

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

Name of foundation MCMILLEN FOUNDATION INC		A Employer identification number 35-6021003	
% DOROTHY ROBINSON			
Number and street (or P.O. box number if mail is not delivered to street address) 7030 POINTE INVERNESS WAY Suite 12	Room/suite	B Telephone number (see instructions) (260) 444-3526	
City or town, state or province, country, and ZIP or foreign postal code FORT WAYNE, IN 46804		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 34,588,184	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	0			
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	101,258	101,258		
	4 Dividends and interest from securities	484,461	484,461		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	1,087,234			
	b Gross sales price for all assets on line 6a _____ 12,497,028				
	7 Capital gain net income (from Part IV, line 2)		766,927		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-90,469	-38,544		
	12 Total. Add lines 1 through 11	1,582,484	1,314,102		
	13 Compensation of officers, directors, trustees, etc.	50,000	7,500		42,500
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	16,478	1,154	0	15,324
	c Other professional fees (attach schedule)	306,125	306,125		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	60,195	32,908		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	23,543			23,543
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	16,929	10,425		6,504
	24 Total operating and administrative expenses. Add lines 13 through 23	473,270	358,112	0	87,871
	25 Contributions, gifts, grants paid	1,815,881			1,815,881
	26 Total expenses and disbursements. Add lines 24 and 25	2,289,151	358,112	0	1,903,752
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-706,667			
	b Net investment income (if negative, enter -0-)		955,990		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	228,434	410,673	410,673
	2 Savings and temporary cash investments	573,939	1,117,362	1,117,362
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ 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 (attach schedule)			
	b Investments—corporate stock (attach schedule)	14,320,379	14,084,990	17,258,712
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ 92,284 Less: accumulated depreciation (attach schedule) ▶ _____	92,284	92,284	55,600
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	14,803,945	14,295,820	15,743,307
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	-28,177	-2,815	2,530	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	29,990,804	29,998,314	34,588,184	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds	16,435,304	16,435,304	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds	13,555,500	13,563,010	
	29 Total net assets or fund balances (see instructions)	29,990,804	29,998,314	
30 Total liabilities and net assets/fund balances (see instructions) .	29,990,804	29,998,314		

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	29,990,804
2 Enter amount from Part I, line 27a	2	-706,667
3 Other increases not included in line 2 (itemize) ▶ _____	3	892,398
4 Add lines 1, 2, and 3	4	30,176,535
5 Decreases not included in line 2 (itemize) ▶ _____	5	178,221
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	29,998,314

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.)
1 a ST CAPITAL LOSS			
b LT CAPITAL GAIN			
c MADOFF SETTLEMENT			
d LT CAPITAL GAIN			
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 736,480		786,910	-50,430
b 6,501,226		5,793,447	707,779
c 5,366			5,366
d 454,784		450,000	4,784
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-50,430
b			707,779
c			5,366
d			4,784
e			

2 Capital gain net income or (net capital loss)	2	766,927
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐

Yes

☒

No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	1,585,528	34,558,617	0.045879
2017	1,711,226	33,681,154	0.050807
2016	1,621,312	32,003,893	0.05066
2015	1,599,506	33,780,337	0.04735
2014	1,897,204	35,467,473	0.053491

2 Total of line 1, column (d)	2	0.248187
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.049637
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	33,270,817
5 Multiply line 4 by line 3	5	1,651,464
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,560
7 Add lines 5 and 6	7	1,661,024
8 Enter qualifying distributions from Part XII, line 4	8	1,903,752

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	9,560
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	
3	Add lines 1 and 2.	3	9,560
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	9,560
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	25,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	25,000
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8	164
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	15,276
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 15,276 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IN _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
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	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>DOROTHY ROBINSON</u> Telephone no. ▶ <u>(260) 444-3927</u>			

Located at ▶ 7030 POINTE INVERNESS WAY 127 FORT WAYNE INZIP+4 ▶ 46804

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions ☐ Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b	No
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	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
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.)	2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.)	3b	Yes
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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?	4b	No

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☒ Yes ☐ No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.	5b	No
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	☒ Yes ☐ No	
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.	6b	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?	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 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, foundation managers and their compensation. See instructions

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services.		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Organizations and other documents covered/endorsements received/research papers produced, etc.	
1	
2	
3	
4	

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	32,250,989
b	Average of monthly cash balances.	1b	1,047,907
c	Fair market value of all other assets (see instructions).	1c	478,583
d	Total (add lines 1a, b, and c).	1d	33,777,479
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	33,777,479
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	506,662
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,270,817
6	Minimum investment return. Enter 5% of line 5.	6	1,663,541

