

EXTENDED TO NOVEMBER 16, 2020

2949127000110 0

Return of Private Foundation

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

OMB No 1545-0047

2019

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

For calendar year 2019 or tax year beginning

, and ending

Name of foundation

THE FRED AND ALICE WALLACE CHARITABLE
MEMORIAL FOUNDATION

A Employer identification number

31-0944135

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

82 REMICK BLVD

Room/suite

B Telephone number

(937) 469-2322

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

SPRINGBORO, OH 45066

C If exemption application is pending, check here ☐

Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeCheck type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationD 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 ☐

Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 10,151,583.

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

(Part I, column (d), must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1	Contributions, gifts, grants, etc., received			N/A	
2	Check <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	254,385.	235,677.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	37,946.			
b	Gross sales price for all assets on line 6a	1,314,751.			
7	Capital gain net income (from Part IV, line 2)		37,946.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income		1,108.		STATEMENT 2
12	Total. Add lines 1 through 11	293,439.	274,731.		
13	Compensation of officers, directors, trustees, etc.	18,000.	4,500.		13,500.
14	Other employee salaries and wages	25,000.	5,000.		20,000.
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 3 9,500.	8,550.		950.
c	Other professional fees	STMT 4 80,329.	79,484.		845.
17	Interest				
18	Taxes	STMT 5 10,749.	8,987.		1,762.
19	Depreciation and depletion	98.	98.		
20	Occupancy	2,700.	270.		2,430.
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6 731.	73.		658.
24	Total operating and administrative expenses. Add lines 13 through 23	147,107.	106,962.		40,145.
25	Contributions, gifts, grants paid	430,440.			430,440.
26	Total expenses and disbursements. Add lines 24 and 25	577,547.	106,962.		470,585.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-284,108.			
b	Net investment income (if negative, enter -0-)		167,769.		
c	Adjusted net income (if negative, enter -0-)			N/A	

**THE FRED AND ALICE WALLACE CHARITABLE
MEMORIAL FOUNDATION**

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	993,532.	631,149.	631,149.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 7	52,810.	47,402.	56,742.
	b Investments - corporate stock STMT 8	3,473,143.	3,392,992.	5,281,749.
	c Investments - corporate bonds	25,000.	0.	0.
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	3,436,305.	3,625,237.	4,181,943.
	14 Land, buildings, and equipment: basis ▶ 840. Less: accumulated depreciation STMT 10 ▶ 840.	98.	0.	0.
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	7,980,888.	7,696,780.	10,151,583.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	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	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	7,980,888.	7,696,780.	
	29 Total net assets or fund balances	7,980,888.	7,696,780.	
30 Total liabilities and net assets/fund balances	7,980,888.	7,696,780.		

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	7,980,888.
2 Enter amount from Part I, line 27a	2	-284,108.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,696,780.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	7,696,780.

**THE FRED AND ALICE WALLACE CHARITABLE
MEMORIAL FOUNDATION**
Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,314,751.		1,276,805.	37,946.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			37,946.

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	37,946.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	284,805.	9,468,861.	.030078
2017	584,297.	9,370,245.	.062357
2016	442,905.	8,975,374.	.049347
2015	517,775.	9,346,521.	.055398
2014	505,069.	9,692,617.	.052109

2 Total of line 1, column (d)	2	.249289
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	.049858
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	9,522,559.
5 Multiply line 4 by line 3	5	474,776.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,678.
7 Add lines 5 and 6	7	476,454.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	470,585.

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	MERRILL LYNCH 02147	P	VARIOUS	12/31/19
b	MERRILL LYNCH 02147	P	VARIOUS	12/31/19
c	MERRILL LYNCH 02155	P	VARIOUS	12/31/19
d	MERRILL LYNCH 02155	P	VARIOUS	12/31/19
e	MERRILL LYNCH 02155	P	VARIOUS	12/31/19
f	MERRILL LYNCH 04C08	P	VARIOUS	12/31/19
g	MERRILL LYNCH 04C08	P	VARIOUS	12/31/19
h	MERRILL LYNCH 04C08	P	VARIOUS	12/31/19
i	MERRILL LYNCH 04C08	P	VARIOUS	12/31/19
j	MERRILL LYNCH 04C50	P	VARIOUS	12/31/19
k	MERRILL LYNCH 04C50	P	VARIOUS	12/31/19
l	MERRILL LYNCH 04C50	P	VARIOUS	12/31/19
m	MERRILL LYNCH 04J90	P	VARIOUS	12/31/19
n	MERRILL LYNCH 04J90	P	VARIOUS	12/31/19
o	MERRILL LYNCH 02427	P	VARIOUS	12/31/19

