

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

FRANKLIN PHILANTHROPIC FOUNDATION
180 NORTH STETSON AVENUE #1940
CHICAGO, IL 60601

A Employer identification number
36-3668125

B Telephone number (see instructions)
(312) 819-4060

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 ☐

G Check all that apply

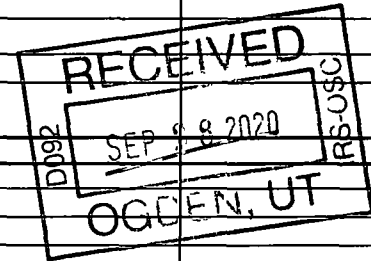
☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation **04**
☐ 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)
\$ 11,448,625.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d), must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	705,404.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,360.	7,360.	N/A	
	4 Dividends and interest from securities	121,414.	121,414.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	736,213.			
	b Gross sales price for all assets on line 6a 2,381,938.				
	7 Capital gain net income (from Part IV, line 2)		736,213.		
	8 Net short term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	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)				
	12 Total Add lines 1 through 11	1,570,391.	864,987.		
	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 1	28,684.			
	b Accounting fees (attach sch)				
	c Other professional fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instrs)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses (attach schedule) SEE STATEMENT 2	162,722.	108,431.			
24 Total operating and administrative expenses Add lines 13 through 23 PART XV	191,406.	108,431.			
25 Contributions, gifts, grants paid	558,250.			558,250.	
26 Total expenses and disbursements. Add lines 24 and 25	749,656.	108,431.		558,250.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	820,735.				
b Net investment income (if negative, enter 0-)		756,556.			
c Adjusted net income (if negative, enter 0-)					



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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash — non-interest-bearing	394,831.	18,287.	18,287.
	2 Savings and temporary cash investments			
	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) STATEMENT 3	2,633,893.	2,911,439.	3,000,710.
	b Investments — corporate stock (attach schedule) STATEMENT 4	3,969,085.	4,888,818.	8,429,628.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
Liabilities	Less accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
Net Assets or Fund Balances	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	6,997,809.	7,818,544.	11,448,625.
	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)			
	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. <input checked="" type="checkbox"/>			
	24 Net assets without donor restrictions	6,997,809.	7,818,544.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30. <input type="checkbox"/>			
	26 Capital stock, trust principal, or current funds			
	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)	6,997,809.	7,818,544.	
	30 Total liabilities and net assets/fund balances (see instructions)	6,997,809.	7,818,544.	

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	6,997,809.
2	Enter amount from Part I, line 27a	2	820,735.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	7,818,544.
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	7,818,544.

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 5				
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.			(i) 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)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	736,213.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 </div>		3	-11,433.

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	506,000.	9,932,280.	0.050945
2017	417,648.	8,024,526.	0.052046
2016	366,365.	6,662,551.	0.054989
2015	357,985.	6,672,441.	0.053651
2014	313,718.	5,896,095.	0.053208

2 Total of line 1, column (d)	2	0.264839
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	0.052968
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	10,986,894.
5 Multiply line 4 by line 3	5	581,954.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,566.
7 Add lines 5 and 6	7	589,520.
8 Enter qualifying distributions from Part XII, line 4	8	558,250.

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)			
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	15,131.	
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	15,131.	
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	15,131.	
6 Credits/Payments			
a 2019 estimated tax pymts and 2018 overpayment credited to 2019	6a	16,951.	
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	16,951.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,820.	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax <input type="checkbox"/> 1,820. Refunded <input type="checkbox"/>	11	0.	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		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?		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
4 a 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?		N/A
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	
8 a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> IL		
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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule See instructions	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>RANDALL ROMEI</u> Telephone no <u>(312) 819-4060</u> Located at <u>180 NORTH STETSON AVENUE CHICAGO IL</u> ZIP + 4 <u>60601</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15	N/A
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country <u></u>	16	X

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

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

	Yes	No
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 checked="" type="checkbox"/> Yes <input 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	X
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?	1 c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>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.)	2 b	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
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?	4 b	X

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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))? ☐ 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 instructionsOrganizations 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? ☐ Yes ☐ No

N/A

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

6 a 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? ☐ Yes ☒ No

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

7 a 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? ☐ 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
SEE STATEMENT 6		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 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	10,832,801.
b	Average of monthly cash balances	1 b	321,406.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	11,154,207.
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	11,154,207.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	167,313.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,986,894.
6	Minimum investment return. Enter 5% of line 5	6	549,345.

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	549,345.
2a	Tax on investment income for 2019 from Part VI, line 5	2 a	15,131.
b	Income tax for 2019 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	15,131.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	534,214.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	534,214.
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	534,214.

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	558,250.
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	558,250.
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	558,250.