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,663,541
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	9,560
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	9,560
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,653,981
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,653,981
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,653,981

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,903,752
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,903,752
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	9,560
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,894,192

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				1,653,981
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			117,401	
b Total for prior years: 2017, 2016, 2015		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.				
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ <u>1,903,752</u>				
a Applied to 2018, but not more than line 2a			117,401	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2019 distributable amount.				1,653,981
e Remaining amount distributed out of corpus	132,370			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	132,370			
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.				
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.				
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).				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	132,370			
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.	132,370			

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

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

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

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

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).) NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest. NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
JOHN F MCMILLEN
7030 POINTE INVERNESS WAY 127
FORT WAYNE, IN 46804
(260) 484-8631

b The form in which applications should be submitted and information and materials they should include:
WRITTEN APPLICATION DESCRIBING NEED, USE AND SUPPORTING DETAIL

c Any submission deadlines:
NONE

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	1,815,881
b <i>Approved for future payment</i> See Additional Data Table				
Total			▶ 3b	797,000

Enter gross amounts unless otherwise indicated.

[illegible]

Part XVII

- ## Part XVII

Part XVII

Part XVII

Part XVII

Part XVII

Part XVII

Part XVII

Title

(see instr.) ☒ Yes ☐ No

Part XVII

Part XVII

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
THOMAS A IRMSCHER 7030 POINTE INVERNESS WAY FORT WAYNE, IN 46804	DIRECTOR 1.0	0	0	0
JOHN F MCMILLEN 7030 POINTE INVERNESS WAY FORT WAYNE, IN 46804				
THOMAS M SHOAFF 7030 POINTE INVERNESS WAY FORT WAYNE, IN 46804	PRESIDENT 10.0	0	0	0
N REED SILLIMAN 7030 POINTE INVERNESS WAY FORT WAYNE, IN 46804				
DOROTHY ROBINSON 7030 POINTE INVERNESS WAY FORT WAYNE, IN 46804	VICE PRESIDENT 1.0	0	0	0
JASON MCMILLEN 7030 POINTE INVERNESS WAY FORT WAYNE, IN 46804				
KRAIG CABE 7030 POINTE INVERNESS WAY FORT WAYNE, IN 46804	DIRECTOR 1.0	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JUNIOR ACHIEVEMENT OF NORTHERN INDIANA 601 NOBLE DR FORT WAYNE, IN 46825	NONE	PC	SUPPORT - ECONOMIS PROGRAM SUPPORT; CAPITAL PROJECT - NEW JA CAMPUS	240,000
TURNSTONE CTR FOR CHILDREN & ADULTS 3320 NORTH CLINTON ST FORT WAYNE, IN 46805	NONE	PC	THERAPEUTIC SERVICE SUPPORT	80,000
GIRL SCOUTS OF NORTHERN IN-MICHIANA 10008 DUPONT CIRCLE DRIVE EAST FORT WAYNE, IN 46825	NONE	PC	PROGRAM SUPPORT	10,000
Total ▶ 3a				1,815,881

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MCMILLEN HEALTH 600 JIM KELLEY BLVD FORT WAYNE, IN 46816	NONE	PC	SUPPORT - YOUTH DIRECTED HEALTH PROGRAMS; CAPITAL PROJECT - UPDATE TAM	40,000
COMMUNITY FOUNDATION OF GREATER FORT WAYNE 555 EAST WAYNE STREET FORT WAYNE, IN 46802	NONE	PC	PROGRAM SUPPORT	2,000
WILDCAT RECREATION ASSOC 1100A AIRPORT NORTH OFFICE PARK FORT WAYNE, IN 46825	NONE	POF	UNRESTRICTED SUPPORT	600,000
Total ▶ 3a				1,815,881

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS ROAD KANSAS CITY, MO 64129	NONE	PC	PROGRAM SUPPORT	25,000
FORT WAYNE CHILDREN'S ZOO 3411 SHERMAN BLVD FORT WAYNE, IN 46808	NONE	PC	CAPITAL PROJECT - HEART OF THE ZOO	50,000
HEART OF THE CITY MISSION FOUNDATION 1651 CASS ST FORT WAYNE, IN 46808	NONE	PC	CAPITAL PROJECT - REFRIGERATOR TRUCK	10,000
Total ▶ 3a				1,815,881

