo Community Foundation *Wattles/Willey Family Fund*		10,000		PC
Kalamazoo County Humane Society *Unrestricted*		50		PC
Kalamazoo Institute of Arts *Unrestricted*			1,250	PC
Kalamazoo Loaves and Fishes, Inc. *Unrestricted*		125		PC
Kalamazoo Symphony Orchestra *Unrestricted*		500		PC
Michigan Tech Fund *Unrestricted*		25		PC

Ministry With Community *Unrestricted*		125		PC
MRC Industries, Inc. *Unrestricted*		100		PC
Park Club Historic Foundation *Unrestricted*		1,000		PC
Salvation Army *Unrestricted*		150		PC
St. Luke's Episcopal Church *General Fund*		3,600		PC
United Way of Lee County, Inc. *Unrestricted*		500		PC
West Michigan Cancer Center *Unrestricted*		500		PC
Western Michigan University Foundation *Prentice Ware Memorial Endowment Fund*		10,000		PC
Western Michigan University Foundation *Heritage Hall*		1,000		PC
Western Michigan University Foundation *W Med Dean's Endowment Fund*		500		PC
Western Michigan University Foundation *Gary Fund*		500		PC
Western Michigan University Foundation *WMUK Radio Station (Fall Campaign)*		270		PC
Total Matching Gifts	0	38,115	1,250	
Total	1,315,250	12,779,330	1,014,769	
Challenge/matching grants not booked			-141,019	
Total Grants Paid and Payable	1,315,250	12,779,330	873,750	