

Form **990-PF****Return of Private Foundation**

OMB No 1545-UU47

Department of the Treasury
Internal Revenue Service

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning , 2019, and ending , 20

Name of foundation

ROBERT AND ARDIS JAMES FOUNDATION, INC.

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

Room/suite

A Employer identification number

46-3298762

B Telephone number (see instructions)

(800) 839-1754

FOUNDATION SOURCE 501 SILVERSIDE RD

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

WILMINGTON, DE 19809-1377

G Check all that apply

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ 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, col (c), line 16) ▶ \$ 227,569,802.

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

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

C If exemption application is pending, check here. ☐D 1 Foreign organizations, check here. ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

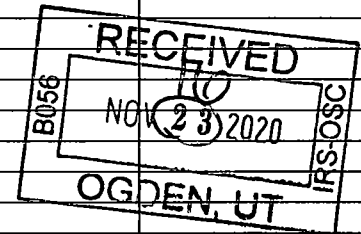
(a) Revenue and expenses per books

(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)	288,899.			
	2	Check ☐ if the foundation is not required to attach Sch. B.				
	3	Interest on savings and temporary cash investments	241,628.	241,628.		
	4	Dividends and interest from securities	605,546.	605,546.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	77,870,606.			
	b	Gross sales price for all assets on line 6a	66,606,613.			
	7	Capital gain net income (from Part IV, line 2)		78,259,275.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) ATCH. 1	3,432,259.	3,510,794.		
	12	Total. Add lines 1 through 11	82,438,938.	82,617,243.		
	13	Compensation of officers, directors, trustees, etc.	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH. 2	4,173.			4,173.
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) [3]	461,402.	307,652.		153,750.
	17	Interest	16,511.	16,511.		
	18	Taxes (attach schedule) (see instructions) [4]	1,102,716.	23,899.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	13,048.	1,434.		11,614.
	22	Printing and publications	5,290.	5,290.		
	23	Other expenses (attach schedule) ATCH. 5	3,116,505.	2,927,014.		172,355.
	24	Total operating and administrative expenses Add lines 13 through 23	4,719,645.	3,281,800.		341,892.
	25	Contributions, gifts, grants paid	15,391,750.			15,391,750.
	26	Total expenses and disbursements Add lines 24 and 25	20,111,395.	3,281,800.	0.	15,733,642.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	62,327,543.			
	b	Net investment income (if negative, enter -0-)		79,335,443.		
	c	Adjusted net income (if negative, enter -0-)				



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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		20,838,956.	59,330,977.	59,330,977.
	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 schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 6	11,340,326.	20,766,752.	19,849,748.	
	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) ATCH 7	103,839,616.	118,255,083.	148,389,077.	
14		Land, buildings and equipment basis Less accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	136,018,898.	198,352,812.	227,569,802.	
17		Accounts payable and accrued expenses				
18		Grants payable				
19		Deferred revenue				
20		Loans from officers, directors, trustees, and other disqualified persons				
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances		Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29, and 30				
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
		Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30				
	26	Capital stock, trust principal, or current funds				
	27	Paid-in or capital surplus, or land, bldg, and equipment fund				
	28	Retained earnings, accumulated income, endowment, or other funds	136,018,898.	198,352,812.		
	29	Total net assets or fund balances (see instructions)	136,018,898.	198,352,812.		
30	Total liabilities and net assets/fund balances (see instructions)	136,018,898.	198,352,812.			

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	136,018,898.
2	Enter amount from Part I, line 27a	2	62,327,543.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8	3	6,371.
4	Add lines 1, 2, and 3	4	198,352,812.
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	198,352,812.

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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 PART IV SCHEDULE					
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) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	78,259,275.	
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.

(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	9,724,538.	182,578,974.	0.053262
2017	7,196,806.	97,046,657.	0.074158
2016	7,190,434.	91,319,977.	0.078739
2015	8,257,876.	132,278,743.	0.062428
2014	6,094,755.	133,573,338.	0.045629
2 Total of line 1, column (d)			2 0.314216
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 0.062843
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 203,393,776.
5 Multiply line 4 by line 3.			5 12,781,875.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 793,354.
7 Add lines 5 and 6.			7 13,575,229.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 15,733,642.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	793,354.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	
3	Add lines 1 and 2	3	793,354.
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	793,354.
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	874,724.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	563,350.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,438,074.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	16.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	644,704.
11	Enter the amount of line 10 to be Credited to 2020 estimated tax ☐ 644,704. Refunded ☐ ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ☐ DE, ☐		
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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	X	
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► FOUNDATION SOURCE Telephone no ► 800-839-1754 Located at ► 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ► 19809-1377		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►		X

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

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

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

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes	☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		
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?	☐ Yes	☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
If "Yes" to 6b, file Form 8870		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		
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
ATCH 9		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.