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				534,214.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2019				
a From 2014	21,477.			
b From 2015	25,893.			
c From 2016	34,007.			
d From 2017	27,626.			
e From 2018	26,319.			
f Total of lines 3a through e	135,322.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 558,250.				
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2019 distributable amount				534,214.
e Remaining amount distributed out of corpus	24,036.			
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	159,358.			
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)	21,477.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	137,881.			
10 Analysis of line 9				
a Excess from 2015	25,893.			
b Excess from 2016	34,007.			
c Excess from 2017	27,626.			
d Excess from 2018	26,319.			
e Excess from 2019	24,036.			

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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 7				
Total			3 a	558,250.
b Approved for future payment				
Total			3 b	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- Attach to Form 990, Form 990-EZ, or Form 990-PF.
► Go to www.irs.gov/Form990 for the latest information.

OMB No 1545 0047

2019

Name of the organization

Employer identification number

FRANKLIN PHILANTHROPIC FOUNDATION

36-3668125

Organization type (check one)

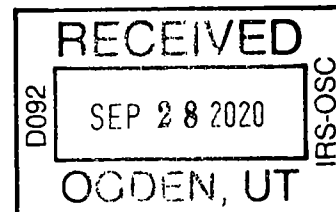
Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

Form 990-PF

☐ 527 political organization☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ► \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Employer identification number

FRANKLIN PHILANTHROPIC FOUNDATION

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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MORRIS F. GOODMAN 1508 HINMAN AVENUE, UNIT 8B EVANSTON, IL 60201	\$ 705,404.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

FRANKLIN PHILANTHROPIC FOUNDATION

36-3668125

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
	N/A		
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)

Name of organization

Employer identification number

FRANKLIN PHILANTHROPIC FOUNDATION

36-3668125

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8),

or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and

the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc.,

contributions of **\$1,000 or less** for the year (Enter this information once See instructions)

► \$ _____ N/A

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee	

2019

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FRANKLIN PHILANTHROPIC FOUNDATION

36-3668125

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STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

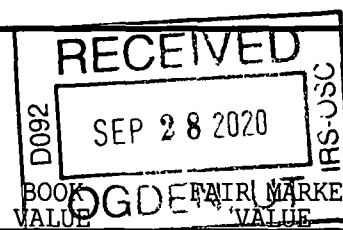
	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	\$ 28,684.			
TOTAL	\$ 28,684.	\$ 0.		\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL BOD MEETING	\$ 19,665.			
BOOK/TAX TIMING DIFFERENCES	5,596.			
FEDERAL EXCISE TAX	28,280.			
INSURANCE	750.			
INVESTMENT EXPENSES	108,431.	\$ 108,431.		
TOTAL	\$ 162,722.	\$ 108,431.		\$ 0.

STATEMENT 3
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FEDERAL HOME LOAN MORTGAGE CORP NOTE	COST	\$ 551,164.	\$ 558,481.
FEDERAL FARM CR BKS BOND	COST	574,232.	600,378.
FEDERAL NATL MTG ASSN	COST	474,602.	489,303.
FEDERAL HOME LOAN BANKS	COST	187,481.	190,622.
FEDERAL NATL MTG ASSN NOTE	COST	381,791.	406,052.
FEDERAL FARM CR BKS BOND	COST	292,281.	300,249.
FEDERAL HOME LOAN BANKS BOND	COST	449,888.	455,625.
TOTAL		\$ 2,911,439.	\$ 3,000,710.



STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
KORNIT DIGITAL LTD	COST	\$ 152,594.	\$ 281,199.
WRIGHT MED GROUP NV	COST	135,195.	177,150.
ABIOMED INC	COST	51,375.	87,342.
ACCELERATED DIAGNOSTICS INC	COST	203,365.	211,673.
ALBIREO PHARMA INC	COST	30,566.	31,317.

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STATEMENT 4 (CONTINUED)
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALLIANCE DATA SYSTEMS	COST	\$ 216,380.	\$ 178,286.
ALPHABET INC	COST	112,387.	168,763.
AMAZON.COM	COST	37,902.	195,871.
APPLE INC	COST	53,002.	252,539.
BLACKLINE INC	COST	132,235.	206,498.
BOOKING HLDGS INC	COST	169,557.	186,889.
BURLINGTON STORES INC	COST	148,714.	202,491.
CARVANA CO CL A	COST	24,624.	161,732.
COSTCO WHOLESALE CORP	COST	113,741.	176,646.
COSTAR GROUP INC	COST	54,971.	201,029.
DEXCON INC	COST	57,283.	288,737.
DYNAVAX TECHNOLOGIES CORP	COST	197,386.	142,714.
EDWARDS LIFESCIENCES CORP	COST	61,174.	159,570.
EXELIXIS INC	COST	85,769.	89,562.
FACEBOOK INC-CLASS A	COST	110,547.	197,656.
FAIR ISAAC CORP	COST	64,857.	197,831.
FASTENAL	COST	73,346.	170,340.
IDEX LABORATORIES INC	COST	33,343.	182,008.
INTERCONTINENTAL EXCHANGE INC	COST	47,107.	203,610.
J2 GLOBAL INC	COST	135,391.	178,799.
LOWES COMPANIES INC	COST	51,732.	155,688.
LULULEMON ATHLETICA INC	COST	44,582.	181,166.
MORNINGSTAR INC	COST	98,273.	229,991.
NETFLIX.COM	COST	80,433.	82,187.
PAYPAL HOLDINGS INC	COST	132,418.	168,421.
PINTEREST INC CL A	COST	230,416.	185,561.
PROGRESSIVE CORP OHIO	COST	132,859.	251,845.
QUINSTREET INC	COST	166,330.	199,795.
REALPAGE INC	COST	76,744.	140,072.
SVB FINL GROUP	COST	110,544.	119,746.
SALESFORCE.COM	COST	41,800.	195,005.
THE CHARLES SCHWAB CORPORATION	COST	218,943.	302,149.
TANDEM DIABETES CARE INC	COST	191,140.	177,519.
TARGET CORP	COST	160,145.	256,035.
TRANSUNION	COST	126,790.	183,719.
VEEVE SYSTEMS INC CL A	COST	30,448.	147,834.
VISA INC	COST	48,920.	253,853.
WORKDAY INC	COST	58,429.	135,342.
WW INTL INC	COST	166,575.	184,401.
ZOETIS INC	COST	79,562.	196,937.
IRON MOUNTAIN INC	COST	138,924.	130,221.
ACCRUED INTEREST	COST	0.	21,889.
TOTAL		\$ 4,888,818.	\$ 8,429,628.