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HABITAT FOR HUMANITY 2020 E WASHINGTON BLVD FORT WAYNE, IN 46803	NONE	PC	CAPITAL PROJECT - RESTORE BUILDING	50,000
WORLD BASEBALL ACADEMY INC 1701 FREEMAN STREET FORT WAYNE, IN 46802	NONE	PC	CAPITAL PROJECT - YOUTH DEV FIELD	37,500
PROJECT READS1005 W RUDISILL BLVD STE A308 FORT WAYNE, IN 46807	NONE	PC	PROGRAM SUPPORT	10,000
Total ▶ 3a				1,815,881

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS AND GIRLS CLUB OF FORT WAYNE 2609 FAIRFIELD AVE FORT WAYNE, IN 46807	NONE	PC	CAPITAL PROJECT - NEW CLUB HOUSE	100,000
FORT WAYNE RESCUE MISSION MINISTRIES 301 WEST SUPERIOR STREET FORT WAYNE, IN 46825	NONE	PC	CAPITAL PROJECT - NEW BUILDING	400,000
AMANI FAMILY SERVICES 5104 N CLINTON ST FORT WAYNE, IN 46825	NONE	PC	CAPITAL PROJECT - RENOVATION OF NEW LOCATION	50,000
Total ▶ 3a				1,815,881

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARTLINK300 E MAIN STREET FORT WAYNE, IN 46802	NONE	PC	CAPITAL PROJECT - GALLERY RENOVATION	10,000
BIBLICAL LIFE RECOVERY - Lighthouse 2021 HOBSON RD FORT WAYNE, IN 46805	NONE	PC	CAPITAL PROJECT - SECURITY SYSTEMS	7,500
BRIDGE OF GRACE COMPASSIONATE MINISTRIES 5100 GAYWOOD DR FORT WAYNE, IN 46806	NONE	PC	CAPITAL FOR RENOVATION PROJECT	25,000
Total ▶ 3a				1,815,881

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CANCER SERVICES OF NE INDIANA 6313 MUTUAL DR FORT WAYNE, IN 46825	NONE	PC	CAPITAL PROJECT - HVAC REPAIR	10,321
FAME300 E MAIN STREET FORT WAYNE, IN 46802	NONE	PC	CAPITAL - DISPLAY BOARDS & CARTS FOR GALLERY	25,000
FORT WAYNE COMMUNITY SCHOOLS 1200 SOUTH CLINTON STREET FORT WAYNE, IN 46802	NONE	PC	SUPPORT - VISION SCREENING SERVICE PROGRAM	5,000
Total ▶ 3a				1,815,881

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LEAGUE FOR THE BLIND & DISABLED 5821 S ANTHONY BLVD FORT WAYNE, IN 46816	NONE	PC	CAPITAL FOR HOME CARE PROGRAMS	11,600
REMEDY LIVE 6429 OAKBROOK PARKWAY FORT WAYNE, IN 46825	NONE	PC	CAPITAL PROJECT - TOUR EQUIPMENT	16,960
Total ▶ 3a				1,815,881

TY 2019 Accounting Fees Schedule**Name:** MCMILLEN FOUNDATION INC**EIN:** 35-6021003

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BKD LLP- TAX PREP, ACCOUNTING, PLANNING, AND CONSULTING	16,478	1,154		15,324

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2019 Depreciation Schedule

Name: MCMILLEN FOUNDATION INC

EIN: 35-6021003

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2019 Expenditure Responsibility Statement

Name: MCMILLEN FOUNDATION INC

EIN: 35-6021003

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
WILDCAT	1100A AIRPORT NORTH OFFICE PARK FORT WAYNE, IN 46825		600,000	SPONSOR LEAGUE FOR ALL CHILDREN TO PLAY ORGANIZED BASEBALL WHERE EVERYONE MAKES THE TEAM.	600,000	NO	12/31/2019	2019-12-31	NO EXCEPTIONS NOTED.

TY 2019 General Explanation Attachment**Name:** MCMILLEN FOUNDATION INC**EIN:** 35-6021003**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	PART VII-B, LINE 3A	PART VII-B, LINE 3A	THE FOUNDATION HAS REVIEWED THE EXCESS BUSINESS HOLDING RULES. EVEN THOUGH THEY ARE ABOVE THE 2% THEY ARE WITHIN THE ALLOWABLE LIMITS AS DESCRIBED IN IRC SECTION 4943.