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
ATCH 10		617,211.

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
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 NONE	
2	
All other program-related investments. See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶Form **990-PF** (2019)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	30,786,788.
b	Average of monthly cash balances	1b	30,077,647.
c	Fair market value of all other assets (see instructions)	1c	145,626,708.
d	Total (add lines 1a, b, and c)	1d	206,491,143.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	206,491,143.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,097,367.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	203,393,776.
6	Minimum investment return. Enter 5% of line 5	6	10,169,689.

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	10,169,689.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	793,354.
b	Income tax for 2019 (This does not include the tax from Part VI)	2b	20,766.
c	Add lines 2a and 2b	2c	814,120.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,355,569.
4	Recoveries of amounts treated as qualifying distributions	4	6,371.
5	Add lines 3 and 4	5	9,361,940.
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	9,361,940.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	15,733,642.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	15,733,642.
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	793,354.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	14,940,288.

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				9,361,940.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.				
b Total for prior years 20 <u>17</u> , 20 <u>16</u> , 20 <u>15</u>				
3 Excess distributions carryover, if any, to 2019				
a From 2014				
b From 2015				
c From 2016				
d From 2017			933,920.	
e From 2018			1,411,863.	
f Total of lines 3a through e	2,345,783.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>15,733,642.</u>				
a Applied to 2018, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2019 distributable amount.				9,361,940.
e Remaining amount distributed out of corpus.	6,371,702.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,717,485.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions.				
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	8,717,485.			
10 Analysis of line 9				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017			933,920.	
d Excess from 2018			1,411,863.	
e Excess from 2019			6,371,702.	

NOT APPLICABLE

- b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3) or

4942(1)(5)

- (4) Gross investment income .

[illegible]

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ATCH 11				
Total			3a	15,391,750.
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Schedule of Contributors

OMB No 1545-0047

2019

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

Name of the organization

ROBERT AND ARDIS JAMES FOUNDATION, INC.

Employer identification number

46-3298762

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check 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 **ROBERT AND ARDIS JAMES FOUNDATION, INC.**Employer identification number
46-3298762**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	JAMES, ROBERT 122 PALMERS HILL RD., APT. 1209 STAMFORD, CT 06902	\$ 288,899.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number	46-3298762
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	THE MADISON SQUARE GARDEN CO MSGOLD, 880 SH. 	\$ 249,766.	07/22/2019
(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
	 	\$	

Name of organization **ROBERT AND ARDIS JAMES FOUNDATION, INC.**

Employer identification number

46-3298762

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.) ► \$ _____

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
	(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

