

EXTENDED TO NOVEMBER 16, 2020

Return of Private Foundation

OMB No 1545-0047

Form 990-PF

Department of the Treasury
Internal Revenue Service

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.

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation
MARY W. HARRIMAN FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
C/O BROWN BROTHERS HARRIMAN & CO

City or town, state or province, country, and ZIP or foreign postal code
140 BROADWAY, 4TH FL. NEW YORK, NY 10005

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation **04**
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 38,454,125.**

J Accounting method: ☐ Cash ☐ Accrual
☒ Other (specify) **MODIFIED CASH**

A Employer identification number
23-7356000

B Telephone number
(212) 493-8185

C If exemption application is pending, check here ☐

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

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

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	678,482.	678,482.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	2,598,218.			
b	Gross sales price for all assets on line 6a	4,510,973.			
7	Capital gain net income (from Part IV, line 2)		2,598,218.		
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	52,795.			
12	Total Add lines 1 through 11	3,329,495.	3,293,739.		
13	Compensation of officers, directors, trustees, etc	18,050.			18,050.
14	Other employee salaries and wages	29,735.			29,735.
15	Pension plans, employee benefits	9,235.			9,235.
16a	Legal fees				
b	Accounting fees	14,770.	0.		14,770.
c	Other professional fees	84,022.	84,022.		0.
17	Interest	41.	41.		0.
18	Taxes	80,741.	24,032.		3,953.
19	Depreciation and depletion				
20	Occupancy	7,255.	0.		7,255.
21	Travel, conferences, and meetings				
22	Printing and publications	160.	0.		160.
23	Other expenses	143,779.	132,564.		11,215.
24	Total operating and administrative expenses Add lines 13 through 23	387,788.	240,659.		94,373.
25	Contributions, gifts, grants paid	1,651,500.			1,651,500.
26	Total expenses and disbursements Add lines 24 and 25	2,039,288.	240,659.		1,745,873.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	1,290,207.			
b	Net investment income (if negative, enter -0-)		3,053,080.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,090,537.	2,567,964.	2,567,964.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock \$TMT 7	9,726,197.	11,150,921.	16,388,758.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans \$TMT 8	4,306.	3,536.	3,583.
	13 Investments - other \$TMT 9	15,941,158.	15,279,990.	19,423,355.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ DUE FROM BROKER)	2,404.	70,465.	70,465.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	27,764,602.	29,072,876.	38,454,125.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ DUE TO FOUNDATION)	17,092.	35,159.	
	23 Total liabilities (add lines 17 through 22)	17,092.	35,159.	
	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	23,912,864.	23,912,864.	
	27 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	3,834,646.	5,124,853.	
	29 Total net assets or fund balances	27,747,510.	29,037,717.	
	30 Total liabilities and net assets/fund balances	27,764,602.	29,072,876.	

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	27,747,510.
2 Enter amount from Part I, line 27a	2	1,290,207.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	29,037,717.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	29,037,717.

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				
b SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e 4,510,973.		3,043,512.	2,598,218.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			2,598,218.

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	2,598,218.
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	1,666,438.	35,168,365.	.047385
2017	1,499,805.	32,732,909.	.045819
2016	1,453,752.	30,368,382.	.047871
2015	1,517,569.	31,819,084.	.047694
2014	1,386,573.	32,301,681.	.042926

2 Total of line 1, column (d)	2	.231695
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	.046339
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	36,683,415.
5 Multiply line 4 by line 3	5	1,699,873.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	30,531.
7 Add lines 5 and 6	7	1,730,404.
8 Enter qualifying distributions from Part XII, line 4	8	1,745,873.

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.