(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	16.	15.	1.
b	26,304.	28,965.	-2,661.
c	4,586.	4,767.	-181.
d	24,191.	26,372.	-2,181.
e	141,405.	153,848.	-12,443.
f	57,186.	63,910.	-6,724.
g	156,084.	125,935.	30,149.
h	1,852.	362.	1,490.
i	65.		65.
j	124,486.	152,391.	-27,905.
k	64,233.	74,395.	-10,162.
l	81,366.	18,676.	62,690.
m	320,000.	341,249.	-21,249.
n	25,000.	25,000.	0.
o	89,868.	100,144.	-10,276.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1.
b			-2,661.
c			-181.
d			-2,181.
e			-12,443.
f			-6,724.
g			30,149.
h			1,490.
i			65.
j			-27,905.
k			-10,162.
l			62,690.
m			-21,249.
n			0.
o			-10,276.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

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	MERRILL LYNCH 02427	P	VARIOUS	12/31/19
b	MERRILL LYNCH 02427	P	VARIOUS	12/31/19
c	MERRILL LYNCH 02427	P	VARIOUS	12/31/19
d	MERRILL LYNCH 02147	P	VARIOUS	12/31/19
e	COST BASIS ADJUSTMENT	P	VARIOUS	12/31/19
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 64.		64.	0.
b 107,267.		111,146.	-3,879.
c 95.			95.
d 9.			9.
e		49,566.	-49,566.
f 90,674.			90,674.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			0.
b			-3,879.
c			95.
d			9.
e			-49,566.
f			90,674.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	37,946.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	3,355.
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	3,355.
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	3,355.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	7,853.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	7,853.	
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	4,498.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax <input type="checkbox"/> 4,498. Refunded <input type="checkbox"/> 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c 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"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

2

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>WWW.WALLACEFDNDAYTON.ORG</u>	X	
14 The books are in care of ► <u>JUCELEN HOCHWALT</u> Telephone no. ► <u>(937) 469-2322</u> Located at ► <u>82 REMICK BLVD, SPRINGBORO, OH</u> ZIP+4 ► <u>45066</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (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 (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?		X

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

Organizations relying on a current notice regarding disaster assistance, check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
J. R. HOCHWALT 365 MCCRAY BLVD SPRINGBORO, OH 45066	PRESIDENT / TREASURER 3.00	6,000.	0.	0.
DOUG MEYER 10199 ASHPARK CT DAYTON, OH 45458	SECRETARY 1.00	6,000.	0.	0.
DICK WICK 439 GLENRIDGE RD DAYTON, OH 45429	VICE PRESIDENT 1.00	6,000.	0.	0.

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

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

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

0

**THE FRED AND ALICE WALLACE CHARITABLE
MEMORIAL FOUNDATION**

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	9,128,915.
b	Average of monthly cash balances	1b	538,609.
c	Fair market value of all other assets	1c	49.
d	Total (add lines 1a, b, and c)	1d	9,667,573.
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	9,667,573.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	145,014.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,522,559.
6	Minimum investment return. Enter 5% of line 5	6	476,128.

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	476,128.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	3,355.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,355.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	472,773.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	472,773.
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	472,773.

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	470,585.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	470,585.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	470,585.

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.

**THE FRED AND ALICE WALLACE CHARITABLE
MEMORIAL FOUNDATION**

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				472,773.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017	20,358.			
e From 2018				
f Total of lines 3a through e	20,358.			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 470,585.				
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				470,585.
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))	2,188.			2,188.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	18,170.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	18,170.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017	18,170.			
d Excess from 2018				
e Excess from 2019				

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

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

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

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

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.

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

SEE STATEMENT 11

- 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 Paid during the year				
VARIOUS (SEE SCHEDULE ATTACHED)	N/A		VARIOUS	430,440.
Total			▶ 3a	430,440.
b Approved for future payment				
VARIOUS (SEE SCHEDULE ATTACHED)	N/A		VARIOUS	575,000.
Total			▶ 3b	575,000.