FORM 990PF, PART I - OTHER INCOMEATTACHMENT 1

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS AAVIN MEZZANINE FUND LP	256,452.	256,452.
K-1 INC/LOSS APOLLO ATHENE DEDICATED INV	204.	164.
K-1 INC/LOSS APOLLO INFRA EQ FDR TE DEBT	66,625.	66,625.
K-1 INC/LOSS APOLLO INFRA EQ FDR TEUP LP	13,295.	13,295.
K-1 INC/LOSS APOLLO INFRA EQ FDR TE LP	79,193.	79,193.
K-1 INC/LOSS APOLLO INFRA EQ FDR TE LP	5,039.	5,039.
K-1 INC/LOSS APOLLO INFRA EQ INTL FUND	-291.	-291.
K-1 INC/LOSS ASCENTY INVESTORS III LLC	1.	1.
K-1 INC/LOSS CAPITAL INT PRV EQTY FND V	19,542.	19,542.
K-1 INC/LOSS CAPITAL INT PRV EQTY FND VI	13,154.	13,154.
K-1 INC/LOSS CORSAIR III FIN SRVCS CPTL	17,393.	17,393.
K-1 INC/LOSS CORSAIR KOREA INVESTORS LLC	922,065.	923,385.
K-1 INC/LOSS EAST ROCK FOCUS FUND LP	-28,275.	-26,267.
K-1 INC/LOSS EDGE PRINCIPAL INV II, LP	-281,290.	-83,570.
K-1 INC/LOSS EDGE PRINCIPAL INV III, LP	-7,282.	-7,282.
K-1 INC/LOSS EDGE PRINCIPAL INV IV LP	-6,929.	-6,929.
K-1 INC/LOSS EDGE PRINCIPAL INV, LP	211,721.	46,988.
K-1 INC/LOSS ENTERPRISE 299 ASSOCIATES	-18,951.	681.
K-1 INC/LOSS ENTERPRISE WEXFORD ASSC LLC	4,230.	5,079.
K-1 INC/LOSS ENTERPRISE WEXFORD ELVN LLC	29.	29.
K-1 INC/LOSS GAIP 2019 (BERMUDA) AIV LP	74,682.	74,720.
K-1 INC/LOSS HARVEST MLP INCOME FUND II	519.	519.
K-1 INC/LOSS HEALTH VELOCITY CAPITAL I L	12,101.	11,829.
K-1 INC/LOSS HOUND PRTRNS CONCTD FUND LP	23,305.	22,652.
K-1 INC/LOSS HOUND PARTNERS LP	99,239.	94,754.
K-1 INC/LOSS IGNIA FUND I, LP	-208.	-208.
K-1 INC/LOSS KAYNE SENIOR CREDIT FUND (Q	683,681.	640,222.
K-1 INC/LOSS KF PAGLIA-JAMES ASSOCIATES	112,805.	112,805.
K-1 INC/LOSS RCG LONGVIEW II, LP	754,967.	812,210.
K-1 INC/LOSS RCR JAMES ASSOCIATES, LLC	66,973.	16,060.
K-1 INC/LOSS SCULPTOR (FKA OCH-ZIFF) RE	858.	858.
K-1 INC/LOSS SEAVEST PROPERTIES III, LLC	992.	992.
K-1 INC/LOSS SIERRA CAPITAL LP		

FORM 990PF, PART I - OTHER INCOMEATTACHMENT 1 (CONT'D)

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS SPECIAL VALUE OPPORT FUND L	649.	50.
K-1 INC/LOSS TENNENBAUM SPECIAL SITUATIO	168,053.	230,166.
K-1 INC/LOSS ZAMA CAPITAL FUND LP	43,503.	49,570.
FOREIGN CURRENCY GAIN	1,915.	1,915.
OTHER INVESTMENT INCOME	5,550.	5,550.
STATE TAX REFUND	3,301.	
K-1 INC/LOSS GAIP 2019 AIV B, LP	933.	933.
K-1 INC/LOSS GENERAL ATLANTIC INV PTNS	23.	23.
KAYNE SENIOR CREDIT II OFF FD - DIVIDEND	112,253.	112,253.
BANK CHARGE REFUNDS	240.	240.
TOTALS	<u>3,432,259.</u>	<u>3,510,794.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
GENERAL CONSULTATIONS	4,173.			4,173.
TOTALS	<u>4,173.</u>			<u>4,173.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
OFFICE MANAGEMENT SERVICES	256,250.	102,500.	153,750.
INVESTMENT MANAGEMENT SERVICES	205,152.	205,152.	
TOTALS	<u>461,402.</u>	<u>307,652.</u>	<u>153,750.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
990-PF EXCISE TAX FOR 2019	756,100.	
990-T INCOME TAX FOR 2018	286,449.	
TAX WITHHELD BY PTRSHIP	5,998.	
FOREIGN TAX	13,197.	13,197.
IRS MISCELLANEOUS FEE	2,903.	
STATE TAX WITHHELD BY PSHIPS	10,702.	10,702.
STATE INCOME TAX FOR 2018	17,678.	
STATE INCOME TAX FOR 2017	9,689.	
TOTALS	<u>1,102,716.</u>	<u>23,899.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	171,586.		171,586.
FOUNDATION DUES & MEMBERSHIPS	75.		75.
K-1 EXP AAVIN MEZZANINE FUND	89,670.	89,670.	
K-1 EXP APOLLO ATHENE DED INV	8,057.	6,463.	
K-1 EXP APOLLO INFRA EQUITY IN	48,883.	48,883.	
K-1 EXP ASCENTY INVESTORS III	417.	417.	
K-1 EXP CAP INT PVT EQTY FD V	591.	591.	
K-1 EXP CAP INT PVT EQTY FD VI	16,359.	16,359.	
K-1 EXP COLUMBIA SPECTRUM PART	13,440.	13,440.	
K-1 EXP CORSAIR III FIN SVCS	20,129.	20,129.	
K-1 EXP CORSAIR III FIN OFFSH	3,374.	3,374.	
K-1 EXP CORSAIR KOREA INVSTRS	4,209.	4,208.	
K-1 EXP EAST ROCK FOCUS FUND	590,171.	590,156.	
K-1 EXP EDGE PRIN INV II LP	358.	343.	
K-1 EXP EDGE PRIN INV III LP	2,196.	1,063.	
K-1 EXP EDGE PRIN INV IV LP	163,952.	163,940.	
K-1 EXP EDGE PRIN INV LP	24.	21.	
K-1 EXP ENTRPR WEXFORD ASSOC	1,695.	1,504.	
K-1 EXP ENTRPR WEXFORD ELEVEN	5,970.	5,958.	
K-1 EXP GAIP 2019 BERMUDA AIV	29.	29.	
K-1 EXP HARVEST MLP INCOME FND	22,934.	22,934.	
K-1 EXP HEALTH VELOCITY CAP	38,054.	38,054.	
K-1 EXP HOUND PTNRS CONC FUND	13,941.	13,941.	
K-1 EXP HOUND PARTNERS LP	41,217.	41,217.	
K-1 EXP IGNIA FUND I, LP	9,685.	9,247.	
K-1 EXP JAMES FOUND INVSTMT	2,189.	2,189.	
K-1 EXP KAYNE SENIOR CREDIT FD	1,605.	1,605.	
K-1 EXP KF PAGLIA-JAMES ASSOC	493,080.	492,682.	
K-1 EXP KLD INVESTORS LLC	3,180.	3,180.	
K-1 EXP RCG LONGVIEW II, LP	489.	359.	
K-1 EXP RCR JAMES ASSOCIATES	1,228,346.	1,219,501.	
K-1 EXP SCULPTOR FKA OCH-ZIFF	11,506.	8,433.	

