

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

OMB No. 1545-0047

Department of the Treasury  
Internal Revenue Service

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](http://www.irs.gov/Form990PF) for instructions and the latest information.

**2019**

Open to Public Inspection

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

Name of foundation

HOLLEMAN, ROY &amp; MARIAN FDN-MAIN

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

6325 S RAINBOW BLVD STE 300

City or town, state or province, country, and ZIP or foreign postal code

LAS VEGAS, NV 89118

G Check all that apply:

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ 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) ▶ \$ 4,154,583.

J Accounting method ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d), must be on cash basis)

A Employer identification number

27-3867635

B Telephone number (see instructions)

888-730-4933

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) (see instructions))

	(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 (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	118,028.	115,113.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	46,032.			
b Gross sales price for all assets on line 6a	259,075.			
7 Capital gain net income (from Part IV, line 2)		46,032.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total Add lines 1 through 11	164,060.	161,145.		
13 Compensation of officers, directors, trustees, etc.	50,387.	37,790.		12,597.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	941.	NONE	NONE	941.
c Other professional fees (attach schedule)	4,442.	420.		4,022.
17 Interest				
18 Taxes (attach schedule) (see instructions)	6,645.	2,205.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)	53.	43.		10.
24 Total operating and administrative expenses. Add lines 13 through 23.	62,468.	40,458.	NONE	17,570.
25 Contributions, gifts, grants paid	157,000.			157,000.
26 Total expenses and disbursements Add lines 24 and 25	219,468.	40,458.	NONE	174,570.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-55,408.			
b Net investment income (if negative, enter -0-)		120,687.		
c Adjusted net income (if negative, enter -0-)				

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash - non-interest-bearing . . . . .				444.	444.
	<b>2</b> Savings and temporary cash investments . . . . .			215,677.	174,831.	174,831.
	<b>3</b> Accounts receivable ▶ . . . . .					
	Less: allowance for doubtful accounts ▶ . . . . .					
	<b>4</b> Pledges receivable ▶ . . . . .					
	Less: allowance for doubtful accounts ▶ . . . . .					
	<b>5</b> Grants receivable . . . . .					
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ . . . . .					
	Less: allowance for doubtful accounts ▶ . . . . .		NONE			
	<b>8</b> Inventories for sale or use . . . . .					
	<b>9</b> Prepaid expenses and deferred charges . . . . .					
	<b>10a</b> Investments - U S and state government obligations (attach schedule) . . . . .					
	<b>b</b> Investments - corporate stock (attach schedule) . . . . .					
	<b>c</b> Investments - corporate bonds (attach schedule) . . . . .					
	<b>11</b> Investments - land, buildings, and equipment basis . . . . .					
	Less: accumulated depreciation (attach schedule) ▶ . . . . .					
	<b>12</b> Investments - mortgage loans . . . . .					
	<b>13</b> Investments - other (attach schedule) . . . . .	STMT 6.		3,362,111.	3,345,925.	3,979,308.
	<b>14</b> Land, buildings, and equipment basis . . . . .					
	Less: accumulated depreciation (attach schedule) ▶ . . . . .					
	<b>15</b> Other assets (describe ▶ . . . . .)					
	<b>16</b> <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .			3,577,788.	3,521,200.	4,154,583.
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .					
	<b>18</b> Grants payable . . . . .					
	<b>19</b> Deferred revenue . . . . .					
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons. . . . .					
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b> Other liabilities (describe ▶ . . . . .)					
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .				NONE	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24, 25, 29, and 30.</b>					
	<b>24</b> Net assets without donor restrictions . . . . .					
	<b>25</b> Net assets with donor restrictions . . . . .					
	<b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 26 through 30</b>					
	<b>26</b> Capital stock, trust principal, or current funds . . . . .			3,577,788.	3,521,200.	
	<b>27</b> Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .					
	<b>28</b> Retained earnings, accumulated income, endowment, or other funds . . . . .					
	<b>29</b> <b>Total net assets or fund balances</b> (see instructions) . . . . .			3,577,788.	3,521,200.	
	<b>30</b> <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .			3,577,788.	3,521,200.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	3,577,788.
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-55,408.
<b>3</b> Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 11</b>	<b>3</b>	211.
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	3,522,591.
<b>5</b> Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 12</b>	<b>5</b>	1,391.
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29 . . . . .	<b>6</b>	3,521,200.

