

EXTENDED TO NOVEMBER 16, 2020
Return of Private Foundation

Form **990-PF**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 for instructions and the latest information.

OMB No 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation
THE AUSTIN MEMORIAL FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
3900 KEY CENTER, 127 PUBLIC SQUARE

City or town, state or province, country, and ZIP or foreign postal code
CLEVELAND, OH 44114-1291

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

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

Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 15,214,664.

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

A Employer identification number
34-6528879

B Telephone number
216-566-5865

C If exemption application is pending, check here ☐

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

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

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

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|---|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 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 | 346,015. | 346,015. | | STATEMENT 1 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 297,133. | | | |
| | b Gross sales price for all assets on line 6a | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 297,133. | | |
| | 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 | 1,943. | 0. | | STATEMENT 2 | |
| 12 Total Add lines 1 through 11 | 645,091. | 643,148. | | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 0. | 0. | | 0. |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees STMT 3 | 25,206. | 0. | | 25,206. |
| | b Accounting fees | | | | |
| | c Other professional fees STMT 4 | 116,712. | 116,712. | | 0. |
| | 17 Interest | | | | |
| | 18 Taxes STMT 5 | 28,775. | 28,775. | | 0. |
| | 19 Depreciation and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses | | | | |
| | 24 Total operating and administrative expenses Add lines 13 through 23 | 170,693. | 145,487. | | 25,206. |
| | 25 Contributions, gifts, grants paid | 551,625. | | | 551,625. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 722,318. | 145,487. | | 576,831. | |
| 27 Subtract line 26 from line 12: | | | | | |
| a Excess of revenue over expenses and disbursements | -77,227. | | | | |
| b Net investment income (if negative, enter -0-) | | 497,661. | | | |
| c Adjusted net income (if negative, enter -0-) | | | N/A | | |

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

| | | Beginning of year | End of year | |
|--|---|-------------------|----------------|-----------------------|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | 683,967. | 413,137. | 413,137. |
| | 2 Savings and temporary cash investments | 25,128. | 51,214. | 51,214. |
| | 3 Accounts receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock STMT 6 | 4,375,229. | 4,522,728. | 7,314,468. |
| | c Investments - corporate bonds STMT 7 | 1,966,570. | 2,295,243. | 2,402,070. |
| | 11 Investments - land, buildings, and equipment: basis ▶ | | | |
| Less: accumulated depreciation ▶ | | | | |
| 12 Investments - mortgage loans | | | | |
| 13 Investments - other STMT 8 | 4,517,555. | 4,168,675. | 5,033,775. | |
| 14 Land, buildings, and equipment: basis ▶ | | | | |
| Less: accumulated depreciation ▶ | | | | |
| 15 Other assets (describe ▶) | | | | |
| 16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | 11,568,449. | 11,450,997. | 15,214,664. | |
| 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"/> | | | |
| | 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"/> | | | |
| | 26 Capital stock, trust principal, or current funds | 5,913,446. | 5,913,446. | |
| | 27 Paid-in or capital surplus, or land, bldg., and equipment fund | 0. | 0. | |
| | 28 Retained earnings, accumulated income, endowment, or other funds | 6,055,405. | 5,978,178. | |
| | 29 Total net assets or fund balances | 11,968,851. | 11,891,624. | |
| 30 Total liabilities and net assets/fund balances | 11,968,851. | 11,891,624. | | |

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 | 11,968,851. |
| 2 Enter amount from Part I, line 27a | 2 | -77,227. |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 11,891,624. |
| 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 | 11,891,624. |

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 NORTHERN TRUST | | | |
| b NORTHERN TRUST-CAP GAIN DIST | | | |
| c NORTHERN TRUST- 1250 GAIN | | | |
| d NORTHERN TRUST | | | |
| 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 | | | -14,070. |
| b | | | 29,511. |
| c | | | 205. |
| d | | | 281,487. |
| e | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69. | | | |
| (i) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
| a | | | -14,070. |
| b | | | 29,511. |
| c | | | 205. |
| d | | | 281,487. |
| 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 | 297,133. |
| 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 | | | |
| 2017 | | | |
| 2016 | | | |
| 2015 | | | |
| 2014 | | | |

- 2 Total of line 1, column (d)
- 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
- 4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5
- 5 Multiply line 4 by line 3
- 6 Enter 1% of net investment income (1% of Part I, line 27b)
- 7 Add lines 5 and 6
- 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.