MARY W. HARRIMAN FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a BROWN BROTHERS HARRIMAN & CO 0906		P	VARIOUS	VARIOUS
b BROWN BROTHERS HARRIMAN & CO 0951		P	VARIOUS	VARIOUS
c WEALTH STR. - CLARKSTON CAPITAL PTNERS		P	VARIOUS	VARIOUS
d WEALTH STR. - SELECT EQUITY			VARIOUS	VARIOUS
e WEALTH STR. LLC. ALTAROCK PARTNERS			VARIOUS	VARIOUS
f WEALTH STR. LLC. BARES			VARIOUS	VARIOUS
g WEALTH STRA . LLC.BURGUNDY			VARIOUS	VARIOUS
h REAL ESTATE INCOME FUND II			VARIOUS	VARIOUS
i WEALTH STR. - CLARKSTON CAPITAL PTNERS			VARIOUS	VARIOUS
j WEALTH STR. - SELECT EQUITY			VARIOUS	VARIOUS
k WEALTH STR. LLC. ALTAROCK PARTNERS			VARIOUS	VARIOUS
l WEALTH STR. LLC. BARES			VARIOUS	VARIOUS
m WEALTH STRA . LLC.BURGUNDY			VARIOUS	VARIOUS
n CAPITAL GAINS DIVIDENDS				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,038,769.		3,043,071.	995,698.
b 340,048.		441.	339,607.
c			48,894.
d			104,925.
e			35,358.
f			488,985.
g			17,999.
h			229,230.
i			2,034.
j			179,277.
k			16,379.
l			5,848.
m			1,828.
n 132,156.			132,156.
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			995,698.
b			339,607.
c			48,894.
d			104,925.
e			35,358.
f			488,985.
g			17,999.
h			229,230.
i			2,034.
j			179,277.
k			16,379.
l			5,848.
m			1,828.
n			132,156.
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2,598,218.
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 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	30,531.
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	30,531.
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	30,531.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	42,756.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	10,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	52,756.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0.	
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	22,225.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax ☒ 22,225. 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.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
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. ☒ 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	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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 ► LOTUS WU Telephone no. ► (212) 493-8182 Located at ► 140 BROADWAY, 16TH FL., NEW YORK, NY ZIP+4 ► 10005		
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 ► ☐	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ☐ Yes ☒ No If "Yes," list the years ► , , , b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
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? 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?	4a	X
	4b	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

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?

SEE STATEMENT 11

☒ 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.

(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 10		18,050.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	36,017,761.
b	Average of monthly cash balances	1b	1,224,285.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	37,242,046.
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	37,242,046.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	558,631.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,683,415.
6	Minimum investment return. Enter 5% of line 5	6	1,834,171.

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	1,834,171.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	30,531.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	30,531.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,803,640.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,803,640.
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	1,803,640.

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	1,745,873.
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	1,745,873.
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	30,531.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,715,342.

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				1,803,640.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			808,672.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4. ▶ \$ 1,745,873.				
a Applied to 2018, but not more than line 2a			808,672.	
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				937,201.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				866,439.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

Part 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				
SEE ATTACHED STATEMENT	NONE	PUBLIC CHARITY - 501(C)(3)	GENERAL SUPPORT	1,651,500.
Total			3a	1,651,500.
b Approved for future payment				
NONE				
Total			3b	0.