**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)
<b>1 a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 259,021.		212,989.	46,032.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>			46,032.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }			<b>2</b>	46,032.	
<b>3</b> 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 . . . . .			<b>3</b>		

**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

(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	119,200.	3,987,870.	0.029891
2017	154,717.	3,984,975.	0.038825
2016	159,157.	3,817,845.	0.041688
2015	240,020.	4,131,164.	0.058100
2014	231,971.	4,355,372.	0.053261
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.221765
<b>3</b> 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 . . . . .			<b>3</b> 0.044353
<b>4</b> Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 . . . . .			<b>4</b> 3,979,188.
<b>5</b> Multiply line 4 by line 3. . . . .			<b>5</b> 176,489.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b> 1,207.
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 177,696.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			<b>8</b> 174,570.

**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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	2,414.
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	NONE
3 Add lines 1 and 2 . . . . .		3	2,414.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	NONE
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	2,414.
6 Credits/Payments			
a 2019 estimated tax payments and 2018 overpayment credited to 2019 . . . . .	6a	4,268.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments Add lines 6a through 6d . . . . .	7	4,268.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	1,854.	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax <input type="checkbox"/> 1,854. Refunded <input type="checkbox"/>	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? . . . . .		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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered See instructions <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions . . . . .		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions . . . . .		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X	
14 The books are in care of ▶ <u>SEE STATEMENT 13</u> Telephone no ▶ _____ Located at ▶ _____ ZIP+4 ▶ _____		
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		
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) <ul style="list-style-type: none"> <li>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</li> <li>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</li> <li>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</li> <li>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</li> <li>(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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</li> <li>(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) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</li> </ul>		
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 . . . . . ▶ <input type="checkbox"/>		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019? . . . . .		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) <ul style="list-style-type: none"> <li>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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____</li> <li>b Are there any years listed in 2a for which the foundation is <b>not</b> 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) . . . . .</li> <li>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____</li> </ul>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) . . . . .		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

		Yes	No
<b>5a</b>	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		
	Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
<b>c</b>	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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
	If "Yes" to 6b, file Form 8870		
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		
<b>8</b>	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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
WELLS FARGO BANK N.A. 100 N MAIN ST MAC D4001-117, WINSTON SALEM, NC 27101	TRUSTEE 1	50,387.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 NONE

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**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
<b>Total</b> number of others receiving over \$50,000 for professional services . . . . .		NONE

**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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
<b>Total.</b> Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	3,807,129.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	232,656.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	4,039,785.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	4,039,785.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	60,597.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,979,188.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	198,959.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	198,959.
<b>2a</b>	Tax on investment income for 2019 from Part VI, line 5 . . . . .	<b>2a</b>	2,414.
<b>b</b>	Income tax for 2019 (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	2,414.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	196,545.
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	196,545.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	196,545.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26. . . . .	<b>1a</b>	174,570.
<b>b</b>	Program-related investments - total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	174,570.
<b>5</b>	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. . . . .	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	174,570.

**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
<b>1</b> Distributable amount for 2019 from Part XI, line 7 . . . . .				196,545.
<b>2</b> Undistributed income, if any, as of the end of 2019				
<b>a</b> Enter amount for 2018 only. . . . .			156,081.	
<b>b</b> Total for prior years 20____, 20____, 20____		NONE		
<b>3</b> Excess distributions carryover, if any, to 2019				
<b>a</b> From 2014 . . . . .		NONE		
<b>b</b> From 2015 . . . . .		NONE		
<b>c</b> From 2016 . . . . .		NONE		
<b>d</b> From 2017 . . . . .		NONE		
<b>e</b> From 2018 . . . . .		NONE		
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 174,570.				
<b>a</b> Applied to 2018, but not more than line 2a . . .			156,081.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2019 distributable amount. . . . .				18,489.
<b>e</b> Remaining amount distributed out of corpus. . .	NONE			
<b>5</b> Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a)) . . . . .	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020 . . . . .				178,056.
<b>7</b> 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) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . .	NONE			
<b>9</b> Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2015 . . .		NONE		
<b>b</b> Excess from 2016 . . .		NONE		
<b>c</b> Excess from 2017 . . .		NONE		
<b>d</b> Excess from 2018 . . .		NONE		
<b>e</b> Excess from 2019 . . .		NONE		