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FRANKLIN PHILANTHROPIC FOUNDATION

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STATEMENT 5
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	2535 SHS BANK OF NEW YORK MELLON CORP	PURCHASED	5/23/2018	4/03/2019
2	4092 SHS FOCUS FINL PARTNERS INC	PURCHASED	1/24/2019	8/26/2019
3	558 SHS INOGEN INC	PURCHASED	3/04/2019	8/07/2019
4	700 SHS MOODYS CORP	PURCHASED	10/24/2018	1/10/2019
5	3836 SHS PREMIER INC CL A	PURCHASED	2/05/2019	9/25/2019
6	5079 SHS WAGeworks INC	PURCHASED	1/24/2019	8/30/2019
7	942 SHS AFFILIATED MANAGERS GROUP	PURCHASED	VARIOUS	4/03/2019
8	1081 SHS CARVANA CO CL A	PURCHASED	10/17/2017	2/08/2019
9	140 SHS COSTAR GROUP INC	PURCHASED	VARIOUS	4/02/2019
10	213 SHS COSTCO WHOLESALE CORP	PURCHASED	5/07/2018	8/27/2019
11	90 SHS COSTCO WHOLESALE CORP	PURCHASED	5/07/2018	11/07/2019
12	500 SHS DEXCOM INC	PURCHASED	VARIOUS	11/07/2019
13	346 SHS EDWARDS LIFESCIENCES CORP	PURCHASED	VARIOUS	7/25/2019
14	220 SHS EDWARDS LIFESCIENCES CORP	PURCHASED	12/08/2016	11/07/2019
15	11707 SHS EVOLVENT HEALTH INC	PURCHASED	VARIOUS	2/22/2019
16	330 SHS FAIR ISAAC CORP	PURCHASED	10/20/2016	6/10/2019
17	1743 SHS GRUBHUB INC	PURCHASED	10/19/2017	10/29/2019
18	842 SHS INOGEN INC	PURCHASED	3/12/2015	8/07/2019
19	550 SHS INTERCONTINENTAL EXCHANGE INC	PURCHASED	12/03/2009	11/07/2019
20	485 SHS LULULEMON ATHLETICA INC	PURCHASED	10/24/2016	1/23/2019
21	281 SHS SAGE THRAPEUTICS INC	PURCHASED	10/31/2018	12/05/2019
22	166 SHS ULTIMATE SOFTWARE GROUP	PURCHASED	VARIOUS	2/05/2019
23	471 SHS ULTIMATE SOFTWARE GROUP	PURCHASED	12/03/2009	4/03/2019
24	724 SHS VEENA SYS INC CL A	PURCHASED	11/30/2015	1/31/2019
25	357 SHS VEENA SYS INC CL A	PURCHASED	11/30/2015	6/04/2019
26	33 SHS WAGeworks INC	PURCHASED	3/13/2013	8/30/2019
27	858 SHS WATSCO INC	PURCHASED	VARIOUS	8/28/2019
28	431 SHS WORKDAY INC	PURCHASED	3/15/2016	1/03/2019
29	600 SHS ZOETIS INC	PURCHASED	2/16/2017	11/04/2019
30	CAPITAL GAIN DIVIDENDS			

