

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No. 1545 0047

2019

Open to Public Inspection

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

Helen & Curtis Pinnell Foundation
20 North Wacker Drive #1428
Chicago, IL 60606

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

H Check type of organization Section 501(c)(3) exempt private foundation Other taxable private foundation *OU*
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) J Accounting method Cash Accrual
 Other (specify) (Part I, column (d), must be on cash basis) *-----*
 ► \$ 6,324,100.

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)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments.	12,985.	12,985.		
	4 Dividends and interest from securities	124,883.	124,883.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	356,233.			
	b Gross sales price for all assets on line 6a	1,258,435.			
	7 Capital gain net income (from Part IV, line 2)		356,233.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
See Statement 1					
12 Total Add lines 1 through 11	494,611.	494,611.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other professional fees (attach sch)	See St 2	250.	250.	
	17 Interest				
	18 Taxes (attach schedule if see St 3)	6,091.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	See Statement 4	50,343.	50,343.	
	Part XV				
24 Total operating and administrative expenses Add lines 13 through 23	56,684.	50,593.			
25 Contributions, gifts, grants paid	325,000.			325,000.	
26 Total expenses and disbursements Add lines 24 and 25	381,684.	50,593.	0.	325,000.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	112,927.				
b Net investment income (if negative, enter -0-)		444,018.			
c Adjusted net income (if negative, enter -0-)			0.		

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing				
	2 Savings and temporary cash investments		90,026.	282,420.	282,420.
	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 sch)	►			
	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)	Statement 5	3,665,451.	3,757,589.	5,827,804.
	c Investments – corporate bonds (attach schedule)				
Liabilities	11 Investments – land, buildings, and equipment basis	►			
	Less accumulated depreciation (attach schedule)	►			
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)	Statement 6	291,085.	202,246.	213,876.
	14 Land, buildings, and equipment basis	►			
	Less accumulated depreciation (attach schedulc)	►			
	15 Other assets (describe ►)		1.		
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		4,046,563.	4,242,255.	6,324,100.
Net Assets or Fund Balances	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ► See Statement 7)		8,725.	68,385.	
	23 Total liabilities (add lines 17 through 22)		8,725.	68,385.	
	Foundations that follow FASB ASC 958, check here ► <input type="checkbox"/>	and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions				
	25 Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ► <input checked="" type="checkbox"/>	and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds		4,037,838.	4,173,870.	
	27 Paid-in or capital surplus, or land, bldg , and equipment fund				
	28 Retained earnings, accumulated income, endowment, or other funds				
	29 Total net assets or fund balances (see instructions)		4,037,838.	4,173,870.	
	30 Total liabilities and net assets/fund balances (see instructions)		4,046,563.	4,242,255.	

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	4,037,838.
2 Enter amount from Part I, line 27a	2	112,927.
3 Other increases not included in line 2 (itemize) ► See Statement 8	3	23,105.
4 Add lines 1, 2, and 3	4	4,173,870.
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29	6	4,173,870.

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)
1 a See Statement 9				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h)) gain minus col. (k), but not less than -0- or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	356,233.
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	0.

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	300,134.	5,636,854.	0.053245
2017	293,131.	5,351,583.	0.054775
2016	277,673.	4,762,277.	0.058307
2015	273,667.	4,921,743.	0.055604
2014	247,650.	5,088,933.	0.048664

2 Total of line 1, column (d)

2 0.270595

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 0.054119

4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5

4 5,982,178.

5 Multiply line 4 by line 3

5 323,749.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 4,440.

7 Add lines 5 and 6

7 328,189.

8 Enter qualifying distributions from Part XII, line 4

8 325,000.

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)

1 a 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 b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	1 8,880.
1 c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2 0.
3 Add lines 1 and 2	3 8,880.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4 0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5 8,880.
6 Credits/Payments	
a 2019 estimated tax pymts and 2018 overpayment credited to 2019	6 a 3,400.
b Exempt foreign organizations – tax withheld at source	6 b
c Tax paid with application for extension of time to file (Form 8868)	6 c
d Backup withholding erroneously withheld	6 d
7 Total credits and payments Add lines 6a through 6d	7 3,400.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 5,480.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10
11 Enter the amount of line 10 to be Credited to 2020 estimated tax ►	Refunded
	11

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?	1 a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1 b	X
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		
c Did the foundation file Form 1120-POL for this year?	1 c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3	X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4 a	X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	4 b	N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by <i>General Instruction T</i>	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col. (c), and Part XV	7	X
8 a Enter the states to which the foundation reports or with which it is registered See instructions ►		
II		
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 <i>General Instruction G</i> ? If 'No,' attach explanation	8 b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV If 'Yes,' complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	10	X