| | |
|---|--|
| 2 | |
| 3 | |
| 4 | |
| 5 | |
| 6 | |
| 7 | |
| 8 | |

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) | | 1 | 9,953. |
| 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 | | | |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b) | | 2 | 0. |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-) | | 3 | 9,953. |
| 3 Add lines 1 and 2 | | 4 | 0. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-) | | 5 | 9,953. |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | | |
| 6 Credits/Payments: | | | |
| a 2019 estimated tax payments and 2018 overpayment credited to 2019 | 6a 12,000. | 7 | 22,000. |
| b Exempt foreign organizations - tax withheld at source | 6b 0. | 8 | 377. |
| c Tax paid with application for extension of time to file (Form 8868) | 6c 10,000. | 9 | |
| d Backup withholding erroneously withheld | 6d 0. | 10 | 11,670. |
| 7 Total credits and payments. Add lines 6a through 6d | | 11 | 0. |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached | | | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | | | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | | | |
| 11 Enter the amount of line 10 to be: Credited to 2020 estimated tax <input type="checkbox"/> 11,670. Refunded <input type="checkbox"/> | | | |

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"/> \$ 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. | | 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"/> 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 | 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 |

N/A

2

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?

| | Yes | No |
|----|-----|----|
| 11 | | X |
| 12 | | X |
| 13 | | X |

14 The books are in care of ► JAMES SPALLINO, JR. Telephone no. ► 216-566-5865
 Located at ► 3900 KEY CENTER, 127 PUBLIC SQUARE, CLEVELAND, OH ZIP+4 ► 44114-1291

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

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?

► 15 | N/A

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

| | Yes | No |
|----|-----|----|
| 16 | | X |
| | | |

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?

☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?

☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?

☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?

☐ Yes ☒ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?

☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)

☐ Yes ☒ No

b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions
Organizations relying on a current notice regarding disaster assistance, check here

N/A



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?

| | | |
|----|--|---|
| 1b | | |
| 1c | | X |

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019?

☐ Yes ☒ No

If "Yes," list the years , , ,

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)

N/A

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.

_____ , _____ , _____ , _____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?

☐ Yes ☒ No

b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)

N/A

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?

| | |
|----|---|
| 4a | X |
| 4b | X |

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

5b

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?

6b

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 9 | | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

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

0

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

| | | | |
|---|---|----|-------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 14,048,651. |
| b | Average of monthly cash balances | 1b | 458,992. |
| c | Fair market value of all other assets | 1c | 0. |
| d | Total (add lines 1a, b, and c) | 1d | 14,507,643. |
| 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 | 14,507,643. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 217,615. |
| 5 | Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 14,290,028. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 714,501. |

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 | 714,501. |
| 2a | Tax on investment income for 2019 from Part VI, line 5 | 2a | 9,953. |
| b | Income tax for 2019. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 9,953. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 704,548. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 704,548. |
| 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 | 704,548. |

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 | 576,831. |
| 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 | 576,831. |
| 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 | 576,831. |

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 | | | | 704,548. |
| 2 Undistributed income, if any, as of the end of 2019 | | | | |
| a Enter amount for 2018 only | | | 134,887. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2019: | | | | |
| a From 2014 | | | | |
| b From 2015 | | | | |
| c From 2016 | | | | |
| d From 2017 | | | | |
| e From 2018 | | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ 576,831. | | | | |
| a Applied to 2018, but not more than line 2a | | | 134,887. | |
| 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 | | | | 441,944. |
| 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 instr. | | | 0. | |
| f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020 | | | | 262,604. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) | 0. | | | |
| 8 Excess distributions carryover from 2014 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2015 | | | | |
| b Excess from 2016 | | | | |
| c Excess from 2017 | | | | |
| d Excess from 2018 | | | | |
| e Excess from 2019 | | | | |

Part XV Supplementary Information (continued)

| 3 Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|----------------------------------|----------|
| Recipient | 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 | | | | |
| SEE STATEMENT 11 | | PC | | 551,625. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total | | | ▶ 3a | 551,625. |
| b Approved for future payment | | | | |
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total | | | ▶ 3b | 0. |

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 | | |
| | | |
| | | |
| | | |
| | | |

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  **11-9-20** **PRESIDENT**

Signature of officer or trustee Date Title

☒ Yes ☐ No

| | | | | | |
|---------------------------------------|---|---------------------------|-----------|---|--------------------------|
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check <input type="checkbox"/> if self-employed | PTIN |
| | JAMES SPALLINO, JR. | <i>James Spallino Jr.</i> | 11-2-2020 | | P01067237 |
| | Firm's name ▶ THOMPSON HINE LLP | | | | Firm's EIN ▶ 34-0575300 |
| | Firm's address ▶ 3900 KEY CENTER, 127 PUBLIC SQUARE CLEVELAND, OH 44114-1291 | | | | Phone no. (216) 566-5500 |