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	130,143.		144,272.	-14,129.				\$ -14,129.
2	83,536.		116,056.	-32,520.				-32,520.
3	23,911.		58,146.	-34,235.				-34,235.
4	103,348.		109,735.	-6,387.				-6,387.
5	118,391.		154,852.	-36,461.				-36,461.
6	260,807.		148,508.	112,299.				112,299.
7	106,452.		117,065.	-10,613.				-10,613.
8	34,849.		15,150.	19,699.				19,699.
9	67,107.		26,788.	40,319.				40,319.
10	62,359.		41,112.	21,247.				21,247.
11	27,588.		17,371.	10,217.				10,217.
12	99,673.		30,635.	69,038.				69,038.
13	73,633.		35,740.	37,893.				37,893.
14	51,852.		19,676.	32,176.				32,176.
15	167,350.		168,940.	-1,590.				-1,590.
16	104,262.		40,548.	63,714.				63,714.
17	66,906.		90,209.	-23,303.				-23,303.
18	36,080.		26,141.	9,939.				9,939.
19	49,876.		11,777.	38,099.				38,099.
20	72,736.		27,650.	45,086.				45,086.
21	16,942.		35,846.	-18,904.				-18,904.

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FRANKLIN PHILANTHROPIC FOUNDATION

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STATEMENT 5 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

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)
22	55,160.		20,542.	34,618.				\$ 34,618.
23	155,495.		12,941.	142,554.				142,554.
24	78,549.		20,975.	57,574.				57,574.
25	53,901.		10,343.	43,558.				43,558.
26	1,695.		795.	900.				900.
27	136,454.		81,233.	55,221.				55,221.
28	66,803.		30,598.	36,205.				36,205.
29	74,615.		32,081.	42,534.				42,534.
30								1,465.
							TOTAL	\$ 736,213.

STATEMENT 6
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
MORRIS F GOODMAN 180 N STETSON, #1940 CHICAGO, IL 60601	PRESIDENT/DIR 1.00	\$ 0.	\$ 0.	\$ 0.
JOHN A SHEA 180 N STETSON, #1940 CHICAGO, IL 60601	TREASURER/DIR 0.20	0.	0.	0.
CHARLES F MOLES 180 N STETSON, #1940 CHICAGO, IL 60601	SECRETARY/DIR 0.20	0.	0.	0.
STANLEY GOODMAN 180 N STETSON, #1940 CHICAGO, IL 60601	VICE PRES/DIR 0.20	0.	0.	0.
LINDA GOODMAN 180 N. STETSON, #1940 CHICAGO, IL 60601	VICE PRES/DIR 0.20	0.	0.	0.
JOYCE GOODMAN 180 N STETSON, #1940 CHICAGO, IL 60601	VICE PRES/DIR 0.20	0.	0.	0.
JENNY GOODMAN-BOWDEN 180 N STETSON, #1940 CHICAGO, IL 60601	VICE PRES/DIR 0.20	0.	0.	0.

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STATEMENT 6 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
WILLIAM MICHAEL GOODMAN 180 N STETSON, #1940 CHICAGO, IL 60601	VICE PRES/DIR 0.20	\$ 0.	\$ 0.	\$ 0.
DEBORAH GOODMAN 180 N STETSON, #1940 CHICAGO, IL 60601	VICE PRES/DIR 0.20	0.	0.	0.
AARON CUBELLS 180 N STETSON, #1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.
REBECCA CUBELLS 180 N STETSON, STE 1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.
SARAH CUBELLS 180 N STETSON, #1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.
YALE GOODMAN 180 N STETSON, #1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.
PACE GOODMAN 180 N STETSON, #1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.
DOUG GOODMAN 180 N STETSON, #1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.
PAUL GOODMAN 180 N STETSON, #1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.
DANIEL BOWDEN 180 N STETSON, #1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.
LES BOWDEN 180 N STETSON, #1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.
LEAH BOWDEN 180 N STETSON, #1940 CHICAGO, IL 60601	DIRECTOR 0.20	0.	0.	0.

TOTAL \$ 0. \$ 0. \$ 0.

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FRANKLIN PHILANTHROPIC FOUNDATION

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STATEMENT 7
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ACLU FOUNDATION 150 N MICHIGAN AVE, STE 600 CHICAGO IL 60601		PC	UNRESTRICTED	\$ 14,666.
ACLU OF NEW JERSEY FOUNDATION 89 MARKET ST, STE 7 NEWARK NJ 07102		PC	UNRESTRICTED	1,000.
AIDS FOUNDATION OF CHICAGO 200 W MONROE ST, STE 1150 CHICAGO IL 60606		PC	UNRESTRICTED	2,000.
AFRICAN WILDLIFE FOUNDATION 1400 16 ST NW, STE 120 WASHINGTON DC 20036		PC	UNRESTRICTED	3,000.
AMERICAN COUNCIL FOR INTL EDUCATION 1828 L ST, STE 1200 WASHINGTON DC 20036		PC	UNRESTRICTED	1,000.
AMERICAN FREINDS OF HEBREW UNIVERSITY 1 BATTERY PARK PLAZA, STE 2501 NEW YORK NY 10004		PC	UNRESTRICTED	9,000.
AMERICAN RED CROSS PO BOX 37839 BOONE IA 50037		PC	UNRESTRICTED	2,000.
AMERICA ROWS AND SWIMS NEWBURGH 275 NORTH ST NEWBURGH NY 12550		PC	UNRESTRICTED	500.
AMERICAN WILDLIFE FOUNDATION 31812 S HIGHWAY 213 MOLALLA OR 97038		PC	UNRESTRICTED	3,000.
AMNESTY INTERNATIONAL, USA 1 N LASALLE ST, STE 875 CHICAGO IL 60602		PC	UNRESTRICTED	5,000.
A NEW WAY OF LIFE RE-ENTRY PROJECT PO BOX 875288 LOS ANGELES CA 90087		PC	UNRESTRICTED	1,000.