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Form 990-PF (2019)

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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	<input type="checkbox"/> 11	<input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	<input type="checkbox"/> 12	<input checked="" type="checkbox"/> X
14	The books are in care of ► <u>Elizabeth A. Littel</u> Telephone no ► <u>847-813-6737</u> Located at ► <u>2700 S. River Road, Suite 100 Des Plaines IL ZIP + 4 ► 60018</u>	<input type="checkbox"/> 13	<input checked="" type="checkbox"/> X
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 ► <u>15</u> N/A	<input type="checkbox"/> 15	<input type="checkbox"/> N/A
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country ►	<input type="checkbox"/> 16	<input checked="" type="checkbox"/> Yes
		<input type="checkbox"/> 16	<input checked="" type="checkbox"/> X

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

	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1 a	During the year, did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions.		
	Organizations relying on a current notice regarding disaster assistance, check here ►	<input type="checkbox"/> 1 b	<input checked="" type="checkbox"/> 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?		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If 'Yes,' list the years ► <u>20__ , 20__ , 20__ , 20__</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions.)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20__ , 20__ , 20__ , 20__</u>		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)		
4 a	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?		

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Form 990-PF (2019)

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

5 a 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))?

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

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

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

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

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	Yes	No
(1)	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(2)	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(3)	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(4)	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(5)	<input type="checkbox"/>	<input checked="" type="checkbox"/>		

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

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)

N/A Yes No

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

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

If 'Yes' to 6b, file Form 8870

 Yes No

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

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

 Yes No

N/A

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

or excess parachute payment(s) during the year?

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

1 List all officers, directors, trustees, and foundation managers and their compensation. 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
Emilysue Pinnell 2700 S. River Road, Suite 100 Des Plaines, IL 60018	President & D 1.00	0.	0.	0.
Richard John Williams 20 N Wacker, Suite 1428 Chicago, IL 60606	Treasurer & D 1.00	0.	0.	0.
Elizabeth A. Littel 2700 S. River Road, Suite 100 Des Plaines, IL 60018	Assistant Tre 2.00	0.	0.	0.
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

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

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

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

0

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

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	<u>N/A</u>	
2	-----	
3	-----	
4	-----	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	<u>N/A</u>	
2	-----	
All other program-related investments See instructions		
3	-----	

Total. Add lines 1 through 3
0.

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Form 990-PF (2019)

Part IX 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	1 a	5,863,606.
b	Average of monthly cash balances	1 b	209,671.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	6,073,277.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,073,277.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	91,099.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,982,178.
6	Minimum investment return. Enter 5% of line 5	6	299,109.

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	299,109.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	8,880.
b	Income tax for 2019 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	8,880.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	290,229.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	290,229.
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	290,229.

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.	1 a	325,000.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	325,000.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	325,000.

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				290,229.
2 Undistributed income, if any, as of the end of 2019			0.	
a Enter amount for 2018 only		0.		
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2019				
a From 2014 4.				
b From 2015 31,546.				
c From 2016 44,713.				
d From 2017 30,790.				
e From 2018 25,023.				
f Total of lines 3a through e 132,076.				
4 Qualifying distributions for 2019 from Part XII, line 4 ► \$ 325,000.			0.	
a Applied to 2018, but not more than line 2a				
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				290,229.
e Remaining amount distributed out of corpus 34,771.				
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 5 166,847.				
b Prior years' undistributed income Subtract line 4b from line 2b 0.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed 0.				
d Subtract line 6c from line 6b Taxable amount – see instructions 0.				
e Undistributed income for 2018. Subtract line 4a from line 2a Taxable amount – see instructions 0.				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020 0.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions) 0.				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) 4.				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a 166,843.				
10 Analysis of line 9				
a Excess from 2015 31,546.				
b Excess from 2016 44,713.				
c Excess from 2017 30,790.				
d Excess from 2018 25,023.				
e Excess from 2019 34,771.				

BAA

Form 990-PF (2019)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> See Statement 10				
Total			► 3a	325,000.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	
1	Program service revenue			
a				
b				
c				
d				
e				
f				
g	Fees and contracts from government agencies			
2	Membership dues and assessments			
3	Interest on savings and temporary cash investments		14	12,985.
4	Dividends and interest from securities		14	124,883.
5	Net rental income or (loss) from real estate			
a	Debt-financed property			
b	Not debt-financed property			
6	Net rental income or (loss) from personal property			
7	Other investment income		14	510.
8	Gain or (loss) from sales of assets other than inventory		18	356,233.
9	Net income or (loss) from special events			
10	Gross profit or (loss) from sales of inventory			
11	Other revenue			
a				
b				
c				
d				
e				
12	Subtotal Add columns (b), (d), and (e)			494,611.
13	Total. Add line 12, columns (b), (d), and (e)			13 494,611.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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) (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	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527?