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

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

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

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 14

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**Part XV** Supplementary Information *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
SEE STATEMENT 18				157,000.
<b>Total</b> . . . . .			▶ <b>3a</b>	157,000.
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .			▶ <b>3b</b>	



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


[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? . . . . . ☐ Yes ☒ No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship


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.

**Sign Here**  **S.V.P.**

**Wells Fargo Bank, N.A.** **04/14/2020** **TRUSTEE**

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below?  
 See instructions ☒ Yes ☐ No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>JOSEPH J. CASTRIANO</b>	Preparer's signature 	Date <b>04/14/2020</b>	Check <input checked="checked" type="checkbox"/> if self-employed	PTIN <b>P01251603</b>
	Firm's name ▶ <b>PRICEWATERHOUSECOOPERS LLP</b>			Firm's EIN ▶ <b>13-4008324</b>	
	Firm's address ▶ <b>600 GRANT STREET PITTSBURGH, PA 15219</b>			Phone no <b>412-355-6000</b>	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	11,660.	11,660.
FOREIGN DIVIDENDS	17,283.	17,283.
NONDIVIDEND DISTRIBUTIONS	2,915.	
DOMESTIC DIVIDENDS	26,547.	26,547.
US GOVERNMENT INTEREST REPORTED AS QUALI	11.	11.
NONQUALIFIED FOREIGN DIVIDENDS	7,902.	7,902.
NONQUALIFIED DOMESTIC DIVIDENDS	42,237.	42,237.
SECTION 199A DIVIDENDS	9,473.	9,473.
	-----	-----
TOTAL	118,028.	115,113.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	941.			941.
TOTALS	941.	NONE	NONE	941.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER EXPENSE (NON-DEDUCTIBLE GRANT ADMIN FEE	420. 4,022.	420.	4,022.
TOTALS	4,442. =====	420. =====	4,022. =====



FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	1,906.	1,906.
FEDERAL TAX PAYMENT - PRIOR YE	172.	
FEDERAL ESTIMATES - PRINCIPAL	4,268.	
FOREIGN TAXES ON NONQUALIFIED	299.	299.
	-----	-----
TOTALS	6,645.	2,205.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
FILING FEE/STATE TAX	10.		10.
INVESTMENT EXPENSES - ADR FEES	43.	43.	
TOTALS	53.	43.	10.
	=====	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
126650100 CVS/CAREMARK CORPORA	C	27,137.	28,973.
17275R102 CISCO SYSTEMS INC	C	9,557.	24,795.
256210105 DODGE & COX INCOME F	C	150,000.	153,982.
256219106 DODGE & COX STOCK FU	C	27,759.	55,864.
285512109 ELECTRONIC ARTS INC	C	13,404.	16,664.
867224107 SUNCOR ENERGY INC NE	C	26,513.	23,616.
084670702 BERSHIRE HATHAWAY IN	C		
949917744 WF ADV ULTR SHORT-TR	C	160,941.	162,269.
78463X863 SPDR DJ WILSHIRE INT	C	99,367.	96,005.
94987W752 WFA SHRT TRM HI YLD-	C	118,730.	119,198.
00287Y109 ABBVIE INC	C	5,275.	5,755.
25243Q205 DIAGEO PLC - ADR	C	10,940.	20,210.
594918104 MICROSOFT CORP	C	17,551.	63,869.
654106103 NIKE INC CL B	C	12,564.	23,301.
872540109 TJX COS INC NEW	C	7,568.	10,991.
26875P101 EOG RESOURCES, INC	C	16,405.	13,402.
256206103 DODGE & COX INT'L ST	C	26,430.	39,960.
779572502 T. ROWE PR SM-CAP ST	C	20,000.	23,970.
922908553 VANGUARD REIT VIPER	C	47,936.	92,790.
H84989104 TE CONNECTIVITY LTD	C	15,584.	14,855.
922031737 VANGUARD INFLAT-PROT	C	75,000.	75,496.
370334104 GENERAL MILLS INC	C		
494368103 KIMBERLY CLARK CORP	C	1,025.	1,238.
69351T106 PPL CORPORATION	C	3,577.	3,732.
05534B760 BCE INC	C	4,192.	4,079.
512807108 LAM RESEARCH CORP CO	C	8,676.	14,620.
907818108 UNION PACIFIC CORP	C	5,636.	22,599.
H42097107 UBS GROUP AG	C		
464286772 ISHARES INC MSCI SOU	C	29,767.	31,095.

## FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
00206R102 AT & T INC	C	32,159.	35,133.
742718109 PROCTER & GAMBLE CO	C		
191216100 COCA COLA CO	C	2,965.	3,819.
046353108 ASTRAZENECA PLC SPON	C		
26441C204 DUKE ENERGY HOLDING	C	4,107.	4,469.
375558103 GILEAD SCIENCES INC	C	15,671.	13,191.
532457108 ELI LILLY & CO COM	C	9,207.	15,114.
693475105 PNC FINANCIAL SERVIC	C	15,136.	17,879.
89151E109 TOTAL FINA ELF S.A.	C	21,863.	23,226.
91324P102 UNITEDHEALTH GROUP I	C	19,153.	29,398.
09247X101 BLACKROCK INC	C	14,448.	20,108.
464287804 ISHARES TR SMALLCAP	C	19,604.	27,671.
20030N101 COMCAST CORP CLASS A	C		
464289529 ISHARES S&P INDIA NI	C	15,175.	19,310.
58463J304 MEDICAL PPTYS TR INC	C	33,583.	52,775.
40414L109 HCP INC	C		
025537101 AMERICAN ELECTRIC PO	C		
92276F100 VENTAS INC COM	C	2,514.	2,252.
037833100 APPLE COMPUTER INC C	C	10,075.	60,198.
192446102 COGNIZANT TECH SOLUT	C	23,019.	19,226.
911312106 UNITED PARCEL SERVIC	C	10,866.	17,910.
405217100 HAIN CELESTIAL GROUP	C	12,340.	12,329.
46625H100 JPMORGAN CHASE & CO	C	12,595.	35,547.
69007J106 OUTFRONT MEDIA INC	C	21,667.	26,820.
517834107 LAS VEGAS SANDS CORP	C	23,429.	22,783.
922042874 VANGUARD EUROPEAN ET	C	52,256.	58,600.
609207105 MONDELEZ INTERNATIONAL	C	19,204.	24,511.
G29183103 EATON CORP PLC	C	14,712.	18,470.
12572Q105 CME GROUP INC	C	9,645.	11,040.

## FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----
713448108 PEPSICO INC	C	1,654.	2,050.
683974604 OPPENHEIMER DEVELOPI	C		
848574109 SPIRIT AEROSYTSEMS H	C	12,890.	12,025.
26884U109 EPR PROPERTIES	C	33,453.	42,384.
446150104 HUNTINGTON BANCSHARE	C	2,712.	3,016.
136069101 CANADIAN IMPERIAL BK	C	4,787.	4,659.
92343V104 VERIZON COMMUNICATIO	C	4,399.	5,219.
166764100 CHEVRON CORP	C	3,938.	4,459.
636274409 NATIONAL GRID PLC-SP	C	4,488.	3,760.
254687106 WALT DISNEY CO	C	4,184.	18,079.
74256W584 PRINCIPAL MIDCAP FUN	C	40,000.	76,963.
883556102 THERMO FISHER SCIENT	C	10,889.	16,244.
87612E106 TARGET CORP	C	9,844.	17,308.
Y2573F102 FLEXTRONICS INTL LTD	C	19,787.	17,479.
097023105 BOEING COMPANY	C	18,852.	17,917.
437076102 HOME DEPOT INC	C	2,057.	15,287.
56501R106 MANULIFE FINANCIAL C	C	21,604.	23,131.
165240102 CHESAPEAKE LODGING T	C		
024835100 AMERICAN CAMPUS CMNT	C	21,568.	28,218.
46434G822 ISHARES MSCI JAPAN E	C	38,868.	44,430.
150870103 CELANESE CORP	C	16,922.	20,315.
88019R641 TEMPLETON FRONTIER M	C		
98978V103 ZOETIS INC	C	7,475.	11,912.
92857W308 VODAFONE GROUP PLC-S	C	3,155.	2,204.
674599105 OCCIDENTAL PETE CORP	C	2,889.	1,813.
055622104 BP P L C SPONS ADR	C	4,486.	4,604.
25746U109 DOMINION RES INC VA	C	3,987.	4,472.
464286806 ISHARES MSCI GERMANY	C	21,592.	22,050.
58933Y105 MERCK & CO INC NEW	C	11,361.	17,281.