ATTACHMENT 5 (CONT'D)FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
K-1 EXP SIERRA CAPITAL LP	840.	840.	
K-1 EXP SPECIAL VALUE OPPORTUN	94.	94.	
K-1 EXP TENNENBAUM SPECIAL SIT	47,244.	45,985.	
K-1 EXP ZAMA CAPITAL FUND LP	41,941.	41,924.	
K-1 EXP ZEPHYR PEACOCK IND II	2,679.	2,679.	
K-1 EXP ZEPHYR PEACOCK IND III	15,312.	15,312.	
POSTAGE/DELIVERY SERVICE	669.		669.
STATE OR LOCAL FILING FEES	25.		25.
K-1 EXP GAIP 2019 AIV B, LP	267.	267.	
K-1 EXP GEN ATL INV PTNS 2019	23.	23.	
TOTALS	<u>3,116,505.</u>	<u>2,927,014.</u>	<u>172,355.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BRANDES INTL EQUITY FUND I	1,059,817.	982,182.
CBL & ASSOCIATES PROPERTIES	704,868.	137,610.
FPA INTERNATIONAL VALUE FUND	2,946,818.	3,107,221.
HENDERSON EUROPEAN FOCUS FD CL	2,277,706.	2,071,830.
JOHCM EMERGING MARKETS OPPORTU	3,245,362.	3,214,600.
LYFT INC	1,366,760.	1,447,494.
PRANA BIOTECHNOLOGY LIMITED	500,000.	24,651.
SL GREEN RLTY CORP PFD SER I -	241,806.	254,100.
TCW EMERGING MARKETS INCOME FU	2,584,263.	2,642,757.
VANGUARD FTSE DEVELOPED MARKET	3,945,749.	4,196,687.
YACKTMAN FUND, INC	1,893,603.	1,770,616.
TOTALS	<u>20,766,752.</u>	<u>19,849,748.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AAVIN MEZZANINE FUND LP	2,244,975.	2,352,773.
ABERDEEN VENTURE PARTNERS XI (	757,656.	639,696.
ADYEN BV	3,279.	233,280.
ALTEGRIS MULTI-STRATEGY FUND L	3,500,000.	4,440,629.
APOLLO ATHENE DEDICATED INVEST	754,608.	787,009.
APOLLO EUROPEAN PRNCPL FNC FD	634,962.	788,489.
APOLLO INFRA EQUITY FEEDER FUN	1,000,935.	1,151,107.
APOLLO INFRA EQUITY FEEDER FUN	279,606.	321,556.
APOLLO INFRA EQUITY FEEDER FUN	1,746,092.	1,993,234.
APOLLO INFRA EQUITY INTL FUND	328,882.	378,225.
APOLLO TOTAL RETURN FUND (OFFS	3,000,000.	3,224,439.
BERENS GLOBAL VALUE FUND LTD	1,000,000.	1,025,194.
CAPITAL INTERNATIONAL PRIVATE	711,768.	63,188.
CAPITAL INTERNATIONAL PRIVATE	2,591,385.	2,511,330.
CASDIN PARTNERS OFFSHORE LTD	4,000,000.	4,426,295.
COLUMBIA SPECTRUM PARTNERS II-	1,267,251.	1,266,734.
CORSAIR III FINANCIAL SRVCS CP	840,957.	1,283,567.
CORSAIR III FINANCIAL SRVCS OF		
CORSAIR KOREA INVESTORS LLC	761,945.	1,188,243.
EAST ROCK FOCUS FUND LP	6,850,507.	7,320,027.
EDGE PRINCIPAL INVESTMENTS II,	504,079.	440,182.
EDGE PRINCIPAL INVESTMENTS III	2,582,500.	4,222,449.
EDGE PRINCIPAL INVESTMENTS IV	1,936,424.	2,227,010.
EDGE PRINCIPAL INVESTMENTS, LP	41,617.	17,870.
ENTERPRISE 299 ASSOCIATES		7,639,379.
ENTERPRISE WEXFORD ASSOCIATES	637,500.	324,894.
ENTERPRISE WEXFORD ELEVEN LLC	109,088.	172,549.
EUNETWORKS HOLDINGS LP	1,053,572.	1,052,778.
GAIP 2019 (BERMUDA) AIV LP		1.
GCM OFFSHORE EQUITY PARTNERS L	3,000,000.	3,487,921.
HARVEST MLP INCOME FUND II LLC	2,893,031.	2,869,771.
HEALTH VELOCITY CAPITAL I LP	613,474.	681,694.
HOUND PARTNERS CONCENTRATED FU	317,621.	390,900.