MARY W. HARRIMAN FOUNDATION SCHEDULE OF GRANT CONTRIBUTION

Cash Basis

January through December 2019

Date	Num	Name	Name Address	Paid Amount
4000 - GRANTS				
06/10/2019	134573	ALS ASSOCIATION GREATER NEW YORK CHAPTER	42 Broadway Suite 1724 New York, NY 10004	40,000 00
06/10/2019	134602	AMERICAN MUSEUM OF NATURAL HISTORY	Central Park West at 69th St New York, NY 10024-5192	5,000 00
06/10/2019	134603	AMERICAN RED CROSS GREATER NEW YORK	520 West 49th Street New York, NY 10019	10,000 00
06/10/2019	134604	AMERICAN UNIVERSITY BEIRUT	3 Dag hammerskjold Plaza New York, NY 10017-2303	7,500 00
06/10/2019	134605	APPALACHIAN MOUNTAIN CLUB	5 Joy Street Boston, MA 02108	20,000 00
06/10/2019	134543	BATES COLLEGE	2 Andrews Rd Lewiston, ME 04240-6028	50,000 00
12/23/2019	144443	BATES COLLEGE	2 Andrews Rd Lewiston, ME 04240-6028	25,000 00
06/10/2019	134528	BENNINGTON COLLEGE	One College Dr Bennington, VT 05201-6001	5,000 00
06/10/2019	134606	BLACK ROCK FOREST CONSORTIUM	129 Continental Rd Cornwall, NY 12518	5,000 00
12/23/2019	144437	BLACK ROCK FOREST CONSORTIUM	129 Continental Rd Cornwall, NY 12518	5,000 00
06/10/2019	134607	BLAINE COUNTY RECREATION DISTRICT	1050 Fox Acres Rd Room 107 Hailey, ID 83333	6,000 00
06/10/2019	134608	BOY'S CLUB OF NEW YORK	287 East Tenth Street New York, NY 10009	35,000 00
06/10/2019	134529	BROOKLINE EDUCATION FOUNDATION	PO Box 470652 Brookline, MA 02447	5,000 00
06/10/2019	134563	BROOKS SCHOOL	1160 Great Pond Rd North Andover, MA 01845-1298	2,000 00
06/10/2019	134544	BURKE MOUNTAIN ACADEMY	60 Alpine Lane East Burke, VT 05832	2,500 00
06/10/2019	134590	BUSH SCHOOL	3400 East Harrison Street Seattle, WA 98112	5,000 00
06/10/2019	134552	CAMPFIRE FOUNDATION	PO Box 6421 Ketchum, ID 83340	7,500 00
06/10/2019	134595	CANTERBURY SCHOOL	101 Aspetuck Avenue New Milford, CT 06776	1,500 00
06/10/2019	134574	CENTER FOR HEARING & COMMUNICATION	50 Broadway 6th Fl New York, NY 10010-4302	3,000 00
06/10/2019	134545	COBB SCHOOL, MONTESSORI	112 Sand Hill Rd Simsbury, CT 06070	5,000 00
12/18/2019	XXXX	COLD SPRING HARBOR LABORATORY	One Bungtown Road Cold Spring Harbor, NY 11724	50,000 00
06/10/2019	134564	COLLEGE OF CHARLESTON	66 George Street Charleston, SC 29424	2,000 00
06/10/2019	134609	COLUMBIA UNIV HARRIMAN INSTITUTE	MC 3345 420 West 118th St New York, NY 10027	35,000 00
06/10/2019	136191	COMMON GOOD INC	477 Madison Ave 7th Fl New York, NY 10022	1,000 00
06/10/2019	134530	CONCORD ACADEMY	166 Main Street Concord, MA 1742	37,500 00
06/10/2019	134557	COUNCIL ON FOREIGN RELATIONS	58 East 68th St New York, NY 10065	2,500 00
06/10/2019	134548	DARTMOUTH COLLEGE	THE TUCK SCHOOL OF BUSINESS HB 9000 Hanover, NH 03755	30,000 00
06/10/2019	134591	DEFENDERS OF WILDLIFE	1130 17th Street NW Washington, DC 20036	60,000 00
06/10/2019	134565	DOCTORS WITHOUT BORDERS	337 Seventh Ave 2nd Fl New York, NY 10001	1,000 00
06/10/2019	134566	DRAWING CENTER	35 Wooster Street New York, NY 10003	2,000 00
06/10/2019	134584	EPISCOPAL CHURCH OF BETHESDA-BY-THE-SEA	141 South County Rd Palm Beach, FL 33480	1,000 00
06/10/2019	134578	EVERGLADES FOUNDATION	18001 Old Cutler Rd Suite 625 Palmetto Bay, FL 33157	5,000 00
06/10/2019	134567	FILM FORUM, INC	209 West Houston Street New York, NY 10014	25,000 00
12/23/2019	144434	FILM FORUM, INC	209 West Houston Street New York, NY 10014	10,000 00
06/10/2019	134579	FLORIDA FORGOTTEN FELINES	6746 Osborne Drive Lantana, FL 33462	1,500 00
06/10/2019	134541	FORD K SAYRE MEMORIAL SKI COUNCIL	PO Box 471 Hanover, NH 03755	10,000 00
06/10/2019	134596	FORDHAM UNIVERSITY	45 Columbus Ave Martino Hall 8th Fl New York, NY 10023	1,000 00
06/10/2019	134575	FORMAN SCHOOL	12 Norfolk Rd PO Box 80 Litchfield, CT 06759	5,000 00