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
262028855 DRIEHAUS ACTIVE INCO	C	100,000.	88,185.
339128100 JP MORGAN MID CAP VA	C	40,000.	46,115.
00203H859 AQR MANAGED FUTURES	C	145,000.	118,410.
922042866 VANGUARD PACIFIC ETF	C	52,332.	69,580.
921937827 VANGUARD BD INDEX FD	C	513,435.	515,904.
74925K581 ROBECO BP LNG/SHRT R	C	140,000.	156,175.
37733W105 GLAXOSMITHKLINE PLC	C	4,451.	4,840.
756109104 REALTY INCOME CORP C	C	1,282.	1,399.
842587107 SOUTHERN CO	C	2,033.	2,803.
30231G102 EXXON MOBIL CORPORAT	C	6,493.	5,582.
95040Q104 WELLTOWER INC	C	2,393.	2,699.
771195104 ROCHE HOLDINGS LTD -	C	80,000.	80,739.
09260C703 BLACKROCK GL L/S CRE	C		
31641Q763 FIDELITY NEW MRKTS I	C		
922031760 VANGUARD HIGH YIELD	C	110,909.	114,760.
02079K107 ALPHABET INC/CA	C	32,041.	40,111.
922908629 VANGUARD MIDCAP VIPE	C	57,368.	142,544.
172967424 CITIGROUP INC	C	27,011.	30,758.
110448107 BRITISH AMERICAN TOB	C	1,573.	1,826.
22822V101 CROWN CASTLE INTL CO	C		
500754106 KRAFT HEINZ CO/THE	C		
02209S103 ALTRIA GROUP INC	C	2,311.	1,847.
G491BT108 INVESCO LIMITED	C	1,639.	1,241.
718172109 PHILIP MORRIS INTERN	C	4,870.	4,680.
31641Q755 FIDELITY NEW MRKTS I	C	105,000.	100,415.
7591EP100 REGIONS FINL CORP NE	C	1,151.	1,356.
11135F101 BROADCOM INC	C	18,753.	20,541.
755111507 RAYTHEON CO	C	13,173.	15,382.
700517105 PARK HOTELS & RESORT	C	12,987.	12,987.

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
42250P103 HEALTHPEAK PROPERTIE	C	19,929.	27,576.
G5960L103 MEDTRONIC PLC	C	13,180.	14,749.
31620M106 FIDELITY NATL INFORM	C	10,957.	12,518.
717081103 PFIZER INC	C	5,611.	5,446.
031162100 AMGEN INC	C	1,178.	1,446.
29250N105 ENBRIDGE INC	C	2,156.	2,346.
87807B107 TC ENERGY CORP	C	1,112.	1,173.
780259107 ROYAL DUTCH SHELL PL	C	1,192.	1,199.
891160509 TORONTO DOMINION BK	C	22,196.	21,891.
00143W859 INV OPP DEVELOP MRKT	C	104,588.	154,703.
G0250X107 AMCOR PLC	C	1,154.	1,106.
N53745100 LYONDELLBASELL INDU-	C	1,699.	1,890.
		-----	-----
TOTALS		3,345,925.	3,979,308.
		=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES  
=====DESCRIPTION  
-----AMOUNT  
-----

ROC ADJ OF CY SALES

77.

MUTUAL FUND TIMING ADJ

134.