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STATEMENT 7 (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
ATLANTA AUTISM CONSORTIUM 1932 OAK GROVE RD NE ATLANTA GA 30345	PC		UNRESTRICTED	\$ 1,000.
BEACON INST FOR RIVERS AND ESTUARIES 199 MAIN ST BEACON NY 12508	PC		UNRESTRICTED	4,600.
BEST FREINDS ANIMAL SOCIETY 5001 ANGEL CANYON RD KANAB UT 84741	PC		UNRESTRICTED	3,000.
BLOOMINGDALE AGING IN PLACE PO BOX 497 NEW YORK NY 10025	PC		UNRESTRICTED	4,000.
BRENNEN CENTER FOR JUSTICE 120 BROADWAY, STE 1750 NEW YORK NY 10271	PC		UNRESTRICTED	4,000.
BRIDGEPORT FIELD OF DREAMS 379 SZOST DRIVE FAIRFIELD CT 06824	PC		UNRESTRICTED	4,000.
BROOKLYN BOATWORKS 68 JAY ST, STE 411 BROOKLYN NY 11201	PC		UNRESTRICTED	7,500.
CARE INC 1500 JW DAVIS DR HAMMOND LA 70403	PC		UNRESTRICTED	3,000.
CARINGKIND 360 LEXINGTON AVE, STE 4 NEW YORK NY 10017	PC		UNRESTRICTED	12,000.
CARRIAGE HOUSE ARTS CENTER 390 GRUMMAN AVE NORWALK CT 06851	PC		UNRESTRICTED	6,000.
CENTER FOR ALL ABILITIES PO BOX 1203 NEW YORK NY 10021	PC		UNRESTRICTED	4,000.
CENTER FOR BIOLOGICAL DIVERSITY PO BOX 710 TUCSON AZ 85702	PC		UNRESTRICTED	5,000.

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NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CHICAGO SYMPHONY ORCHESTRA 220 S MICHIGAN AVE CHICAGO IL 60604	PC		UNRESTRICTED	\$ 5,000.
CHILDREN'S AID SOCIETY 69 W 118TH ST NEW YORK NY 10026	PC		UNRESTRICTED	7,000.
COMMUNITY PARTNERS IN ACTION 110 BARTHOLOMEW AVE, STE 3010 HARTFORD CT 06106	PC		UNRESTRICTED	2,000.
CT PUBLIC AFFAIRS NETWORK 21 OAK ST HARTFORD CT 06106	PC		HISTORY DAYS	8,500.
COUNCIL OF CHURCHES BRIDGEPORT 1718 CAPITAL AVE BRIDGEPORT CT 06604	PC		HANG TIME	10,500.
DEERFIELD VALLEY COMMUNITY CARES PO BOX 5 WILMINGTON VT 05363	PC		UNRESTRICTED	3,000.
DIRECT RELIEF 6100 WALLACE BECKNELL RD SANTA BARBARA CA 93117	PC		UNRESTRICTED	3,000.
EARTHJUSTICE 50 CALIFORNIA ST, STE 500 SAN FRANCISCO CA 94111	PC		UNRESTRICTED	8,750.
ELEPHANT SANCTUARY IN TENNESSEE 27 E MAIN ST HOHEWALD TN 38462	PC		UNRESTRICTED	3,000.
EMERGE CT INC 830 GRAND AVE NEW HAVEN CT 06511	PC		UNRESTRICTED	3,500.
EMPOWERMENT PLAN 7640 KERCHEVAL AVE DETROIT MI 48214	PC		UNRESTRICTED	4,000.
EQUAL JUSTICE INITIATIVE 122 COMMERCE ST MONTGOMERY AL 36104	PC		UNRESTRICTED	6,750.