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 7 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
HOUND PARTNERS LP	155,521.	433,064.
IGNIA FUND I, LP	1,587,935.	766,384.
JAMES FOUNDATION INVESTMENTS L	529,177.	1,296,630.
KAYNE SENIOR CREDIT II OFFSHOR	1,041,036.	1,034,217.
KF PAGLIA-JAMES ASSOCIATES LLC	10,463,626.	9,225,352.
KLD INVESTORS LLC	1,014,525.	914,525.
PALOMA INTERNATIONAL LIMITED	2,000,260.	4,824,154.
PERSHING SQUARE INTL LTD CLASS	2,061,369.	4,103,004.
RAGING CAPITAL OFFSHORE FUND L	2,000,000.	2,253,719.
RCG LONGVIEW II, LP	5,585.	3,480.
RCR JAMES ASSOCIATES, LLC	35,258,976.	46,439,630.
SCULPTOR (F/N/A OCH-ZIFF) REAL	728,160.	790,938.
SEAVEST PROPERTIES III, LLC	532,832.	42,754.
SELECT EQUITY OFFSHORE	3,000,000.	4,326,266.
SIERRA CAPITAL LP	49,700.	74,139.
SIMCOE PARTNERS OFFSHORE LTD	1,000,000.	1,306,881.
SIRE SPV OFFSHORE LTD	16,921.	21,554.
SPECIAL VALUE OPPORTUNITIES FU	476,233.	23,554.
STRATEGIC PARTNERS OFFSHORE FU	5,651.	623,603.
TEMPLETON GLOBAL SUMMITS (CAYM	2,000,000.	1,948,286.
TENNENBAUM SPECIAL SITUATIONS	2,582,477.	2,698,446.
TT EMERGING MARKETS OPP FUND I	3,000,000.	3,144,898.
WEXFORD OFFSHORE SPECTRUM FUND	20,504.	230,903.
ZAMA CAPITAL FUND LP	2,027,832.	2,222,649.
ZEPHYR PEACOCK INDIA FUND II L	244,831.	145,323.
ZEPHYR PEACOCK INDIA FUND III	487,552.	571,644.
GAIP 2019 AIV B, LP	666.	666.
GENERAL ATL INV PTNS 2019 LP		1.
TOTALS	<u>118,255,083.</u>	<u>148,389,077.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
RETURNED GRANT	6,371.
TOTAL	<u>6,371.</u>