Part XVII

Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|---|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| | b Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| | c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| | d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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


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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

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

☒ Yes ☐ No

 J. R. Hochman Trustee
Signature of officer or trustee

Date _____

PRESIDENT

Paid
Preparer
Use Only

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

KEVIN HAGSTROM

Kew-Hunt

6-15-20

P01342096

Firm's name ► **FLAGEL HUBER FLAGEL**

Firm's EIN ► 31-0796034

Firm's address ► 3400 SOUTH DIXIE DRIVE
DAYTON, OH 45439

Phone no. (937) 299-3400

Form **990-PF** (2019)

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
MERRILL LYNCH 57J-02147	149,311.	71,055.	78,256.	63,602.		
MERRILL LYNCH 57J-02155	73,013.	2,304.	70,709.	67,643.		
MERRILL LYNCH 57J-02411	480.	0.	480.	480.		
MERRILL LYNCH 57J-02427	29,992.	0.	29,992.	29,291.		
MERRILL LYNCH 57J-04C08	14,970.	0.	14,970.	14,970.		
MERRILL LYNCH 57J-04C50	15,716.	262.	15,454.	15,425.		
MERRILL LYNCH 57J-04J90	61,577.	17,053.	44,524.	44,266.		
TO PART I, LINE 4	345,059.	90,674.	254,385.	235,677.		

FORM 990-PF	OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
OTHER INCOME	1,108.	1,108.		
TOTAL TO FORM 990-PF, PART I, LINE 11	1,108.	1,108.		

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	9,500.	8,550.		950.	
TO FORM 990-PF, PG 1, LN 16B	9,500.	8,550.		950.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER PROFESSIONAL FEES	1,056.	211.		845.	
INVESTMENT FEES	79,273.	79,273.		0.	
TO FORM 990-PF, PG 1, LN 16C	80,329.	79,484.		845.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	1,096.	1,096.		0.	
FEDERAL TAX	7,500.	7,500.		0.	
STATE REGISTRATION FEE	200.	0.		200.	
PAYROLL TAXES	1,953.	391.		1,562.	
TO FORM 990-PF, PG 1, LN 18	10,749.	8,987.		1,762.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSE	731.	73.		658.	
TO FORM 990-PF, PG 1, LN 23	731.	73.		658.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U S GOVT OBLIGATIONS	X		47,402.	56,742.
TOTAL U.S. GOVERNMENT OBLIGATIONS			47,402.	56,742.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			47,402.	56,742.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK AND PFD STOCK	3,392,992.	5,281,749.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,392,992.	5,281,749.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	3,625,237.	4,181,943.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,625,237.	4,181,943.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	840.	840.	0.
TOTAL TO FM 990-PF, PART II, LN 14	840.	840.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JUCELEN HOCHWALT
82 REMICK BLVD
SPRINGBORO, OH 45066

TELEPHONE NUMBER

937-469-2322

EMAIL ADDRESS

JUCELenhoCHWALT@YAHOO.COM

FORM AND CONTENT OF APPLICATIONS

PLEASE SEND THE REQUEST FOR GRANT APPLICATION TO C/O JUCELEN HOCHWALT; 82 REMICK BLVD; SPRINGBORO, OHIO 45066. COPY OF FORM 990 AND 501(C)(3) LETTER FROM IRS ARE REQUIRED ALONG WITH THE COMPLETED GRANT APPLICATION FORM. VISIT OUR WEBSITE WWW.WALLACEFDNDAYTON.ORG FOR ADDITIONAL INFORMATION.

ANY SUBMISSION DEADLINES

GRANTS ARE MADE CONTINUOUSLY THROUGHOUT THE YEAR AND GRANT REQUESTS ARE REVIEWED QUARTERLY.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE MADE TO CHARITIES IN THE MIAMI VALLEY AREA OF OHIO. ALSO GRANTS ARE MADE ONLY IN THE CHARITABLE FIELDS OF HEALTH AND EDUCATION.

2019 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Convention	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	COMPUTER	08/01/14	SL	5.00		16	840.				840.	742.		98.	840.
	* TOTAL 990-PF PG 1 DEPR						840.				840.	742.		98.	840.