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ENVIRONMENTAL DEFENSE FUND 257 PARK AVE S NEW YORK NY 10010		PC	UNRESTRICTED	\$ 7,700.
EVERYTOWN FOR GUN SAFETY PO BOX 4184 NEW YORK NY 10163		PC	UNRESTRICTED	3,000.
EXPONENT PHILANTHROPY 1720 N ST NW WASHINGTON DC 20036		PC	UNRESTRICTED	750.
FABSCRAP 140 58TH STREET BROOKLYN NY 11220		PC	UNRESTRICTED	1,000.
FARM SANCTUARY 3150 AIKENS RD WATKINS GLEN NY 14891		PC	UNRESTRICTED	2,000.
F.I.R.S.T. 200 BEDFORD ST MANCHESTER NH 30101		PC	UNRESTRICTED	2,000.
FOOD TRUST 1617 JOHN F KENNEDY BLVD PHILADELPHIA PA 19103		PC	UNRESTRICTED	2,000.
FRANCISCAN OUTREACH 717B W 18TH ST CHICAGO IL 60616		PC	UNRESTRICTED	3,500.
FREINDS OF THE ARCHER SHAKESPEREANS PO BOX 1239 BRONX NY 10471		PC	UNRESTRICTED	2,500.
FREINDS OF THE CLEARWATER 116 E 3RD ST MOSCOW ID 83843		PC	UNRESTRICTED	2,000.
FUGEES FAMILY PO BOX 388 SCOTTSDALE GA 30079		PC	UNRESTRICTED	7,000.
GAIT 8191 STAPLES MILL ROAD RICHMOND VA 23238		PC	UNRESTRICTED	10,000.
GEORGE MARK CHILDREN'S FUND 2121 GEORGE MARK LN SAN LEANDRO CA 94578		PC	UNRESTRICTED	5,750.

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GEORGIA OPTIONS 1865 W BROAD ST, STE E ATHENS GA 30606		PC	UNRESTRICTED	\$ 1,000.
GREATER CHICAGO FOOD DEPOSITORY 4100 ANN LURIE PL CHICAGO IL 60632		PC	UNRESTRICTED	9,000.
GREEN WAVE.ORG 54231 AVENUE BROOKLYN NY 11220		PC	UNRESTRICTED	4,000.
GREEN VILLAGE INITIATIVE 325 LAFAYETTE ST, UNIT 9101 BRIDGEPORT CT 06604		PC	UNRESTRICTED	4,000.
HAMDEN EDUCATION FOUNDATION 670 WINTERGREEN AVE HAMDEN CT 06518		PC	UNRESTRICTED	2,000.
HENRYS FORK WILDLIFE ALLIANCE PO BOX 725 ASHTON ID 83420		PC	UNRESTRICTED	7,600.
HONR NETWORK 2875 S ORANGE AVE, STE 500 ORLANDO FL 32806		PC	UNRESTRICTED	3,000.
HUDSON LINK FOR HIGHER EDUC IN PRISON 23 STATE ST OSSINING NY 10562		PC	UNRESTRICTED	8,750.
IDAHO RIVERS UNITED 3800 W AMERICANA TERRACE, STE 140 BOISE ID 83706		PC	UNRESTRICTED	2,000.
INTL CONSORTIUM INVESTIGATIVE JOURNALISTS 1710 RHODE ISLAND AVE NW, 14TH FL WASHINGTON DC 20036		PC	UNRESTRICTED	1,000.
INTL EXOTIC ANIMAL SANCTUARY ROUTE 114 BOYD TX 76023		PC	UNRESTRICTED	4,000.

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INTERNATIONAL FUND-ANIMAL WELFARE 290 SUMMER ST YARMOUTH PORT MA 02675	PC	UNRESTRICTED	\$	3,000.
INTER PLANNED PARENTHOOD FND W HEM DIV 125 MAIDEN LANE, 9TH FL NEW YORK NY 10038	PC	UNRESTRICTED		2,000.
JOFFREY BALLET 10 E. RANDOLPH ST CHICAGO IL 60601	PC	UNRESTRICTED		2,000.
JUSTICE IN MOTION 789 WASHINGTON AVE BROOKLYN NY 11238	PC	UNRESTRICTED		8,750.
J STREET EDUCATION FUND PO BOX 66073 WASHINGTON DC 20035	PC	UNRESTRICTED		2,500.
ELAINE KAUFMAN CULTURAL CENTER 129 W 67TH ST NEW YORK NY 10023	PC	LUCY MOSES SCHOOL SCHOLARSHIP		2,000.
ELAINE KAUFMAN CULTURAL CENTER 129 W 67TH ST NEW YORK NY 10023	PC	MUSICAL THEATER WORKSHOP		3,000.
ELAINE KAUFMAN CULTURAL CENTER 129 W 67TH ST NEW YORK NY 10023	PC	UNRESTRICTED		500.
KIND 125 MAIDEN LANE NEW YORK NY 10038	PC	UNRESTRICTED		10,000.
LEGAL OUTREACH INC 36-14 35TH ST LONG ISLAND CITY NY 11106	PC	UNRESTRICTED		3,500.
LIFE AFTER HATE 917 W WASHINGTON BLVD, STE 212 CHICAGO IL 60607	PC	UNRESTRICTED		1,000.