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
53194180.		PUBLICLY-TRADED SECURITIES 2,637,403.					50556777.	
		PASSTHROUGH K1 CAPITAL GAIN/(LOSS)					14511381.	
393,288.		ADYEN BV 6,080.				P	01/25/2008 387,208.	02/11/2019
825,800.		ADYEN BV 12,671.				P	01/25/2008 813,129.	02/18/2019
1,245,973.		ADYEN BV 18,773.				P	01/25/2008 1,227,200.	03/18/2019
7,774,776.		ADYEN BV 131,482.				P	01/25/2008 7,643,294.	03/19/2019
1,560,939.		ADYEN BV 23,919.				P	01/25/2008 1,537,020.	03/20/2019
671,981.		ADYEN BV 9,711.				P	01/25/2008 662,270.	04/11/2019
7,317.		ASCENTY INVESTORS III LLC 7,380.				D	07/01/2018 -63.	04/10/2019
11,290.		KAYNE SENIOR CREDIT FUND (QP), LP 11,300.				P	01/29/2013 -10.	12/31/2019
595.		CG DISTRIBUTION - KAYNE SENIOR CREDIT II					595.	
877,274.		ENTERPRISE 299 ASSOC - DISTRIB IN EXCESS					877,274.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
43,200.		SEAVEST PROPERTIES III - DISTRIB IN EXCE					43,200.	
TOTAL GAIN (LOSS)							<u>78259275.</u>	

ROBERT AND ARDIS JAMES FOUNDATION, INC. 2019 FORM 990-PF
 FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

46-3298762

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
RALPH JAMES FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
ROBERT JAMES FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, PRES 10.00	0.	0.	0.
CATHERINE JAMES PAGLIA FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, SEC, TREAS 10.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
DYSON CAPITAL ADVISORS, LLC 201 NORTH UNION ST., SUITE 300 ALEXANDRIA, VA 22314	INVESTMENT MGMT	243,125.
ENTERPRISE ASSET MANAGEMENT INC. 521 FIFTH AVENUE, SUITE 1804 NEW YORK, NY 10175	ADMIN & INVESTMENT	202,500.
FOUNDATION SOURCE 55 WALLS DRIVE FAIRFIELD, CT 06824	ADMINISTRATIVE	171,586.
TOTAL COMPENSATION		<u>617,211.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
ALZHEIMER'S ASSOCIATION - CONNECTICUT CHAPTER 200 EXECUTIVE BLVD STE 4B SOUTHINGTON, CT 06489	N/A PC		GENERAL & UNRESTRICTED	1,000
AMERICAN ENTERPRISE INSTITUTE FOR PUBLIC POLICY RE 1789 MASSACHUSETTS AVE NW WASHINGTON, DC 20036	N/A PC		GENERAL & UNRESTRICTED	10,000
AMERICAN QUILT STUDY GROUP 1610 L ST LINCOLN, NE 68508	N/A PC		GENERAL & UNRESTRICTED	2,500
BUILDING ONE COMMUNITY CORP 75 SELLECK ST STAMFORD, CT 06902	N/A PC		GENERAL & UNRESTRICTED	10,000
CARLETON COLLEGE 1 N COLLEGE ST NORTHFIELD, MN 55057	N/A PC		GENERAL & UNRESTRICTED	5,120,000
CARNEGIE ENDOWMENT FOR INTERNATIONAL PEACE 1779 MASSACHUSETTS AV NW WASHINGTON, DC 20036	N/A PC		GENERAL & UNRESTRICTED	100,000