THE FRED AND ALICE WALLACE CHARITABLE MEMORIAL FOUNDATION
YEAR ENDING : 12/31/2019
GRANTS AND CONTRIBUTIONS PAID IN 2019

<u>RECEPENT NAME</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
DAYTON CHILDREN'S HOSPITAL	HEALTH	125,000.00
VICTORY PROJECT	EDUCATION	7,000.00
LEARNING TREE FARM	EDUCATION	6,000.00
BIG BROTHERS BIG SISTER - MIAMI VALLEY	EDUCATION	5,000.00
HANNAH'S TREASURE CHEST	HEALTH	7,000.00
GOODWILL EASTER SEALS MIAMI VALLEY	HEALTH	5,000.00
PREVENT BLINDNESS	HEALTH	6,000.00
KIDS IN NEW DIRECTIONS	EDUCATION	6,000.00
BISHOP LEIBOLD SCHOOL	EDUCATION	12,000.00
DAYBREAK	EDUCATION	10,000.00
MUSE MACHINE , INC	EDUCATION	4,000.00
THE CASTLE	HEALTH	8,000.00
CLOTHES THAT WORK	EDUCATION	6,000.00
WESTMINSTER PRESBYTERIAN CHURCH	EDUCATION	10,000.00
DAYTON SOCIEY OF NATURAL HISTORY	EDUCATION	6,000.00
K12 GALLERY & TEJAS	EDUCATION	6,000.00
JUNIOR ACHIEVEMENT OF OKI PARTNERS	EDUCATION	6,000.00
THE LIGHT FOUNDATION	EDUCATION	2,000.00
DAYTON FOUNDATION	HEALTH	5,000.00
AULLWOOD AUDUBON	EDUCATION	5,000.00
DAYTON REGIONAL STEM SCHOOL	EDUCATION	5,000.00
MAPLE TREE CANCER ALLIANCE	HEALTH	10,000.00
SALVATION ARMY	HEALTH	700.00
UNITED REHABILITATION SERVICES DAYTON	HEALTH	7,040.00
DAYTON FOUNDATION	HEALTH	5,000.00
DAYTON FOUNDATION	HEALTH	5,000.00
BRIGID'S PATH	HEALTH	10,000.00
THE YMCA OF GREATER DAYTON	EDUCATION	5,000.00
GOOD SAMARITAN FOUNDATION	HEALTH	7,500.00
THE FOODBANK, INC	HEALTH	10,000.00
XENIA ADULT RECREATION AND SERVICE CENTER	HEALTH	5,000.00
BRUNNER LITERACY CENTER	EDUCATION	15,000.00
ST VINCENT DE PAUL	EDUCATION	7,500.00
UNITED REHABILITATION SERVICES DAYTON	HEALTH	700.00
AMERICAN RED CROSS DAYTON CHAPTER	EDUCATION	5,000.00
MIAMI VALLET HOSPITAL FOUNDATION	HEALTH	10,000.00
HOMEFULL INC	EDUCATION	15,000.00
ST VINCENT DE PAUL	HEALTH	10,000.00
HOMEFULL INC	HEALTH	10,000.00
SALVATION ARMY	EDUCATION	10,000.00
AMERICAN RED CROSS DAYTON CHAPTER	EDUCATION	5,000.00
OMEGA COMMUNITY DEVELOPMENT CORP	HEALTH	25,000.00
		<u>430,440.00</u>

THE FRED AND ALICE WALLACE CHARITABLE FOUNDATION
 FUTURE UNPAID GRANTS
 AS OF 12-31-2019

<u>RECIPIENT NAME & ADDRESS</u>	<u>TOTAL</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>
	<u>AMOUNT</u>					
OMEGA COMMUNITY DEVELOPMENT	\$ 25,000	\$ 25,000				
CHILDREN'S MEDICAL CENTER	\$ 375,000	\$ 125,000	\$ 125,000	\$ 125,000		
AMERICAN RED CROSS	\$ 25,000	\$ 5,000	\$ 5,000	\$ 5,000	\$ 5,000	\$ 5,000
SALVATION ARMY	\$ 50,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000
ST. VINCENT HOTEL, INC.	\$ 50,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000
HOMEFULL INC	\$ 50,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000	\$ 10,000
TOTAL	\$ 575,000	\$ 160,000	\$ 160,000	\$ 160,000	\$ 35,000	\$ 35,000