06/10/2019	134597	FRANKIN & MARSHALL COLLEGE	PO Box 3003 Lancaster, PA 17604	1,000 00
06/10/2019	134549	FRIENDS OF DARTMOUTH ROWING	Dartmouth College 6083 Alumni Gymnasium Hanover, NH 03755-	5,000 00
06/10/2019	134580	FRIENDS OF HARRIMAN STATE PARK	PO Box 125 Island Park, ID 83429	8,000 00
06/10/2019	134570	GEORGETOWN UNIVERSITY	Office of Advancement 2115 Wisconsin Ave NW Ste 500 Washi	75,000 00
06/10/2019	134568	GLYNWOOD CENTER	PO Box 157 Cold Spring, NY 10530	2,000 00
06/10/2019	134610	GOOD SAMARITAN HOSPITAL	255 Lafayette Avenue Suffern, NY 10901-4869	5,000 00
06/10/2019	134594	GUIDE DOG FOUNDATION/ AMERICA'S VETDOGS	371 East Jericho Tpke Smithtown, NY 11787	6,000 00
06/10/2019	134592	HARNESS RACING MUSEUM & HALL OF FAME	PO Box 590 240 Main St Goshen, NY 10924	7,000 00
06/10/2019	134611	HARRIMAN ENGINE COMPANY No 1	PO Box 26 2 South Main St Harriman, NY 10926	3,500 00
06/10/2019	134536	HARVARD GRADUATE SCHOOL OF EDUCATION	13 Apian Way Cambridge, MA 02138	5,000 00
06/10/2019	134612	HENRY STREET SETTLEMENT	265 Henry St New York, NY 10002	5,000 00
06/10/2019	134553	HOLDERNESS SCHOOL	Chapel Lane PO Box 1879 Plymouth, NH 03264-1879	4,000 00
06/10/2019	134613	HOUSE OF SPEAKEASY FOUNDATION	117 East 19th Street New York, NY 10003	2,000 00
06/10/2019	134531	HUNTINGTON THEATRE COMPANY1	Boston, MA 02115-7513	20,000 00
12/23/2019	144445	HUNTINGTON THEATRE COMPANY1	Boston, MA 02115-7513	40,000 00
06/10/2019	134581	INTERNATIONAL CONSERV CAUCUS	3250 Prospect St NW Washington, DC 20007	2,000 00
06/10/2019	134532	ISABELLA STEWART GARDNER MUSEUM	280 Fenway Boston, MA 02115	2,500 00
06/10/2019	134614	LAND TRUST ALLIANCE	1660 L Street NW Washington, DC 20036	25,000 00
06/10/2019	134576	MAGNA CHARTER EDUCATIONAL FOUNDATION,I	C/O R Henry DiGiacinto 623 Westwood Road West Palm Beach,	5,000 00
06/10/2019	134537	MASSACHUSETTS GENERAL HOSPITAL	55 Fruit Street Boston, MA 02114-2792	10,000 00
06/10/2019	134534	MASSACHUSETTS HISTORICAL SOCIETY	1154 Boylston Street Boston, MA 02215	30,000 00
06/10/2019	134615	MEMORIAL SLOAN KETTERING CANCER CENTER	1275 York Ave New York, NY 10021	10,000 00
06/10/2019	134558	METROPOLITAN MUSEUM OF ART	1000 Fifth Avenue New York, NY 10028-0198	35,000 00
06/10/2019	134546	MIDDLESEX SCHOOL	Lewis Alumni House 1400 Lowell Rd Concord, MA 01742-9122	1,000 00
06/10/2019	134616	MUSEUM VILLAGE	1010 Route 17M Monroe, NY 10950	1,000 00
06/10/2019	134599	MYOTONIC DYSTROPHY FOUNDATION	663 13th Street Suite 100 Oakland, CA 94618	40,000 00
06/10/2019	134559	NATIONAL ALLIANCE OF COMMUNITY ECONOMIC	1660 L St NW Suite 306 Washington, DC 20036	30,000 00
06/10/2019	134617	NATIONAL PUBLIC RADIO	635 Massachusetts Ave NW Washington, DC 20001-3753	10,000 00
06/10/2019	134618	NATIONAL URBAN LEAGUE	120 Wall St New York, NY 10005	7,500 00
06/10/2019	134582	NATURE CONSERVANCY OF IDAHO	116 First Avenue North Hailey, ID 83333	5,000 00
06/10/2019	134569	NEIGHBORHOOD COALITION FOR SHELTER	157 East 86th Street New York, NY 10028	7,500 00
06/10/2019	134583	NEW HOPE CHARITIES	626 North Dixie Hwy West Palm Beach FL 33401	4,000 00
06/10/2019	134619	NEW YORK - NEW JERSEY TRAIL CONFERENCE	156 Ramapo Valley Rd Mahwah, NJ 07430	10,000 00
12/23/2019	144436	NEW YORK - NEW JERSEY TRAIL CONFERENCE	156 Ramapo Valley Rd Mahwah, NJ 07430	5,000 00
06/10/2019	134560	NEW YORK CITY BALLET INC	20 Lincoln Center New York, NY 10023	90,000 00
06/10/2019	134620	NEW YORK PUBLIC LIBRARY	Fifth Avenue at 42 Street New York, NY 10018	10,000 00
06/10/2019	134593	NEW YORK SOCIETY FOR THE PREVENTION	OF CRUELTY TO CHILDREN 161 William Street New York, NY	3,500 00
06/10/2019	134621	NEW YORK THEATRE WORKSHOP	79 East 4th Street New York, NY 10003	5,000 00
06/10/2019	134539	NORTHERN STAGE	76 Gates Street White River Junction, VT 05001	10,000 00