Yes No

b If 'Yes,' complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. 		
	Date	Title	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	5-11-2020	President & Director	May the IRS discuss this return with the preparer shown below? See instructions.
	Signature of officer or trustee		

Signature of filer or trustee		Date	File	Res	No	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Christina Kozich		Christina Kozich	4-29-2020		P01343409
	Firm's name	► HILUSTIK HUIZENGA WILLIAMS & VANDER WOUDE			Firm's EIN ► 36-2785605	
Firm's address	► 20 N WACKER DR STE 1428 CHICAGO, IL 60606-2906			Phone no	(312) 372-1033	

BAA

Form 990-PF (2019)

2019

Federal Statements

Page 1

Helen & Curtis Pinnell Foundation

36-3621711

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income	\$ 510.	\$ 510.	\$ 510.
Total	<u>\$ 510.</u>	<u>\$ 510.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Hlustik, Huizenga Lacerte Tax Fee	\$ 235.	\$ 235.		
IL Charity Bureau Filing Fee	15.	15.		
Total	<u>\$ 250.</u>	<u>\$ 250.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign taxes withheld	\$ 1,965.			
Private foundation excise taxes paid	4,126.			
Total	<u>\$ 6,091.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment advisor fees	\$ 50,343.	\$ 50,343.		
Total	<u>\$ 50,343.</u>	<u>\$ 50,343.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

2019

Federal Statements

Page 2

Helen & Curtis Pinnell Foundation

36-3621711

Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	Valuation Method	Book Value	Fair Market Value
SEE ATTACHED - Securities	Cost	\$ 3,757,589.	\$ 5,827,804.
	Total	\$ 3,757,589.	\$ 5,827,804.

Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Publicly Traded Securities</u>	Valuation Method	Book Value	Fair Market Value
SEE ATTACHED - Other Securities	Cost	\$ 202,246.	\$ 213,876.
	Total	\$ 202,246.	\$ 213,876.

Statement 7
Form 990-PF, Part II, Line 22
Other Liabilities

Cash in transit	\$ 68,385.
	Total \$ 68,385.

Statement 8
Form 990-PF, Part III, Line 3
Other Increases

Basis adjustment by Northern Trust related to CVR transactns	\$ 23,105.
	Total \$ 23,105.

Statement 9
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	SEE ATTACHED Northern Trust Act #23-51758 LongTerm Purchased		Various	Various
2	SEE ATTACHED Northern Trust Act #23-51758 LongTerm Donated		Various	Various
3	SEE ATTACHED Kovitz Act #ADV-217486 LongTrm Covered Purchased		Various	Various

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold				
4	SEE ATTACHED Kovitz Act #ADV-217486 LongTrm Noncovered	Purchased	Various	Various				
5	Northern Trust Long-trm CapGain Distribrs	Purchased	Various	Various				
6	SEE ATTACHED Northern Trust Act #23-51758 Short-term	Purchased	Various	Various				
7	SEE ATTACHED Kovitz Act #ADV-217486 Short-term	Purchased	Various	Various				
Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	240,379.	192,480.	192,480.	47,899.				\$ 47,899.
2	323,738.		128,115.	195,623.				195,623.
3	454,153.		349,935.	104,218.				104,218.
4	98,281.		93,313.	4,968.				4,968.
5	1,278.		0.	1,278.				1,278.
6	59,472.		64,998.	-5,526.				-5,526.
7	81,134.		73,361.	7,773.				7,773.
								Total \$ 356,233.

Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Adler Planetarium 1300 South Lake Shore Dr Chicago IL 60605	None	PC	General charitable purposes	\$ 1,000.
Chicago Bible Society 4300 N. Hermitage Avenue Chicago IL 60613	None	PC	General charitable purposes	500.
Chicago Symphony Orchestra 220 S. Michigan Avenue Chicago IL 60604	None	PC	General charitable purposes	10,000.
Evangelical Child and Family Agency 1530 North Main Street Wheaton IL 60187	None	PC	General charitable purposes	10,000.
Lyric Opera 20 North Wacker Drive Chicago IL 60606	None	PC	General charitable purposes	60,000.