| | | | | | | |
|-------------|--|--|--|--|-----------|---|
| 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 |
|--|-----------------|-------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| NORTHERN TRUST #23-41396 - DIVIDENDS | 160,542. | 0. | 160,542. | 160,542. | |
| NORTHERN TRUST #23-41396 - DIVIDENDS | 3,906. | 0. | 3,906. | 3,906. | |
| NORTHERN TRUST #23-41396 - INTEREST | 37,760. | 0. | 37,760. | 37,760. | |
| NORTHERN TRUST #23-41396-DIVIDEND | 118,495. | 0. | 118,495. | 118,495. | |
| NORTHERN TRUST #23-41396-INTEREST | 17,105. | 0. | 17,105. | 17,105. | |
| NORTHERN TRUST #23-41396-INTEREST | 8,207. | 0. | 8,207. | 8,207. | |
| TO PART I, LINE 4 | 346,015. | 0. | 346,015. | 346,015. | |

| | | | | |
|-------------|--------------|--|-----------|---|
| FORM 990-PF | OTHER INCOME | | STATEMENT | 2 |
|-------------|--------------|--|-----------|---|

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME |
|---------------------------------------|-----------------------------|-----------------------------------|-------------------------------|
| NORTHERN TRUST-NON-DIV.DIST. | 1,943. | 0. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 1,943. | 0. | |

| | | | | |
|-------------|------------|--|-----------|---|
| FORM 990-PF | LEGAL FEES | | STATEMENT | 3 |
|-------------|------------|--|-----------|---|

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| THOMPSON HINE LLP | 25,206. | 0. | | 25,206. |
| TO FM 990-PF, PG 1, LN 16A | 25,206. | 0. | | 25,206. |

| | | | |
|-------------|-------------------------|-----------|---|
| 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 |
|---|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| NORTHERN TRUST BANK OF FLORIDA - AGENCY FEES | 819. | 819. | | 0. |
| NORTHERN TRUST BANK OF FLORIDA - INVESTMENT FEES | 48,062. | 48,062. | | 0. |
| NORTHERN TRUST BANK OF FLORIDA - AGENCY FEES | 67,831. | 67,831. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 116,712. | 116,712. | | 0. |

| | | | |
|-------------|-------|-----------|---|
| FORM 990-PF | TAXES | STATEMENT | 5 |
|-------------|-------|-----------|---|

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FOREIGN TAX PAID | 9,775. | 9,775. | | 0. |
| EXCISE TAX | 19,000. | 19,000. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 28,775. | 28,775. | | 0. |

| | | | |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE STOCK | STATEMENT | 6 |
|-------------|-----------------|-----------|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|------------|----------------------|
| SEE ATTACHED | 4,522,728. | 7,314,468. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 4,522,728. | 7,314,468. |

The Austin Memorial Foundation
EIN: 34-6528879
2019 Form 990-PF, Return of Private Foundation

Part II – Balance Sheet

Line 10B, Corporate Stock

| <u>Description</u> | <u>Book Value</u> <u>01/01/19</u> | <u>Market Value</u> <u>12/31/19</u> | <u>Book Value</u> <u>12/31/19</u> |
|--------------------------------------|--------------------------------------|--|--------------------------------------|
| Northern Trust Accounts | 4,375,229 | 7,314,468 | 4,522,728 |
| 67520, 71358, 80087, 93168, 93685 | | | |

| | | | |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE BONDS | STATEMENT | 7 |
|-------------|-----------------|-----------|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|------------|-------------------|
| SEE ATTACHED | 2,295,243. | 2,402,070. |
| TOTAL TO FORM 990-PF, PART II, LINE 10C | 2,295,243. | 2,402,070. |

| | | | |
|-------------|-------------------|-----------|---|
| FORM 990-PF | OTHER INVESTMENTS | STATEMENT | 8 |
|-------------|-------------------|-----------|---|

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|--|------------------|------------|-------------------|
| SEE ATTACHED | COST | 4,168,675. | 5,033,775. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 4,168,675. | 5,033,775. |

| | | | |
|-------------|---|-----------|---|
| FORM 990-PF | PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS | STATEMENT | 9 |
|-------------|---|-----------|---|

| NAME AND ADDRESS | TITLE AND AVRG HRS/WK | COMPEN- SATION | EMPLOYEE BEN PLAN CONTRIB | EXPENSE ACCOUNT |
|--|--------------------------|-------------------|------------------------------|--------------------|
| DONALD G. AUSTIN, JR. 127 PUBLIC SQUARE CLEVELAND, OH 44114 | PRES., TTEE 1.00 | 0. | 0. | 0. |
| JAMES W. AUSTIN 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| SARAH C. KINGSTON 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.50 | 0. | 0. | 0. |
| STEWART G. AUSTIN, SR. 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| CHARLES RODGERS 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |

The Austin Memorial Foundation
 EIN: 34-6528879
 2019 Form 990-PF, Return of Private Foundation