MARY W. HARRIMAN FOUNDATION SCHEDULE OF GRANT CONTRIBUTION

Cash Basis

January through December 2019

Date	Num	Name	Name Address	Paid Amount
12/23/2019	144441	OPEN SPACE INSTITUTE	1350 Broadway Suite 201 New York, NY 1001	5,000 00
06/10/2019	134622	ORANGE COUNTY HISTORICAL SOCIETY	Clove Furnace Historical Society Box 55 Arden, NY 10910	13,000 00
06/10/2019	134623	ORANGE COUNTY LAND TRUST	PO Box 2442 Middletown, NY 10940	10,000 00
12/23/2019	144438	ORANGE COUNTY LAND TRUST	PO Box 2442 Middletown, NY 10940	5,000 00
06/10/2019	134624	ORANGE PATHWAYS INC	182 Greenwich Ave Goshen, NY 10924	4,000 00
06/10/2019	134625	ORANGE REGIONAL MEDICAL CENTER	4 Harriman Drive Goshen, NY 10924	1,000 00
06/10/2019	134600	PACE UNIVERSITY	Office of Development 1 Pace Plaza New York, NY 10038	1,000 00
06/10/2019	134626	PALISADES INTERSTATE PARK COMMISSION	Administration Building Bear Mountain, NY 10911-0427	69,000 00
12/23/2019	144439	PALISADES INTERSTATE PARK COMMISSION	Administration Building Bear Mountain, NY 10911-0427	10,000 00
06/10/2019	134627	PARK AVENUE ARMORY	643 Park Avenue New York, NY 10055	15,000 00
06/10/2019	134550	PARK CITY COMMUNITY FOUNDATION	PO BOX 681499 Park City, UT 84068	2,500 00
06/10/2019	134551	PARK CITY EDUCATION FOUNDATION	PO Box 681422 Park City, UT 84068	1,000 00
06/10/2019	134535	PHILLIPS EXETER ACADEMY	20 Main Street Exeter, NH 03833	5,000 00
06/10/2019	134628	PLANNED PARENTHOOD NEW YORK CITY	26 Bleeker St New York, NY 10012	25,000 00
06/10/2019	134571	PUPPIES BEHIND BARS	263 West 38th Street 4th Fl New York, NY 10018	1,000 00
06/10/2019	134586	REGENTS OF THE UNIVERSITY OF CALIFORNIA	9500 Gilman Drive #210 La Jolla, CA 92093-0210	6,000 00
06/10/2019	134572	ROCKEFELLER UNIVERSITY	1250 York Avenue Box 64 New York, NY 10021	10,000 00
12/18/2019	XXXX	ROWLAND HALL ST. MARK'S SCHOOL	720 Guardsman Way Salt Lake City, UT 84108-1374	30,000 00
06/10/2019	134562	SCENIC HUDSON, INC	One Civic Center Plaza Suite 200 Poughkeepsie, NY 12601	65,000 00
08/08/2019	137715	SCHOOL OF AMERICAN BALLET INC	70 Lincoln Center Plaza New York, NY 10023-6592	3,000 00
06/10/2019	134561	ST. GEORGE'S SCHOOL	PO Box 1910 Newport, RI 02840-0190	500 00
06/10/2019	134533	STEPS TO SUCCESS	PO Box 470421 Brookline Village, MA 02447	25,000 00
06/10/2019	134629	STORM KING ART CENTER	PO Box 280 Old Pleasant Hill Rd Mountainville, NY 10953-0280	20,000 00
06/10/2019	134601	STUDENT CONSERVATION ASSOCIATION	689 River Rd PO Box 550 Charlestown, NH 03603	1,500 00