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Pacific Garden Mission 1458 S. Canal Street Chicago IL 60607	None	PC	General charitable purposes	\$ 15,000.
Salvation Army 5040 N. Pulaski Road Chicago IL 60630	None	PC	General charitable purposes	15,000.
Raymondville Fire Dept Raymondville TX 78580	None	GOV	General charitable purposes	6,000.
Willacy County Ambulance Service 347 E. Hildalgo Raymondville TX 78580	None	GOV	General charitable purposes	6,000.
Willacy County 4-H Courthouse Annex Raymondville TX 78580	None	PC	General charitable purposes	5,000.
Handel Week, Inc. 924 Lake Street Oak Park IL 60301	None	PC	General Charitable Purposes	25,000.
Opera Theatre of St. Louis P O Box 191910 St. Louis MO 63119	None	PC	General Charitable Purposes	5,000.
Missouri Botanical Garden PO Box 299 St. Louis MO 63166	None	PC	General Charitable Purposes	1,000.
Window to the World Comm fbo WFMT Radio 5400 N. St. Louis Avenue Chicago IL 60625	None	PC	General Charitable Purposes	5,000.
Grace Episcopal Church - Childrens Choir 924 Lake St. Oak Park IL 60301	None	PC	General Charitable Purposes	5,000.
Pt Mansfield Volunteer Fire Dept P.O. Box 250 Port Mansfield TX 78598	None	PC	General charitable purposes	6,000.
Wycliffe Bible Translators P.O. Box 628200 Orlando FL 32862	None	PC	General charitable purposes	10,000.

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Chicago Botanic Garden 1000 Lake Cook Road Glencoe IL 60022	None	PC	General charitable purposes	\$ 1,000.
Metropolitan Opera fbo Met Broadcast Cam Lincoln Center New York NY 10023	None	PC	General charitable purposes	1,500.
One Hope United 333 S. Wabash Ave., Suite 2750 Chicago IL 60604	None	PC	General charitable purposes	5,000.
San Perlita Fire Department P.O. Box 121 San Perlita TX 78590	None	PC	General charitable purposes	6,000.
Willacy County Fair & Auction P.O. Box 717 Raymondville TX 78580	None	PC	General charitable purposes	10,000.
Texas A&M Univ-Kleberg Wildlife Inst MSC 118 Kingsville TX 78363	None	PC	General Charitable Purposes	15,000.
South Padre Island Birding & Nature Cent 6801 Padre Blvd. South Padre Island TX 78597	None	PC	General charitable purposes	2,000.
Sea Turtle, Inc. P O Box 3987 South Padre Island TX 78597	None	PC	General charitable purposes	2,000.
Facing Forward to End Homelessness 642 N. Kedzie Avenue Chicago IL 60612	None	PC	General charitable purposes	10,000.
Feed My Starving Children 401 93rd Avenue NW Coon Rapids MN 55433	None	PC	General charitable purposes	5,000.
Greater Chicago Food Depository 4100 West Ann Lurie Place Chicago IL 60632	None	PC	General charitable purposes	10,000.

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Maywood Fine Arts Association 25 North 5th Avenue Maywood IL 60153	None	PC	General charitable purposes	\$ 2,000.
Newberry Consort fbo Newberry Library 6530 N. Greenview Avenue Chicago IL 60626	None	PC	General charitable purposes	2,000.
Beyond Hunger 848 Lake Street Oak Park IL 60301	None	PC	General charitable purposes	5,000.
Sit, Stay, Read 2849 N. Clark Street Chicago IL 60657	None	PC	General charitable purposes	10,000.
University of Chicago fbo Brown Music 5720 S. Woodlawn Avenue Chicago IL 60637	None	PC	General charitable purposes	2,000.
Chicago Public Radio fbo WBEZ 848 E. Grand Avenue, Navy Pier Chicago IL 60611	None	PC	General charitable purposes	1,000.
Housing Forward P O Box 797 Oak Park IL 60303	None	PC	General charitable purposes	7,000.
Peggy Notebaert Nature Museum 2430 N. Cannon Drive Chicago IL 60614	None	PC	General Charitable Purposes	20,000.
Big Shoulders Fund 212 W Van Buren, #900 Chicago IL 60607	None	PC	General Charitable Purposes	10,000.
Loaves & Fishes of RGV fbo Raymondville 514 South E Street Harlingen TX 78550	None	PC	General Charitable Purposes	2,000.
Chicago Zoological Society 3300 Golf Road Brookfield IL 60513	None	PC	General Charitable Purposes	1,000.

Helen & Curtis Pinnell Foundation

36-3621711

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Haymarket Opera Company 1920 N. Seminary Ave, Ste F Chicago IL 60614	None	PC	General Charitable Purposes	\$ 2,000.
Misericordia Heart of Mercy 6300 N. Ridge Avenue Chicago IL 60660	None	PC	General Charitable Purposes	5,000.
Morton Arboretum 4100 Illinois Route 53 Lisle IL 60532	None	PC	General Charitable Purposes	1,000.
Third Coast Baroque 5455 N. Kenmore #2N Chicago IL 60640	None	PC	General Charitable Purposes	2,000.
Total				<u>\$ 325,000.</u>