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LILITH MAGAZINE 119 W 57TH ST, STE 1210 NEW YORK NY 10019	PC		UNRESTRICTED	\$ 2,500.
LUCY MACKENZIE HUMANE SOCIETY PO BOX 702 BROWNVILLE VT 05037	PC		UNRESTRICTED	3,000.
LYRIC OPERA OF CHICAGO 20 N WACKER DRIVE, STE 860 CHICAGO IL 60606	PC		UNRESTRICTED	2,000.
MAG AMERICA 1776 K ST NW, STE 700 WASHINGTON DC 20006	PC		UNRESTRICTED	4,000.
MAYORS ALLIANCE FOR NYC'S ANIMALS 244 FIFTH AVE, STE R290 NEW YORK NY 10001	PC		UNRESTRICTED	2,000.
MEMPHIS CENTER FOR REPRODUCTIVE HEALTH 1726 POPLAR AVE MEMPHIS TN 38104	PC		UNRESTRICTED	1,480.
MERCY FOR ANIMALS 8033 SUNSET BLVD, STE 864 LOS ANGELES CA 90046	PC		UNRESTRICTED	2,000.
MERCY LEANING CENTER 637 PARK AVENUE BRIDGEPORT CT 06604	PC		UNRESTRICTED	5,000.
MISSION K9 RESCUE PO BOX 395 NEEDVILLE TX 77461	PC		UNRESTRICTED	1,000.
MOTE MARINE LABORATORY 1600 KEN THOMPSON PKWY SARASOTA FL 34236	PC		UNRESTRICTED	2,000.
MUSIC THEATER WORKS 516 4TH ST WILMETTE IL 60091	PC		UNRESTRICTED	1,000.
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN ST LANDER WY 82520	PC		UNRESTRICTED	1,200.

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<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DR RESTON VA 20190	PC	UNRESTRICTED	\$	3,500.
NETWORK FOR RESPONSIBLE PUBLIC POLICY PO BOX 476 RIDGEWOOD NJ 07451	PC	UNRESTRICTED		5,000.
NEWBERRY LIBRARY 60 W WALTON ST CHICAGO IL 60610	PC	UNRESTRICTED		1,500.
NEW HAVEN READS 45 BRISTOL ST NEW HAVEN CT 06511	PC	UNRESTRICTED		1,000.
NEW REACH 269 PECK STREET NEW HAVEN CT 06513	PC	UNRESTRICTED		1,000.
NORTHEAST ANIMAL SHELTER 347 HIGHLAND AVE SALEM MA 01970	PC	UNRESTRICTED		5,000.
NORTH SHORE SOUP KITCHEN PO BOX 168 GLEN COVE NY 11542	PC	UNRESTRICTED		3,000.
OCEANA 1025 CONNECTICUT AVE NW, STE 200 WASHINGTON DC 20036	PC	UNRESTRICTED		5,750.
OCEAN CONSERVANCY 1300 19TH ST NW, 8TH FL WASHINGTON DC 20036	PC	UNRESTRICTED		14,500.
OLD TOWN SCHOOL OF FOLK MUSIC 909 ARMITAGE AVE CHICAGO IL 60614	PC	UNRESTRICTED		10,000.
ONE VOICE MISSISSIPPI 1072 J R LYNCH ST JACKSON MS 39201	PC	UNRESTRICTED		3,700.
PANTHERA CORP 8 WEST 40TH ST, 18TH FL NEW YORK NY 10018	PC	UNRESTRICTED		3,500.

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PHYSICIANS COMM RESPONSIBLE MEDICINE 5100 WISCONSIN AVENUE, STE 400 WASHINGTON DC 20016	PC		UNRESTRICTED	\$ 3,000.
PLANNED PARENTHOOD 18 S MICHIGAN AVE CHICAGO IL 60603	PC		UNRESTRICTED	25,750.
POPULATION CONNECTION 2120 L ST NW, STE 500 WASHINGTON DC 20037	PC		UNRESTRICTED	5,000.
PROBUS CLUB OF GREATER BRIDGEPORT PO BOX 1403 FAIRFIELD CT 06825	PC		UNRESTRICTED	2,000.
PROJECT AWARE FOUNDATION 30151 TOMAS, STE 200 RANCHO SANTA MARGARI CA 92688	PC		UNRESTRICTED	2,000.
PROTECT OUR WINTERS 4676 BROADWAY ST BOULDER CO 80304	PC		UNRESTRICTED	2,000.
RAILS TO TRAILS CONSERVANCY 2121 WARD CT NW, 5TH FL WASHINGTON DC 20037	PC		UNRESTRICTED	5,750.
RAINFOREST ACTION NETWORK 425 BUSH ST SAN FRANCISCO CA 94108	PC		UNRESTRICTED	2,000.
RAINFOREST FOUNDATION US 1000 DEAN ST, STE 430 BROOKLYN NY 11238	PC		UNRESTRICTED	7,600.
READER TO READER 38 WOODSIDE AVE AMHURST MA 01002	PC		UNRESTRICTED	3,500.
RUNNING START 1301 L ST NW WASHINGTON DC 20006	PC		UNRESTRICTED	3,500.
SEA SHEPARD CONSERVATION PO BOX 8628 ALEXANDRIA VA 22306	PC		UNRESTRICTED	3,000.