06/10/2019	134598	SUN VALLEY SKI EDUCATION FOUNDATION	PO Box 203 Sun Valley, ID 8353	15,000 00
12/23/2019	144440	SUN VALLEY WRITERS CONFERENCE	PO BOX 551 MONTEREY, CA 94942	10,000 00
06/10/2019	134585	SUN VALLEY YOUTH HOCKEY	PO Box 1293 Sun Valley, ID 83353	1,000 00
12/23/2019	144444	THE BOYS' CLUB OF NEW YORK	287 East 10th Street New York, NY 10009	15,000 00
12/23/2019	144435	THE BUSH SCHOOL	3400 E Harrison Street Seattle, WA 98112	10,000 00
06/10/2019	134577	THE COMMUNITY LIBRARY KETCHUM IDAHO	415 Spruce PO Box 2168 Ketchum, ID 83340	2,000 00
06/10/2019	134630	THIRTEEN/WNET NY	450 West 33 Street New York, NY 10001	30,000 00
06/10/2019	134631	TRUST FOR PUBLIC LAND	666 Broadway 9th Fl New York, NY 10005	6,000 00
06/10/2019	134538	TRUSTEES OF RESERVATION	572 Essex Street Beverly, MA 01915-1530	7,500 00
06/10/2019	134632	TUXEDO VOLUNTEER AMBULANCE CORPS	Box 726 Tuxedo Park, NY 10987	2,000 00
06/10/2019	134555	TVRC EDUCATION FOUNDATION	PO Box 4915 Jackson, WY 83001	20,000 00
06/10/2019	134588	U S COURT TENNIS PRESERVATION FOUNDATION	PO BOX 194 Jamestown, RI 02835	5,000 00
06/10/2019	134633	UNITED NEGRO COLLEGE FUND	8260 Willow Oaks Corp Dr Fairfax, VA 22031	10,000 00
06/10/2019	134587	UNITED STATES COURT TENNIS ASSOCIATION	370 Park Avenue New York, NY 10022-5968	5,000 00
06/10/2019	134589	UNIVERSITY OF DENVER	ATHLETICS & RECREATION 2201 E Asbury Ave Room 4450	5,000 00
06/10/2019	134554	UNIVERSITY OF COLORADO FOUNDATION	1800 N Grant St Suite 725 Denver, CO 80203	4,000 00
06/10/2019	134542	UPPER VALLEY SNOW SPORTS FOUNDATION	160 Whaleback Mountain Road Enfield, NH 03748	10,000 00
12/23/2019	144442	UPPER VALLEY SNOW SPORTS FOUNDATION	160 Whaleback Mountain Road Enfield, NH 03748	40,000 00
06/10/2019	134634	VISITING NURSE SERVICE NEW YORK	107 East 70th Street New York, NY 10021-5087	10,000 00
06/10/2019	134635	WEILL CORNELL MEDICINE	525 East 68th Street New York, NY 10021	3,000 00
06/10/2019	134636	WGBH EDUCATIONAL FOUNDATION	125 Western Avenue Boston, MA 02134	12,500 00
06/10/2019	134637	WNYC RADIO	160 Varick Street New York, NY 10013	10,000 00
06/10/2019	134540	WOMEN'S INFORMATION SERVICE WISE	38 Bank Street Lebanon, NH 03766	10,000 00
06/10/2019	134638	WOODBURY COMMUNITY AMBULANCE CORPS INC	376 Route 32 PO Box 561 Central Valley, NY 10917	3,000 00
06/10/2019	134547	YALE UNIVERSITY	SCHOOL OF MEDICINE PO Box 208091 New Haven, CT 06520-	5,000 00
Total 4000 GRANTS				1,651,500 00
TOTAL				1,651,500.00