ATTACHMENT 11

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
CARNEGIE ENDOWMENT FOR INTERNATIONAL PEACE 1779 MASSACHUSETTS AV NW WASHINGTON, DC 20036	N/A	PC	TO SUPPORT DEVELOPMENT EFFORTS	150,000
CATHOLIC CHARITIES OF FAIRFIELD COUNTY INC 90 FAIRFIELD AVE STAMFORD, CT 06904	N/A	PC	GENERAL & UNRESTRICTED	15,000
CATHOLIC CHARITIES OF FAIRFIELD COUNTY INC 90 FAIRFIELD AVE STAMFORD, CT 06904	N/A	PC	FOURTH INSTALLMENT OF A CAPITAL PLEDGE FOR THE NEW COVENANT CENTER IN STAMFORD, CT	50,000
CATO INSTITUTE 1000 MASSACHUSETTS AVE NW WASHINGTON, DC 20001	N/A	PC	GENERAL & UNRESTRICTED	50,000
COOKE SCHOOL AND INSTITUTE 475 RIVERSIDE DR STE 730 NEW YORK, NY 10115	N/A	PC	GENERAL & UNRESTRICTED	50,000
DONNE UNIVERSITY 1014 BOSWELL AVE CRETE, NE 68333	N/A	PC	GENERAL & UNRESTRICTED	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DOANE UNIVERSITY 1014 BOSWELL AVE CRETE, NE 68333	N/A PC	FOURTH INSTALLMENT OF CAPITAL PLEDGE	150,000
EDUCATIONAL ALLIANCE INC 197 E BROADWAY NEW YORK, NY 10002	N/A PC	GENERAL & UNRESTRICTED	10,000
EL PORVENIR 80 GARDEN CENTER, STE 135 BROOMFIELD, CO 80020	N/A PC	GENERAL & UNRESTRICTED	10,000
FRACTURED ATLAS INC PO BOX 55 HARTSDALE, NY 10530	N/A PC	SURVIVOR PORTRAITS AND THE ECHOES OF HISTORY	20,000
FRIENDS OF INTERNATIONAL QUILT STUDY CENTER & MUSE PO BOX 21936 LINCOLN, NE 68542	N/A PC	GENERAL & UNRESTRICTED	10,000
FRIENDS OF NGONG ROAD PO BOX 581308 MINNEAPOLIS, MN 55458	N/A PC	GENERAL & UNRESTRICTED	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF NGONG ROAD PO BOX 581308 MINNEAPOLIS, MN 55458	N/A PC	SECOND INSTALLMENT OF PLEDGE TO SUSTAINING PLEDGE PROGRAM	50,000
HARVARD BUSINESS SCHOOL PO BOX 412275 BOSTON, MA 02241	N/A PC	GENERAL & UNRESTRICTED	125,000
HARVARD BUSINESS SCHOOL PO BOX 412275 BOSTON, MA 02241	N/A PC	FIFTH AND FINAL PAYMENT OF FIVE-YEAR PLEDGE	400,000
HARVARD BUSINESS SCHOOL PO BOX 412275 BOSTON, MA 02241	N/A PC	FOR THE CATHERINE JAMES PAGLIA (MBA 1976) SEARCH FUND FELLOWSHIP	250,000
HARVARD BUSINESS SCHOOL PO BOX 412275 BOSTON, MA 02241	N/A PC	JAMES FAMILY FELLOWSHIP FUND	25,000
HARVARD BUSINESS SCHOOL PO BOX 412275 BOSTON, MA 02241	N/A PC	THE FIRST INSTALLMENT OF A \$10,000,000 PLEDGE	2,000,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HARVARD UNIVERSITY - RADCLIFFE INSTITUTE FOR ADVAN 10 GARDEN ST CAMBRIDGE, MA 02138	N/A PC		GENERAL & UNRESTRICTED	10,000
HARVARD UNIVERSITY - RADCLIFFE INSTITUTE FOR ADVAN 10 GARDEN ST CAMBRIDGE, MA 02138	N/A PC		FOURTH INSTALLMENT OF CAPITAL PLEDGE TO ESTABLISH THE ARDIS BUTLER JAMES FUND FOR SCIENCE AT THE RADCLIFFE INSTITUTE FOR ADVANCED STUDY	200,000
HARVARD UNIVERSITY - RADCLIFFE INSTITUTE FOR ADVAN 10 GARDEN ST CAMBRIDGE, MA 02138	N/A PC		FOURTH INSTALLMENT OF PLEDGE TO ESTABLISH THE ARDIS BUTLER JAMES FUND FOR DIVERSITY AT THE SCHLESINGER LIBRARY	100,000
HARVARD UNIVERSITY GRADUATE SCHOOL OF ARTS & SCIEN 124 MOUNT AUBURN ST CAMBRIDGE, MA 02138	N/A PC		GENERAL & UNRESTRICTED	25,000
HARVARD UNIVERSITY GRADUATE SCHOOL OF ARTS & SCIEN 124 MOUNT AUBURN ST CAMBRIDGE, MA 02138	N/A PC		THIS IS THE FOURTH INSTALLMENT OF A \$1,000,000 CAP	200,000
HELEN KELLER INTERNATIONAL ONE DAG HAMMARSKJOLD PLZ FL 2 NEW YORK, NY 10017	N/A PC		GENERAL & UNRESTRICTED	110,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HUMAN RIGHTS IN CHINA INC 110 WALL ST NEW YORK, NY 10005	N/A PC		GENERAL & UNRESTRICTED	10,000
HUMAN RIGHTS WATCH INC 350 5TH AVE 34TH FL NEW YORK, NY 10118	N/A PC		GENERAL & UNRESTRICTED	25,000
MANHATTAN INSTITUTE FOR POLICY RESEARCH INC 52 VANDERBILT AVE NEW YORK, NY 10017	N/A PC		GENERAL & UNRESTRICTED	200,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 600 MEMORIAL DR, W98-200 CAMBRIDGE, MA 02139	N/A PC		GENERAL & UNRESTRICTED	10,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 600 MEMORIAL DR, W98-200 CAMBRIDGE, MA 02139	N/A PC		FOURTH INSTALLMENT OF A FIVE-YEAR PLEDGE TO ESTABLISH THE ENDOWED ROBERT G JAMES CAREER DEVELOPMENT PROFESSORSHIP FOR JUNIOR FACULTY MEMBERS IN THE MIT SLOAN SCHOOL OF MANAGEMENT	600,000
MIDTOWN ARTS COMMON AT SAINT PETERS CHURCH 619 LEXINGTON AVE NEW YORK, NY 10022	N/A PC		FOR THE BENEFIT OF THE CAPITAL CAMPAIGN, RESTORING A MASTERWORK TO SUPPORT THE CONSERVATION OF THE NEVELSON CHAPEL AT ST PETER'S CHURCH IN NEW YORK	100,000