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SHELTERS TO SHUTTERS 1921 GALLOWES RD, STE 700 VIENNA VA 22182	PC		UNRESTRICTED	\$ 7,667.
SIERRA CLUB FOUNDATION 2101 WEBSTER ST, #1250 OAKLAND CA 94612	PC		UNRESTRICTED	6,700.
SOI DOG FOUNDATION 167/9 MOO 4 AMPHUR THALANG PHUKET 83110 THAILAND	PC		UNRESTRICTED	3,000.
SOLAR FOUNDATION 1110 VERMONT AVE NW, STE 930 WASHINGTON DC 20005	PC		UNRESTRICTED	1,000.
SOS CHILDRENS' VILLAGE 7600 S PARNELL AVE CHICAGO IL 60620	PC		UNRESTRICTED	8,750.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY AL 36104	PC		UNRESTRICTED	7,700.
SPREAD THE VOTE 8601 LINCOLN BLVD, STE 180/569 LOS ANGELES CA 90045	PC		UNRESTRICTED	2,000.
SUNRISE FOUNDATION (USA) 802 2ND ST NW BOWMAN ND 58623	PC		UNRESTRICTED	2,000.
350.ORG 155 WATER ST, STE 6 BROOKLYN NY 11201	PC		UNRESTRICTED	9,250.
TRACE MEDIA INC 68 3RD ST, #236 BROOKLYN NY 11231	PC		UNRESTRICTED	2,000.
TURNING POINT SUFFRAGIST MEM ASSOC 5400 OX RD FAIRFAX STATION VA 22039	PC		UNRESTRICTED	2,020.
TWICE BLESSED 45 VT-100 WEST DOVER VT 05356	PC		UNRESTRICTED	3,000.

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UNCHAINED AT LAST 208 LENOX AVE, #189 WESTFIELD NJ 07090		PC	UNRESTRICTED	\$ 2,000.
UNION OF CONCERNED SCIENTISTS 1 N LASALLE ST, STE 1904 CHICAGO IL 60602		PC	UNRESTRICTED	10,000.
UNITED COMMUNITY HOUSING COALITION 2727 SECOND AVE, STE 313 DETROIT MI 48201		PC	UNRESTRICTED	4,600.
UPON THIS ROCK 795 MAIN ST BUFFALO NY 14203		PC	IMPACT OUR CHILDREN	3,000.
URBAN RESOURCE INSTITUTE-NYC 75 BROAD ST, RM 505 NEW YORK NY 10004		PC	UNRESTRICTED	1,000.
USGBC-DETROIT REGION 15 440 BURROUGHS ST DETROIT MI 48202		PC	UNRESTRICTED	4,600.
VERMONT INSTITUTE OF NATURAL SCIENCE 6565 WOODSTOCK RD QUECHEE VT 05059		PC	UNRESTRICTED	3,000.
WILD FOUNDATION (IWLF) 717 POPLAR AVE BOULDER CO 80304		PC	UNRESTRICTED	2,000.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX NY 10460		PC	UNRESTRICTED	4,000.
WOMEN'S WILDERNESS INSTITUTE 2845 WILDERNESS PL, STE 211 BOULDER CO 80301		PC	UNRESTRICTED	3,000.
WORLD VETS 9711 MOLLER DR NW GIG HARBOR WA 98332		PC	UNRESTRICTED	2,000.

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WTTW 5400 N ST. LOUIS AVE CHICAGO IL 60625		PC	UNRESTRICTED	\$ 2,000.
YELLOWSTONE TO YUKON CONSEVATION 1350 RAILWAY AVE, #200 CANMORE ALBERTA T1W 1P6 CANADA		PC	UNRESTRICTED	5,500.
YOUNG CENTER-IMMIGRANT CHIDREN'S RIGHTS 2245 S. MICHIGAN AVE, #301 CHICAGO IL 60616		PC	UNRESTRICTED	7,667.

TOTAL \$ 558,250.

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PART VII-B - LINE 1(A) (4)

DURING 2019, THE FOUNDATION PAID \$28,684 TO ASHCRAFT & ASHCRAFT, LTD FOR LEGAL SERVICES. CHARLES F. MOLES IS A DIRECTOR AND PRINCIPAL OF ASHCRAFT & ASHCRAFT, LTD AND IS A DIRECTOR AND SECRETARY OF THE FOUNDATION. THE PAYMENT IS SPECIFICALLY EXCEPTED FROM THE PROHIBITION OF SELF-DEALING BY REGULATION 53.494(D) (3) (C) - EXAMPLE NO 1.

DURING 2019, THE FOUNDATION PAID \$108,431 TO CHICAGO CAPITAL LLC FOR INVESTMENT COUNSELING, JOHN A. SHEA, THE TREASURER AND DIRECTOR OF THE FOUNDATION, WAS AN EMPLOYEE OF CHICAGO CAPITAL LLC. THE PAYMENTS ARE SPECIFICALLY EXCEPTED FROM THE PROHIBITION OF SELF-DEALING BY REGULATION 53.4941(D) (3) (C) - EXAMPLE NO 2.