Part II – Balance Sheet

Line 10C, Other Investments, Fixed Income

| | <u>Bk. 1/1/19</u> | <u>Bk. 12/31/19</u> | <u>Mkt. 12/31/19</u> |
|--|-------------------|---------------------|----------------------|
| \$150,000 Occidental Pete Corp. 2.6% due 6/15/2022 | 150,945.00 | 45,237.31 | 45,339.96 |
| \$150,000 Chevron Corp. 2.566% due 5/16/2023 | 151,087.50 | 25,157.33 | 25,504.47 |
| \$150,000 JP Morgan Chase 3.2% due 1/25/23 | 154,216.50 | -0- | -0- |
| \$150,000 Wells Fargo & Co. 3.3% due 9/9/2024 | 154,954.50 | 61,751.61 | 62,881.51 |
| \$150,000 Oracle Cp. 2.95% due 5/15/2025 | 154,075.50 | 51,226.14 | 52,052.48 |
| \$150,000 Anheuser-Busch Inc. 2.65% due 2/1/2021 | 154,240.50 | -0- | -0- |
| \$150,000 Astrazeneca PLC 2.375% due 11/16/2020 | 151,696.50 | -0- | -0- |
| \$100,000 Walmart, Inc. 3.125% due 6/23/2021 | 99,906.00 | 24,976.50 | 25,534.54 |
| \$100,000 Berkshire Hathaway 3.0% due 5/15/2022 | 99,045.00 | -0- | -0- |
| \$100,000 American Honda Fin. 3.625% due 10/10/2023 | 99,742.00 | -0- | -0- |
| \$100,000 Mastercard 3.375% due 4/1/2024 | 99,751.00 | -0- | -0- |
| \$100,000 Comcast Corp. 3.95% due 10/15/2025 | 100,231.00 | -0- | -0- |

Statement 7

| | <u>Bk. 1/1/19</u> | <u>Bk. 12/31/19</u> | <u>Mkt. 12/31/19</u> |
|--|-------------------|---------------------|----------------------|
| \$100,000 Schwab, Chas. Corp. 3.45% due 2/13/2026 | 98,671.00 | 44,401.95 | 47,648.28 |
| \$100,000 Toronto Dominion Bank 3.25% due 6/11/2021 | 99,853.00 | 39,941.20 | 40,852.81 |
| \$100,000 Shell Inter. 3.5% due 11/13/2023 | 99,655.00 | 39,862.00 | 42,152.40 |
| \$100,000 BP Cap Mkts. 3.062% due 3/17/2022 | 98,500.00 | 49,250.00 | 51,274.74 |
| \$35,000 Federal Home Loan 2.625% due 10/1/2020 | -0- | 34,985.93 | 35,252.82 |
| \$35,000 Federal Home Loan 2.625% due 5/28/2020 | -0- | 35,003.17 | 35,136.80 |
| \$25,000 U.S. T-Notes 2.5% due 12/31/2020 | 0 | 24,963.86 | 25,208.98 |
| \$25,000 U.S. T-Notes 2.25% due 3/31/2020 | -0- | 24,923.83 | 25,035.16 |
| \$25,000 Bank America Corp. 5.875% due 1/5/2021 | -0- | 26,068.39 | 25,974.64 |
| \$35,000 Federal Home Loan 3.0% due 10/12/2021 | -0- | 35,242.50 | 35,856.11 |
| \$35,000 Federal Home Loan 2.375% due 2/16/2021 | -0- | 34,822.90 | 35,300.04 |
| \$50,000 U.S. T-Notes 1.5% due 8/31/2021 | -0- | 49,804.69 | 49,921.88 |
| \$35,000 FNMA 2.625% due 1/11/2022 | -0- | 34,972.74 | 35,708.20 |
| \$50,000 U.S. T-Notes 2% due 7/31/2022 | -0- | 49,058.59 | 50,515.63 |
| \$25,000 U.S. T-Notes 2.125% due 12/31/2022 | -0- | 24,584.96 | 25,380.86 |

Statement 7

| | <u>Bk. 1/1/19</u> | <u>Bk. 12/31/19</u> | <u>Mkt. 12/31/19</u> |
|---|-------------------|---------------------|----------------------|
| \$25,000 U.S. T-Notes 2.125% due 6/30/2022 | -0- | 24,646.48 | 25,330.08 |
| \$30,000 BB&T Corp. 2.2% due 3/16/2023 | -0- | 29,977.80 | 30,199.28 |
| \$35,000 Federal Home Loan 2.75% due 6/19/2023 | -0- | 35,091.50 | 36,350.94 |
| \$25,000 Bank of New York 2.1% due 10/24/2024 | -0- | 24,956.25 | 25,032.64 |
| \$35,000 FNMA 2.625% due 9/6/2024 | -0- | 34,738.59 | 36,437.36 |
| \$10,000 Goldman Sachs 3.625% due 2/20/2024 | -0- | 9,987.80 | 10,497.49 |
| \$25,000 Hershey Co. 2.05% due 11/15/2024 | -0- | 25,021.08 | 25,060.79 |
| \$25,000 Philip Morris 2.875% due 5/1/2024 | -0- | 24,861.75 | 25,734.57 |
| \$25,000 Toyota Motors 2% due 10/7/2024 | -0- | 24,977.50 | 25,003.39 |
| \$25,000 Walmart Inc. 2.85% due 7/8/2024 | -0- | 24,982.40 | 25,938.66 |
| \$25,000 Mastercard 2.0% due 3/3/2025 | -0- | 24,939.75 | 24,938.12 |
| \$25,000 St. Street 2.354% due 11/1/2025 | -0- | 25,004.00 | 25,110.17 |
| \$50,000 U.S. T-Notes 2.75% due 8/31/2025 | -0- | 50,274.71 | 52,710.94 |
| \$25,000 Am. Express 3.125% due 5/20/2026 | -0- | 24,949.80 | 26,003.15 |
| \$15,000 Bank of America 3.5% due 6/19/2026 | -0- | 15,398.24 | 15,953.27 |