General Explanation Attachment

Identifier	Return Reference	Explanation	
2	SECTION 59(E)(2) EXPENDITURES	FORM 990-T, PART I, LINE 5 IRS SEC. 59(E)(1); REG 1.59-1(B)(1)	PURSUANT TO IRC SECTION 59(E)(4), TAXPAYER HEREBY ELECTS TO CAPITALIZE AND AMORTIZE THE FOLLOWING EXPENDITURES OVER THE PERIOD TIME INDICATED. TYPE OF EXPENDITURES: INTANGIBLE DRILLING COSTS CODE SECTION NO.: IRC SEC. 263(C) AMORTIZATION PERIOD: 5 YEARS (60 MONTHS) TAXPAYER ELECTS TO CAPITALIZE AND AMORTIZE INTANGIBLE DRILLING COSTS REPORTED ON THE FOLLOWING K-1'S: REGENT STREET PRIVATE EQUITY 2007-2008, LLC EIN: 26-1223504 AMOUNT OF AMORTIZATION TAKEN IN CURRENT YEAR: \$67

TY 2019 Investments Corporate Stock Schedule**Name:** MCMILLEN FOUNDATION INC**EIN:** 35-6021003**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HUMANIZING TECH STOCK	600,000	0
HPI STOCK	10	0
STIFEL 4C40 5522-0180	2,115,508	2,158,986
STIFEL 4C40 8281-1701	0	0
STIFEL 4C40 2591-3821	2,540,193	3,323,733
STIFEL 4C40 5350-5342	804,218	833,631
STIFEL 4C40 1211-8060	1,491,846	2,109,479
STIFEL 4C40 3970-9581	880,626	1,183,168
STIFEL 4C40 7842-1815	1,058,285	2,240,913
STIFEL 4C40 6901-5940	1,635,338	2,106,594
STIFEL 4C40 3531-9695 (IONIS)	16,013	14,921
STIFEL 4C40 4557-2839	2,942,953	3,287,287

TY 2019 Investments - Other Schedule

Name: MCMILLEN FOUNDATION INC
EIN: 35-6021003

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
REGENT STREET REAL ASSET		34,534	28,110
REGENT STREET CBC REAL ASSET		13,810	3,001
REGENT ST PRIVATE REAL ESTATE		55,176	123,933
REGENT STREET PRIVATE EQUITY		107,120	37,741
REGENT STREET - PRIVATE EQUITY		186,474	171,044
STIFEL WEALTH ADVISOR SERIES			
MULTI-MANAGER INT. EQUITY		7,144,382	8,176,926
HG VORA SPECIAL		400,000	561,925
MIDOCEAN CREDIT		0	0
ONE WILLIAM STREET		410,000	565,322
ALKEON GROWTH OFFSHORE FUND LT		700,000	855,523
MAGNITUDE PARTNERS INTL LTD			
MONARCH CAPITAL PARTNERS			
OFFSHORE III LP		145,012	332,415
MONARCH CAPITAL OFFSHORE			
PARTNERS IV LP		399,330	451,375
NB SECONDARY OPPTYS OFFSHORE			
FUND IV LP		677,211	841,141
CARDINAL ALTERNATIVEFOCUS TT			
EMERGING MARKETS FUND, LP		1,460,872	1,400,765
ENDEAVOUR REGIONAL BANK			
OPP FUND II LP		1,147,237	1,107,730
GENEALIGN LLC		352,802	0
TAILWIND CAPITAL PARTNERS		135,181	135,858
AUDAX SENIOR LOAN FUND III		926,679	926,562
MIDOCEAN CREDIT RECEIVABLE		0	23,936

TY 2019 Other Assets Schedule

Name: MCMILLEN FOUNDATION INC

EIN: 35-6021003

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
STIFEL 4C40 8432-2039	-28,177	-2,815	2,530

TY 2019 Other Decreases Schedule

Name: MCMILLEN FOUNDATION INC
EIN: 35-6021003

Description	Amount
OTHER DECREASE	178,221

TY 2019 Other Expenses Schedule**Name:** MCMILLEN FOUNDATION INC**EIN:** 35-6021003**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PNC BANK FEES	296	296		
INSURANCE EXPENSE	3,647			3,647
MISCELLANEOUS EXPENSE	12,986	10,129		2,857

TY 2019 Other Income Schedule**Name:** MCMILLEN FOUNDATION INC**EIN:** 35-6021003**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INVESTMENT INCOME	-90,469	-38,544	

TY 2019 Other Increases Schedule

Name: MCMILLEN FOUNDATION INC
EIN: 35-6021003

Description	Amount
UNREALIZED GAIN/LOSS ON INVESTMENTS	892,398

TY 2019 Other Professional Fees Schedule**Name:** MCMILLEN FOUNDATION INC**EIN:** 35-6021003

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIDELITY INVESTMENT MANAGEMENT	306,125	306,125		
FEES				

TY 2019 Taxes Schedule**Name:** MCMILLEN FOUNDATION INC**EIN:** 35-6021003

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	32,908	32,908		
EXCISE TAXES	27,287			