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
BBH - ALTAROCK PARTNERS	17,464.	0.	17,464.	17,464.	
BBH - ALTAROCK PARTNERS	4,113.	0.	4,113.	4,113.	
BBH - BARES	23,691.	0.	23,691.	23,691.	
BBH - BARES	2,045.	0.	2,045.	2,045.	
BBH - BURGUNDY	48,354.	0.	48,354.	48,354.	
BBH - BURGUNDY	944.	0.	944.	944.	
BBH - CLARKSTON	18,240.	0.	18,240.	18,240.	
BBH - CLARKSTON	3,930.	0.	3,930.	3,930.	
BBH - CREDIT PARTNERS III	47,007.	0.	47,007.	47,007.	
BBH - SELECT EQUITY	75,886.	0.	75,886.	75,886.	
BBH - SELECT EQUITY	12,033.	0.	12,033.	12,033.	
BBH REAL ESTATE INCOME FD II	55.	0.	55.	55.	
BROWN BROTHERS HARRIMAN & CO 0906	271,711.	0.	271,711.	271,711.	
BROWN BROTHERS HARRIMAN & CO 0906	132,156.	132,156.	0.	0.	
BROWN BROTHERS HARRIMAN & CO 0906	293.	0.	293.	293.	
BROWN BROTHERS HARRIMAN & CO 0951	89,510.	0.	89,510.	89,510.	
REDAR ROCK PARTNERS	62,750.	0.	62,750.	62,750.	
REDAR ROCK PARTNERS	445.	0.	445.	445.	
PIV ECK LLC	11.	0.	11.	11.	
SUB/RED	11.	0.	11.	11.	
NO PART I, LINE 4	810,638.	132,156.	678,482.	678,482.	

FORM 990-PF

OTHER INCOME

STATEMENT

2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS ROYALTY INCOME	6,855.	6,855.	
WEALTH LLC SELECT EQUITY	-1,102.	-1,102.	
WEALTH LLC BURGUNDY	12,965.	12,965.	
WEALTH STR LLC CEDAR ROCK PARTNERS	-1,600.	-1,600.	
WEALTH STR. LLC. ALTAROCK PARTNERS	-79.	-79.	
OVERPAYMENT APPLIED TO ESTIMATED TAXES	35,756.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	52,795.	17,039.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT

3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,150.	0.		10,150.
AUDITING FEES	4,620.	0.		4,620.
TO FORM 990-PF, PG 1, LN 16B	14,770.	0.		14,770.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	84,022.	84,022.		0.
TO FORM 990-PF, PG 1, LN 16C	84,022.	84,022.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAX	3,953.	0.		3,953.
EXCISE TAX	17,000.	0.		0.
FOREIGN TAX	23,217.	23,217.		0.
PRIOR YEARS OVERPAYMENT	35,756.	0.		0.
PRODUCTION TAX	815.	815.		0.
TO FORM 990-PF, PG 1, LN 18	80,741.	24,032.		3,953.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSES	1,633.	0.		1,633.
D&O LIABILITY INSURANCE	8,832.	0.		8,832.
PORTFOLIO DEDUCTIONS	132,564.	132,564.		0.
FILING FEES	750.	0.		750.
TO FORM 990-PF, PG 1, LN 23	143,779.	132,564.		11,215.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
UNION PACIFIC CORP	5,289.	4,338,960.
SEE ATTACHED STATEMENTS	11,145,632.	12,049,798.
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,150,921.	16,388,758.