| | <u>Bk. 1/1/19</u> | <u>Bk. 12/31/19</u> | <u>Mkt. 12/31/19</u> |
|---|-------------------|---------------------|----------------------|
| \$30,000 John Deere 2.25% due 9/14/2026 | -0- | 29,926.50 | 30,017.52 |
| \$35,000 FNMA 2.125% due 4/24/2026 | -0- | 33,221.51 | 35,529.71 |
| \$25,000 U.S. T-Bonds 1.5% due 8/15/2026 | -0- | 24,095.70 | 24,516.60 |
| \$25,000 U.S. T-Notes 2% due 11/15/2026 | -0- | 23,787.11 | 25,290.04 |
| \$25,000 Amazon Com, Inc. 3.15% due 8/22/2027 | -0- | 25,127.34 | 26,494.56 |
| \$50,000 Goldman Sachs Group Inc. 3.85% due 1/26/2027 | -0- | 24,190.75 | 26,613.70 |
| \$50,000 U.S. Treasury 2.25% due 11/15/2027 | -0- | 48,144.53 | 51,421.88 |
| \$25,000 ERP Oper. Ltd. Partnership 3.5% due 3/1/2028 | -0- | 24,470.25 | 26,672.66 |
| \$25,000 Prudential Finl. Inc. 3.878% due 3/27/2028 | -0- | 27,313.50 | 27,416.28 |
| \$50,000 U.S. T-Notes 2.875% due 8/15/2028 | -0- | 50,533.82 | 53,925.78 |
| \$25,000 Apple, Inc. 2.2% due 9/11/2029 | -0- | 24,839.10 | 24,530.66 |
| \$25,000 Coca Cola Co. 2.125% due 9/6/2029 | -0- | 24,991.00 | 24,371.60 |
| \$25,000 Disney Walt Co. 2.0% due 9/1/2029 | -0- | 24,666.45 | 24,262.43 |
| \$20,000 ERP Oper. Ltd. Partnership 3.0% due 7/1/2029 | -0- | 19,916.00 | 20,718.33 |
| \$25,000 TD Ameritrade Hldg. Corp. 2.75% due 10/1/2029 | -0- | 24,972.00 | 25,016.31 |

| | <u>Bk. 1/1/19</u> | <u>Bk. 12/31/19</u> | <u>Mkt. 12/31/19</u> |
|--|-------------------|---------------------|----------------------|
| \$25,000 Texas Indtrs. Inc. 2.25% due 9/4/2029 | -0- | 24,962.15 | 24,685.23 |
| \$50,000 U.S. T-Notes 2.625% due 2/15/2029 | -0- | 49,690.64 | 53,027.34 |
| \$25,000 United Health Group Inc. 2.875% due 8/15/2029 | -0- | 24,993.25 | 25,732.23 |
| \$10,000 Walmart Inc. 2.375% due 9/24/2029 | -0- | 9,989.40 | 10,011.87 |
| \$25,000 Comcast Corp. New 2.65% due 2/1/2030 | -0- | 24,968.05 | 25,107.10 |
| \$25,000 Exxon Mobil Corp. 2.995% due 8/16/2039 | -0- | 25,378.00 | 25,066.65 |
| \$50,000 U.S. T-Bonds 3.125% due 11/15/2041 | -0- | 50,808.76 | 56,824.22 |
| \$25,000 Philip Morris Intl. Inc. 4.5% due 3/20/2042 | -0- | 23,534.00 | 28,412.66 |
| \$50,000 U.S. T-Bonds 3.0% due 5/15/2042 | -0- | 49,710.94 | 55,736.33 |
| \$50,000 U.S. T-Bonds dtd. 2/15/2012 3.125% due 2/15/2042 | -0- | 50,872.21 | 56,828.13 |
| \$50,000 U.S. T-Bonds 2.875% due 5/15/2043 | -0- | 48,488.28 | 54,587.89 |
| \$25,000 Alabama Pwr. Co. 4.15% due 8/15/2044 | -0- | 24,489.75 | 27,875.31 |
| \$50,000 U.S. T-Bonds 3.125% due 8/15/2044 | -0- | 50,718.43 | 57,001.95 |
| \$25,000 Metlife Inc. 4.05% due 3/1/2045 | -0- | 23,464.25 | 29,024.30 |
| \$35,000 Target Corp. 3.9% due 11/15/2047 | -0- | 32,869.20 | 40,245.68 |

