

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

▶ **Do not enter social security numbers on this form as it may be made public.**
 ▶ **Go to www.irs.gov/Form990PF for instructions and the latest information.**

OMB No 1545-0052
2019
Open to Public Inspection

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation TOM W BENNETT ESTATE		A Employer identification number 30-6311068
Number and street (or P O box number if mail is not delivered to street address) 135 S LASALLE ST IL4-135-14-19	Room/suite	B Telephone number (see instructions) (866) 752-2127
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60603		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>20,548,607</u>	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input 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	432,148	433,060		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	315,431			
	b Gross sales price for all assets on line 6a	4,463,559			
	7 Capital gain net income (from Part IV, line 2)		315,431		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)			88,040		
12 Total. Add lines 1 through 11	747,579	836,531			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	15,646	9,388		6,259
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	1,250	750	0	500
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	15,646	9,906		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	4,130	4,274		
	24 Total operating and administrative expenses. Add lines 13 through 23	36,672	24,318	0	6,759
	25 Contributions, gifts, grants paid	919,746			919,746
26 Total expenses and disbursements. Add lines 24 and 25	956,418	24,318	0	926,505	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-208,839				
b Net investment income (if negative, enter -0-)		812,213			
c Adjusted net income (if negative, enter -0-)			0		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	520,102	1,257,915	1,257,915
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	18,643,859	17,674,108	19,290,692
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			0
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	19,163,961	18,932,023	20,548,607	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule).			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	19,163,961	18,932,023	
	27 Paid-in or capital surplus, or land, bldg , and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances (see instructions)	19,163,961	18,932,023		
30 Total liabilities and net assets/fund balances (see instructions) .	19,163,961	18,932,023		

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	19,163,961
2 Enter amount from Part I, line 27a	2	-208,839
3 Other increases not included in line 2 (itemize) ▶ _____	3	16,365
4 Add lines 1, 2, and 3	4	18,971,487
5 Decreases not included in line 2 (itemize) ▶ _____	5	39,464
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	18,932,023

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 See Additional Data Table				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	315,431
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see 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	808,921	19,012,356	0.042547
2017	757,911	18,422,871	0.04114
2016	859,086	16,872,790	0.050915
2015	862,502	17,268,227	0.049947
2014	792,507	17,381,723	0.045594

2 Total of line 1, column (d)	2	0.230143
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.046029
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	19,108,243
5 Multiply line 4 by line 3	5	879,533
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,122
7 Add lines 5 and 6	7	887,655
8 Enter qualifying distributions from Part XII, line 4	8	926,505

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	8,122
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	8,122
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	8,122
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	13,001
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	13,001
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	4,879
11	Enter the amount of line 10 to be Credited to 2020 estimated tax ▶ 4,879 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?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?.	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	No
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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MO _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
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 taxable year beginning in 2019? See the instructions for Part XIV <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE
14 The books are in care of BANK OF AMERICA NA Telephone no (866) 752-2127

Located at 135 S LASALLE ST IL4-135-14-19 CHICAGO IL ZIP+4 60603

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

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).
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
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?
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 (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? 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)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, 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?
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?

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	18,665,356
b	Average of monthly cash balances.	1b	733,875
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	19,399,231
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	19,399,231
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	290,988
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,108,243
6	Minimum investment return. Enter 5% of line 5.	6	955,412

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	955,412
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	8,122
b	Income tax for 2019 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	8,122
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	947,290
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	947,290
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	947,290

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	926,505
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	926,505
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	8,122
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	918,383

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				947,290
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			919,746	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2019				
a From 2014.	0			
b From 2015.	0			
c From 2016.	0			
d From 2017.	0			
e From 2018.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>926,505</u>				
a Applied to 2018, but not more than line 2a			919,746	
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.				6,759
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:				
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 instructions			0	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				940,531
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 (see instructions).	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.	0			
b Excess from 2016.	0			
c Excess from 2017.	0			
d Excess from 2018.	0			
e Excess from 2019.	0			