TOTAL

-----  
211.  
=====



FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
PY RETURN OF CAPITAL ADJ	1,363.
COST BASIS ADJUSTMENT	28.
	-----
TOTAL	1,391.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF  
=====

NAME: WELLS FARGO BANK N.A

ADDRESS: 100 N MAIN ST MAC D4001-117  
WINSTON SALEM, NC 27101

TELEPHONE NUMBER: (888)730-4933

RECIPIENT NAME:

WELLS FARGO BANK

ADDRESS:

6325 S RAINBOW BLVD STE 300

LAS VEGAS, NV 89118

RECIPIENT'S PHONE NUMBER: (800) 730-49

FORM, INFORMATION AND MATERIALS:

ONLINE APPLICATION

SUBMISSION DEADLINES:

SEPTEMBER 30

RESTRICTIONS OR LIMITATIONS ON AWARDS:

MUST BE A 501C3 EXEMPT ORGANIZATION

=====

## RECIPIENT NAME:

UNIVERSITY OF SAN DIEGO

## ADDRESS:

5998 ALCALA PARK

SAN DIEGO, CA 92110

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SCHOLARSHIP

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 25,000.

## RECIPIENT NAME:

PETS FOR THE ELDERLY FOUNDATION

## ADDRESS:

530 E HUNT HWY STE 103 PMB 472

SAN TAN VALLEY, AZ 85143

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL OPERATING

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

CHULA VISTA ANIMAL CARE FACILITY

## ADDRESS:

130 BEYER WAY

CHULA VISTA, CA 91911

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL OPERATING

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 24,700.

=====

## RECIPIENT NAME:

THE CAMPANILE FOUNDATION

## ADDRESS:

5500 CAMPANILE DRIVE

SAN DIEGO, CA 92182

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL OPERATING

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 17,300.

## RECIPIENT NAME:

CAMP COCKER RESCUE INC

## ADDRESS:

14320 VENTURA BLVD #236

SHERMAN OAKS, CA 91423

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL OPERATING

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

PET ADOPTION FUND

## ADDRESS:

7507 DEERING AVE

CANOGA PARK, CA 91303

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL OPERATING

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

=====

RECIPIENT NAME:

C.A.R.E. 4 PAWS

ADDRESS:

PO BOX 60524

SANTA BARBARA, CA 93160

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

SAVE-A-LIFE PROGRAM FOUNDATION FOR

ANIMAL CARE AND EDUCATION

ADDRESS:

14456 VENTURA BLVD

SHERMAN OAKS, CA 91423

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

SAN DIEGO HUMANE SOCIETY & SPCA

ADDRESS:

5500 GAINES ST

SAN DIEGO, CA 92110

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 20,000.

=====

RECIPIENT NAME:

THE ELDERLY COMPANION RESCUE REHAB  
& ADOPTION

ADDRESS:

2633 LINCOLN BLVD #202  
SANTA MONICA, CA 90405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:

OKLAHOMA STATE UNIVERSITY FOUNDATION

ADDRESS:

400 S MONROE ST  
STILLWATER, OK 74074

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

TOTAL GRANTS PAID:

157,000.

=====

## FEDERAL FOOTNOTES

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PART VIII: INFORMATION ABOUT OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERS, HIGHLY PAID EMPLOYEES, AND CONTRACTORS. THE CORPORATE TRUSTEE'S COMPENSATION REPORTED IN COLUMN (C) IS CALCULATED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICABLE FEE AGREEMENT. IT IS NOT DETERMINED ON AN HOURLY BASIS AND THE REFERENCE TO ONE HOUR PER WEEK IS AN ESTIMATE ONLY. CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICES SUCH AS FIDUCIARY ACCOUNTING, CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLYING WITH DISTRIBUTION PROVISIONS, AND COMPLYING WITH FEDERAL AND STATE LAWS APPLICABLE TO PRIVATE FOUNDATIONS, PLUS ASSET MANAGEMENT SERVICES SUCH AS CREATING ASSET ALLOCATION STRATEGIES, INVESTMENTS REPORTING AND REALLOCATING AND REBALANCING OF PORTFOLIOS AS NECESSARY.