Statement 7

| | <u>Bk. 1/1/19</u> | <u>Bk. 12/31/19</u> | <u>Mkt. 12/31/19</u> |
|---|-------------------|---------------------|----------------------|
| \$50,000 U.S. T-Bonds 3.0% due 8/15/2048 | -0- | 49,390.63 | 56,455.08 |
| \$25,000 Simon Ppty. Group L.P. 3.25% due 9/13/2049 | -0- | 24,900.25 | 24,325.96 |
| \$25,000 Westpac Bkg. Corp. 2.35% due 2/19/2025 | -0- | 24,993.00 | 25,062.00 |
| \$25,000 Royal Bank Cda. Global Medium Term Sr. Bk. Nt. 2.25% due 11/1/2024 | -0- | 24,944.50 | 25,106.11 |
| \$20,000 Toronto Dominion Bk. Fixed 3.25% due 3/11/2024 | -0- | 19,974.40 | 20,943.13 |
| \$25,000 Bank Nova Scotia B.C. 2.7% due 8/3/2026 | -0- | 24,935.00 | 25,445.73 |
| \$25,000 Shell Intl. Fin. B.V. 2.0% due 11/7/2024 | <u>-0-</u> | <u>24,929.00</u> | <u>24,934.17</u> |
| | 1,966,570.00 | 2,295,243.00 | 2,402,070.00 |

The Austin Memorial Foundation
 EIN: 34-6528879
 2019 Form 990-PF, Return of Private Foundation

Part II – Balance Sheet

Line 13, Other Investments

| <u>Shs.</u> <u>Owned</u> <u>01/01/19</u> | <u>Shs.</u> <u>Owned</u> <u>12/31/19</u> | | <u>Book Value</u> <u>01/01/19</u> | <u>Book Value</u> <u>12/31/19</u> | <u>Market Value</u> <u>12/31/19</u> |
|--|--|--|--------------------------------------|--------------------------------------|--|
| 112,615.65 | 112,615.65 | Northern High Yield Fixed Income Fund | 717,570.40 | 717,570.40 | 762,407.95 |
| 62,832.42 | 62,832.42 | MFB Northern Int'l Eq Index Fd | 647,133.33 | 647,133.33 | 799,856.71 |
| 13,729.63 | 10,052.70 | Northern Multi Mgr Emerging Markets Equity | 189,531.41 | 140,107.34 | 197,334.50 |
| 341.06 | 264.96 | HF Diversified Core Strategies Fund | 472,701.29 | 337,050.67 | 527,890.26 |
| 20,440.19 | 20,440.19 | MFB Northern Fds Global Real Estate Index Fd | 170,920.01 | 170,920.01 | 232,813.76 |
| 5,000.00 | 5,000.00 | MFC Ishares Tr Global Infrastructure | 205,037.00 | 205,037.00 | 239,550.00 |
| 17,616.69 | 13,513.44 | MFB Northern Mid Cap Index | 301,059.69 | 228,491.02 | 261,214.80 |
| 13,160.10 | 13,891.65 | MFB No Fds Small Cap Core | 265,430.46 | 284,670.18 | 365,211.48 |
| 11,000.00 | 10,000.00 | MFC Ishares Tr MSCI EAFE | 660,997.00 | 596,937.00 | 694,400.00 |

| | | | | | |
|-----------|-----------|-------------------------------------|-------------------|-------------------|-------------------|
| 10,000.00 | 11,000.00 | MFC Vanguard Emerging Mkts | 387,272.75 | 387,272.75 | 444,700.00 |
| 12,500.00 | 10,918.00 | MFC Flexshares Morningstar | 348,534.00 | 302,118.12 | 366,080.54 |
| 5,859.00 | 5,859.00 | MFC Flexshares Int'l Quality Idx | <u>151,367.27</u> | <u>151,367.27</u> | <u>142,315.11</u> |
| | | | 4,517,554.61 | 4,168,675.09 | 5,033,775.11 |