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

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

c Any submission deadlines

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

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)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				919,746
b <i>Approved for future payment</i>				
Total ▶ 3b				

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
4646 84 INVESCO BALANCED-RISK ALLOCATION FUND CL R6		2018-02-01	2019-02-13
17605 634 INVESCO BALANCED-RISK ALLOCATION FUND CL R6		2018-02-01	2019-08-01
3045 067 AQR MANAGED FUTURES STRATEGY FUND CL I		2017-07-25	2019-02-13
4672 897 BLACKSTONE ALTERNATIVE MULTI- STRATEGY FUND-ISTL		2018-11-30	2019-02-13
15479 876 BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO INSTL CL		2018-02-01	2019-02-13
4740 025 BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO INSTL CL		2018-02-01	2019-08-01
25195 407 BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO INSTL CL		2017-10-02	2019-08-01
13091 641 BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO INSTL CL		2017-07-25	2019-08-01
32425 643 BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO INSTL CL		2016-10-07	2019-08-01
4492 008 EMERGING MARKETS STOCK COMMON TRUST FUND		2017-07-31	2019-08-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
50,000		51,255	-1,255
200,000		194,190	5,810
25,000		26,979	-1,979
50,000		49,953	47
150,000		155,841	-5,841
47,116		47,719	-603
250,442		251,155	-713
130,131		129,739	392
322,311		316,506	5,805
250,000		311,260	-61,260

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-1,255
			5,810
			-1,979
			47
			-5,841
			-603
			-713
			392
			5,805
			-61,260

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2374 921 CATALYST/MILLBURN HEDGE STRATEGY FUND CL I		2018-02-01	2019-02-13
3575 VANGUARD FTSE DEVELOPED MARKETS ETF		2017-07-25	2019-02-13
5014 VANGUARD FTSE DEVELOPED MARKETS ETF		2017-07-25	2019-08-01
1399 VANGUARD FTSE EMERGING MKTS ETF		2018-06-29	2019-08-01
3220 VANGUARD FTSE EMERGING MKTS ETF		2016-10-07	2019-08-01
2293 578 WELLS FARGO ABSOLUTE RETURN FUND INSTL CL		2016-10-07	2019-02-13
7747 674 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND		2017-07-31	2019-02-15
15102 546 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND		2017-07-31	2019-08-09
41544 864 STRATEGIC GROWTH COMMON TRUST FUND		2017-06-16	2019-05-17
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
75,000		75,522	-522
142,587		151,345	-8,758
206,296		212,265	-5,969
58,759		58,961	-202
135,242		122,460	12,782
25,000		24,243	757
100,000		111,502	-11,502
200,000		228,723	-28,723
814,038		1,628,510	-814,472
			69,280

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-522
			-8,758
			-5,969
			-202
			12,782
			757
			-11,502
			-28,723
			-814,472

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
AMERICAN LUNG ASSN OF EASTERN MO 1118 HAMPTON AVE ST LOUIS, MO 631393147	N/A	PC	UNRESTRICTED GENERAL	22,994
AMERICAN NATIONAL RED CROSS & ITS 2025 E ST NW WASHINGTON, DC 20006	N/A	PC	UNRESTRICTED GENERAL	45,987
BARNARD CANCER INSTITUTE 660 S EUCLID AVE 8092 SAINT LOUIS, MO 63110	N/A	PC	UNRESTRICTED GENERAL	45,987
Total ▶ 3a				919,746

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
BETHESDA HEALTH GROUP 1630 DES PERES ROAD STE 290 ST LOUIS, MO 631311800	N/A	PC	UNRESTRICTED GENERAL	45,987
BOY SCOUTS OF AMERICA 4568 W PINE BLVD SAINT LOUIS, MO 631082186	N/A	PC	UNRESTRICTED GENERAL	45,987
CALEDONIA UNITED METHCHURCH PO BOX 44 CALEDONIA, MO 636310044	N/A	PC	UNRESTRICTED GENERAL	22,994
Total				919,746