FORM 990-PF	MORTGAGE LOANS	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MORTGAGE LOANS	3,536.	3,583.	
TOTAL TO FORM 990-PF, PART II, LINE 12	3,536.	3,583.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BBH - REAL ESTATE INCOME FD II	COST	0.	8,466.
BBH - CAPITAL PARTNERS QP IV	COST	28,714.	1,012,402.
BBH - LBC CREDIT PARTNERS III	COST	509,681.	338,396.
BBH - BURGUNDY	COST	1,585,056.	1,532,665.
BBH - ALTAROCK PARTNERS	COST	810,359.	1,883,350.
BBH - BARES	COST	1,833,705.	2,329,183.
BBH - CLARKSTON CAP PARTNERS	COST	1,025,338.	1,262,797.
BBH - SELECT EQUITY	COST	4,789,416.	5,463,470.
BBH - OAKTREE OPP. SUB TR.	COST	213,923.	227,276.
BBH - HITCHWOOD SUB TR.	COST	0.	32,879.
BBH - SANDTON CR SOLUTIONS	COST	701,980.	695,993.
BBH - CAPITAL PARTNERS V-1	COST	681,265.	1,051,982.
BBH - BARINGS LOAN	COST	825,348.	934,229.
BBH - CPIV ECX LLC	COST	197,613.	328,310.
BBH - CEDAR ROCK PTNERS	COST	1,856,906.	2,122,923.
WEALTH STR LLC SILVER POINT DIS	COST	16,961.	10,875.
BBH - REAL ESTATE INCOME FD III	COST	127,203.	126,322.
BBH - CAPITAL PTNERS QPP3(CAYMAN)	COST	76,522.	61,837.
TOTAL TO FORM 990-PF, PART II, LINE 13		15,279,990.	19,423,355.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DAVID H. MORTIMER C/O 140 BROADWAY, 16TH FL. NEW YORK, NY 10005	PRESIDENT/DIR 1.00	0.	0.	0.
KATHLEEN L. AMES C/O 140 BROADWAY, 16TH FL. NEW YORK, NY 10005	VP/DIR 0.50	0.	0.	0.
ANNA T. KORNICZKY C/O 140 BROADWAY, 16TH FL. NEW YORK, NY 10005	TREASURER 1.00	0.	0.	0.
BARBARA O'CONNELL C/O 140 BROADWAY, 16TH FL. NEW YORK, NY 10005	SECRETARY 6.00	18,050.	0.	0.
JAMES B. AMES C/O 140 BROADWAY, 16TH FL. NEW YORK, NY 10005	DIRECTOR 0.50	0.	0.	0.
MARJORIE NORTHROP FRIEDMAN C/O 140 BROADWAY, 16TH FL. NEW YORK, NY 10005	DIRECTOR 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		18,050.	0.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 11

GRANTEE'S NAME

CAMPFIRE FOUNDATION INC.

GRANTEE'S ADDRESSP.O. BOX 6421
KETCHUM, ID 83340

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
7,500.	06/10/19	7,500.

PURPOSE OF GRANT

EDUCATION

DATES OF REPORTS BY GRANTEE

12/31/19

RESULTS OF VERIFICATIONTHE DATE AND RESULTS OF ANY VERIFICATION OF THE GRANTEE'S REPORTS
JNDERTAKEN BY THE GRANTOR.THE FOUNDATION HAD NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE
REPORTS RECEIVED, THEREFORE NO INDEPENDENT VERIFICATION IS REQUIRED TO BE
JNDERTAKEN.