THE AUSTIN MEMORIAL FOUNDATION

34-6528879

| | | | | |
|---|--------------------------|----|----|----|
| DAVID A. RODGERS 127 PUBLIC SQUARE CLEVELAND, OH 44114 | VP, TREAS., TTEE 0.50 | 0. | 0. | 0. |
| STEWART G. AUSTIN, JR. 127 PUBLIC SQUARE CLEVELAND, OH 44114 | SECRETARY, TTEE 0.50 | 0. | 0. | 0. |
| THOMAS G. AUSTIN 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| BRETCHEN COLE 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.50 | 0. | 0. | 0. |
| ELLEN AUSTIN SMITH 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| SAMUEL H. AUSTIN 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| SARAH R. COLE 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| ANN R. LOEFFLER 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| ALEXANDRA LOEFFLER PROTHERO 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| JOHN C. AUSTIN 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| MARGARET C. CHILES 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| LYNNE RODGERS 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |
| DONALD G. AUSTIN, III 127 PUBLIC SQUARE CLEVELAND, OH 44114 | TTEE 0.33 | 0. | 0. | 0. |

THE AUSTIN MEMORIAL FOUNDATION

34-6528879

| | | | | |
|--|----------------|----|----|----|
| PAUL AUSTIN | TTEE | | | |
| 127 PUBLIC SQUARE | 0.33 | 0. | 0. | 0. |
| CLEVELAND, OH 44114 | | | | |
| WINNIE LERNER | TTEE | | | |
| 127 PUBLIC SQUARE | 0.33 | 0. | 0. | 0. |
| CLEVELAND, OH 44114 | | | | |
| WILLIAM R. STEWART | ASST TREASURER | | | |
| 127 PUBLIC SQUARE | 0.70 | 0. | 0. | 0. |
| CLEVELAND, OH 44114 | | | | |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII | | 0. | 0. | 0. |

**DISTRIBUTIONS TO BENEFICIARIES
THE AUSTIN MEMORIAL FOUNDATION
For Period 01/01/2019 through 12/31/2019**

| <u>RECIPIENT NAME & ADDRESS</u> | <u>RECIPIENT RELATIONSHIP & PURPOSE OF GRANT</u> | <u>RECIPIENT STATUS</u> | <u>AMOUNT</u> |
|--|--|-----------------------------|---------------|
| Access After School P.O. Box 819 Carbondale, CO 81623 | None Educational | Public Charity | \$500.00 |
| Annunciation Catholic School 525 W. 54 th St. Minneapolis, MN 55419 | None Educational | Public Charity | 25,000.00 |
| A Place to Turn 99 Hartford Street Natick, MA 01760 | None Civic | Public Charity | 18,500.00 |
| Art Base 99 Midland Spur Basalt, CO 81621 | None Civic | Public Charity | 2,000.00 |
| Aspen Center for Environmental Studies 100 Puppy Smith Street Aspen, CO 81611 | None Environmental | Public Charity | 2,000.00 |
| Aspen Country Day School 85 Country Day Way Aspen, CO 81611 | None Educational | Public Charity | 2,000.00 |
| Aspen Historical Society 620 W. Bleeker Street Aspen, CO 81611 | None Educational | Public Charity | 500.00 |
| Aspen Public Radio 110 E. Hallam Street, Suite 134 Aspen, CO 81611 | None Civic | Public Charity | 500.00 |
| Blue Ridge Area Food Bank 1207 Harris St. Charlottesville, VA 22903 | None Civic | Public Charity | 1,000.00 |
| Boys & Girls Clubs of Memphis 44 South Rembert Memphis, TN 38104 | None Civic | Public Charity | 2,000.00 |

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|---|-----------------------|----------------|-----------|
| Case Western Reserve University Case School of Engineering 10900 Euclid Avenue, Nord Hall 504 Cleveland, OH 44106-7002 | None Educational | Public Charity | 55,000.00 |
| Change It Forward Foundation – Tanzania P.O. Box 24125 Edina, MN 55424 | None Humanitarian | Public Charity | 500.00 |
| Charleston Day School 15 Archdale Street Charleston, SC 29401 | None Educational | Public Charity | 2,000.00 |
| Conservation Minnesota 1101 W River Parkway #200 Minneapolis, MN 55415 | None Educational | Public Charity | 2,000.00 |
| Cope Environmental Center 1730 Airport Road Centerville, IN 47330 | None Environmental | Public Charity | 24,000.00 |
| Cove Presbyterian Church 5531 Covesville Lane Covesville, VA 22931 | None Religious | Public Charity | 1,000.00 |
| Emanuel Episcopal Center 604 St. Paul Ave. Memphis, TN 38126 | None Religious | Public Charity | 1,500.00 |
| English in Action Box 4856 Basalt, CO 81621 | None Educational | Public Charity | 35,000.00 |
| Enterprise for Youth 200 Pine Street, Floor 6 San Francisco, CA 94104 | None Civic | Public Charity | 49,400.00 |
| Episcopal Church of St. Mary the Virgin 2325 Union Street San Francisco, CA 94123 | None Religious | Public Charity | 4,000.00 |
| The Fells 465 Route 103 A P.O. Box 276 Newbury, NH 03255 | None Civic | Public Charity | 3,500.00 |