3a

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
CENTRAL INSTITUTE FOR THE DEAF 825 S TAYLOR ST LOUIS, MO 63110	N/A	PC	UNRESTRICTED GENERAL	22,994
EPWORTH CHILDREN & FAMILY SERVICE 110 N ELM AVENUE ST LOUIS, MO 631192418	N/A	PC	UNRESTRICTED GENERAL	45,987
GIRL SCOUTS OF EASTERN MISSOURI 2300 BALL DRIVE ST LOUIS, MO 63146	N/A	PC	UNRESTRICTED GENERAL	22,994
Total ▶ 3a				919,746

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
GOOD SHEPHERD CHILDREN 1340 PARTRIDGE AVE SAINT LOUIS, MO 631301943	N/A	PC	UNRESTRICTED GENERAL	45,987
GOODWILL INDUSTRIES 1727 LOCUST STREET ST LOUIS, MO 63103	N/A	PC	UNRESTRICTED GENERAL	45,987
HUMANE SOCIETY OF MISSOURI 1201 MACKLIND AVENUE ST LOUIS, MO 63110	N/A	PC	UNRESTRICTED GENERAL	22,994
Total				919,746



3a

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
MARYGROVE SCHOOL 2705 MULLANPHY LANE FLORISSANT, MO 630313727	N/A	PC	UNRESTRICTED GENERAL	45,987
PROVIDENT COUNSELING 2650 OLIVE STREET ST LOUIS, MO 631031424	N/A	PC	UNRESTRICTED GENERAL	68,981
SALVATION ARMYPO BOX 21787 ST LOUIS, MO 631090787	N/A	PC	UNRESTRICTED GENERAL	45,987
Total ▶ 3a				919,746

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ST LOUIS CHILDRENS HOSPITAL 1 CHILDRENS PL RM E254 ST LOUIS, MO 631101002	N/A	PC	UNRESTRICTED GENERAL	45,987
ST LOUIS INTERNSHIP PROGRAM 4232 FOREST PARK AVE ST LOUIS, MO 63108	N/A	PC	UNRESTRICTED GENERAL	22,994
ST LOUIS COMMUNITY FOUNDATION 319 N 4TH ST STE 300 SAINT LOUIS, MO 631021930	N/A	PC	UNRESTRICTED GENERAL	45,987
Total ▶ 3a				919,746

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
THE LIGHTHOUSE FOR THE BLIND 10440 TRENTON AVENUE ST LOUIS, MO 63132	N/A	PC	UNRESTRICTED GENERAL	22,994
UNITED WAY910 N 11TH STREET ST LOUIS, MO 631011018	N/A	PC	UNRESTRICTED GENERAL	68,981
VISITING NURSE ASSOCIATION 11440 OLIVE BLVD SUITE 200 CREVE COEUR, MO 63141	N/A	PC	UNRESTRICTED GENERAL	22,994
Total				919,746



3a

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
YMCA OF ST LOUIS 1528 LOCUST STREET ST LOUIS, MO 631031816	N/A	PC	UNRESTRICTED GENERAL	45,987
YOUNG WOMANS CHRISTIAN ASSN 3820 WEST PINE BLVD ST LOUIS, MO 631083308	N/A	PC	UNRESTRICTED GENERAL	22,994
BOYS CLUB OF ST LOUIS INC 2524 S 11TH ST SAINT LOUIS, MO 631044308	N/A	PC	UNRESTRICTED GENERAL	22,994
Total ▶ 3a				919,746

TY 2019 Accounting Fees Schedule**Name:** TOM W BENNETT ESTATE**EIN:** 30-6311068