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| Food for the Poor 6401 Lyons Road Coconut Creek, FL 33073 | None Civic | Public Charity | 1,000.00 |
| Global Detroit 4444 Second Avenue Detroit, MI 48201 | None Civic | Public Charity | 500.00 |
| The Hiram House Camp 33775 Hiram Trail Chagrin Falls, OH 44022 | None Educational | Public Charity | 5,000.00 |
| Huron River Watershed Council 1100 N. Main St. Ann Arbor, MI 48104 | None Environmental | Public Charity | 500.00 |
| Hutchison School 1740 Ridgeway Road Memphis, TN 38119 | None Educational | Public Charity | 1,000.00 |
| Kenyon College 1 Kenyon College Gambier, OH 43022 | None Educational | Public Charity | 500.00 |
| Lift Up P.O. Box 1928 Rifle, CO 81650 | None Civic | Public Charity | 500.00 |
| Meeting Street Academy 1156 King Street Charleston, SC 29403 | None Educational | Public Charity | 1,000.00 |
| Memphis Boychoir, Inc. 3245 Central Avenue Memphis, TN 38111 | None Educational | Public Charity | 500.00 |
| Memphis University School 6191 Park Avenue Memphis, TN 38119 | None Educational | Public Charity | 2,000.00 |
| Memorial School PTO 107 Eliot St. Natick, MA 01760 | None Educational | Public Charity | 3,500.00 |
| Metropolitan Interfaith Association 910 Vance Ave. Memphis, TN 38173 | None Religious | Public Charity | 34,725.00 |

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|--|-----------------------|----------------|-----------|
| Michigan College Access Network 222 N. Chestnut St., Suite 200 Lansing, MI 49833 | None Educational | Public Charity | 1,000.00 |
| Middlesex School 1400 Lowell Road Concord, MA 01742 | None Educational | Public Charity | 1,000.00 |
| Mid-South Food Bank 239 South Dudley Street Memphis, TN 38104 | None Civic | Public Charity | 2,000.00 |
| Mt. Olivet Lutheran Church 5025 Knox Ave., South Minneapolis, MN 55419 | None Religious | Public Charity | 500.00 |
| Nature Conservancy – Minnesota North Dakota and South Dakota 1101 West River Parkway, Suite 200 Minneapolis, MN 55415 | None Environmental | Public Charity | 50,000.00 |
| Nature Conservancy – Tennessee 210 25 th Avenue, North Nashville, TN 37203 | None Environmental | Public Charity | 40,000.00 |
| The Neutral Zone 310 E. Washington Street Ann Arbor, MI 48104 | None Civic | Public Charity | 500.00 |
| N.C. Little Memorial Hospice 7019 Lynmar Lane Edina, MN 55435 | None Medical | Public Charity | 500.00 |
| One80 Place 35 Walnut Street Charleston, SC 29403 | None Educational | Public Charity | 1,000.00 |
| Ozone House 1705 Washtenaw Avenue Ann Arbor, MI 48104 | None Civic | Public Charity | 500.00 |
| PACEM P.O. Box 14 Charlottesville, VA 22902 | None Civic | Public Charity | 1,000.00 |
| Pomfret School 398 Pomfret Street Pomfret, CT 06258 | None Educational | Public Charity | 1,000.00 |

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| St. John's Episcopal Church 3245 Central Avenue Memphis, TN 38111 | None Religious | Public Charity | 1,000.00 |
| St. Peter's Catholic Church 190 Adams Avenue Memphis, TN 38103 | None Religious | Public Charity | 1,000.00 |
| Share Our Strength 1030 15th St., N.W. Suite 1100W Washington, D.C. 20005 | None Civic | Public Charity | 4,000.00 |
| Summit 54 1550 Larimer Street, Suite 770 Denver, CO 80202 | None Civic | Public Charity | 50,000.00 |
| Thunder River Theatre Company 67 Promenade Carbondale, CO 81623 | None Civic | Public Charity | 35,000.00 |
| Unrestricted Interest 3326 Humboldt Avenue S. Minneapolis, MN 55408-3330 | None Educational | Public Charity | 51,000.00 |
| Urban School Food Alliance c/o Joell Tan, Romano & Associates Penn Plaza #6139 New York, NY 10119 | None Civic | Public Charity | 25,000.00 |
| Youthentity 572 Highway 133 Carbondale, CO 81623 | None Educational | Public Charity | 1,000.00 |
| Youth Zone 803 School St. Glenwood Springs, CO 81601 | None Educational | Public Charity | 1,000.00 |
| Zion Baptist Church 1015 Preston Avenue Charlottesville, VA 22903 | None Religious | Public Charity | 1,000.00 |
| TOTAL | | | \$551,625.00 |

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