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE - BOA	1,250	750		500

TY 2019 General Explanation Attachment**Name:** TOM W BENNETT ESTATE**EIN:** 30-6311068**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	FEDERAL FOOTNOTE	PART VIII LIST OF OFFICERS AND DIRECTORS	THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N A AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR THE TIME SPENT BY THE TRUSTEE, RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES

TY 2019 Investments Corporate Stock Schedule**Name:** TOM W BENNETT ESTATE**EIN:** 30-6311068**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
464287507 ISHARES CORE S&P MID	642,701	816,488
922042858 VANGUARD FTSE EMERGI	266,217	311,290
94987W737 WELLS FARGO ABSOLUTE	152,491	162,589
464287226 ISHARES CORE US AGGR	204,753	210,581
464287655 ISHARES RUSSELL 2000	566,678	682,726
921943858 VANGUARD FTSE DEVELO	1,056,947	1,119,124
922908363 VANGUARD S&P 500 ETF	1,777,218	2,332,975
00203H859 AQR MANAGED FUTURES	158,021	148,211
62827P816 CATALYST/MILLBURN HE	429,994	441,030
74253Q747 PRINCIPAL MIDCAP BLE	556,000	661,253
693390841 PIMCO HIGH YIELD FD	183,238	184,231
589509108 THE MERGER FD		
202671913 AGGREGATE BOND CTF	1,214,903	1,251,252
207543877 SMALL CAP GROWTH LEA	312,533	325,381
29099J109 EMERGING MARKETS STO	784,114	767,575
302993993 MID CAP VALUE CTF	492,489	508,625
303995997 SMALL CAP VALUE CTF	306,196	300,837
323991307 MID CAP GROWTH CTF	440,385	496,976
45399C107 DIVIDEND INCOME COMM	1,523,904	1,624,462
99Z466197 INTERNATIONAL FOCUSE	1,190,291	1,172,136
99Z501647 STRATEGIC GROWTH COM		
46138B103 INVESCO DB COMMODITY	921,321	880,360
09257V201 BLACKSTONE ALTERNATI	315,553	315,258
09260B382 BLACKROCK STRATEGIC	192,936	197,067
00142R539 INVESCO BALANCED-RIS	159,582	153,361
99Z639934 LARGE CAP CORE CTF	965,263	1,142,385
99Z639942 MID CAP CORE CTF	797,072	874,219
99Z639959 SMALL CAP CORE CTF	658,308	674,711
52469H784 CLEARBRIDGE LARGE CA	690,000	753,889
77954Q403 ROWE T PRICE BLUE CH	715,000	781,700

TY 2019 Other Decreases Schedule**Name:** TOM W BENNETT ESTATE**EIN:** 30-6311068

Description	Amount
ADJUST CARRYING VALUE	658
REIT ROC BASIS ADJUSTMENT	41
COMMON TRUST FUND ADJUSTMENT	38,765

TY 2019 Other Expenses Schedule**Name:** TOM W BENNETT ESTATE**EIN:** 30-6311068**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE-PRINCI	2,065	2,065		0
OTHER ALLOCABLE EXPENSE-INCOME	2,065	2,065		0
FROM PARTNERSHIP/S-CORP		144		0

TY 2019 Other Income Schedule**Name:** TOM W BENNETT ESTATE**EIN:** 30-6311068**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM PARTNERSHIP/S-CORP		88,040	

TY 2019 Other Increases Schedule**Name:** TOM W BENNETT ESTATE**EIN:** 30-6311068

Description	Amount
TIMING DIFFERENCE DEF. INCOME	2,355
PARTNERHIP BASIS ADJUSTMENT	14,010

TY 2019 Taxes Schedule**Name:** TOM W BENNETT ESTATE**EIN:** 30-6311068

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	6,158	6,158		0
EXCISE TAX ESTIMATES	5,740	0		0
FOREIGN TAXES ON QUALIFIED FOR	2,588	2,588		0
FOREIGN TAXES ON NONQUALIFIED	1,160	1,160		0