ATTACHMENT 11 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MOURNING HOPE 4919 BALDWIN AVE LINCOLN, NE 68504	N/A PC	GENERAL & UNRESTRICTED	100,250
NAVY SUPPLY CORPS FOUNDATION INCORPORATED 3651 MARS HILL RD STE 200B WATKINSVILLE, GA 30677	N/A PC	GENERAL & UNRESTRICTED	25,000
NEBRASKA WESLEYAN UNIVERSITY 5000 SAINT PAUL AVE LINCOLN, NE 68504	N/A PC	GENERAL & UNRESTRICTED	5,000
ORD TOWNSHIP LIBRARY FOUNDATION INC 1718 M ST ORD, NE 68862	N/A PC	GENERAL & UNRESTRICTED	5,000
P E F ISRAEL ENDOWMENT FUNDS INC 630 3RD AVE 15TH FL NEW YORK, NY 10017	N/A PC	FOR SIKKUY	200,000
PARTNERS HEALTHCARE SYSTEM INC - SPAULDING REHAB H 1575 CAMBRIDGE ST CAMBRIDGE, MA 02138	N/A PC	GENERAL & UNRESTRICTED	100,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PLATTE INSTITUTE FOR ECONOMIC RESEARCH INC 6910 PACIFIC ST STE 216 OMAHA, NE 68106	N/A PC		GENERAL & UNRESTRICTED	65,000
PRESIDENT AND FELLOWS OF HARVARD COLLEGE PO BOX 419209 BOSTON, MA 02241	N/A PC		SECOND INSTALLMENT OF 5-YEAR PLEDGE TO ANDOVER HALL RENEWAL FUND	2,000,000
PRESIDENT AND FELLOWS OF HARVARD COLLEGE - HARVARD 13 APPIAN WAY CAMBRIDGE, MA 02138	N/A PC		GENERAL & UNRESTRICTED	200,000
PRESIDENT AND FELLOWS OF HARVARD COLLEGE - HARVARD 13 APPIAN WAY CAMBRIDGE, MA 02138	N/A PC		FOURTH INSTALLMENT OF 5-YEAR PLEDGE TO SUPPORT DEAN'S VENTURE FUND AT THE HARVARD GRADUATE SCHOOL OF EDUCATION	200,000
PROJECT MUSIC PO BOX 112016 STAMFORD, CT 06911	N/A PC		GENERAL & UNRESTRICTED	15,000
RIVERVIEW SCHOOL INC 551 RTE 6A EAST SANDWICH, MA 02537	N/A PC		GENERAL & UNRESTRICTED	20,000

ATTACHMENT 11 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RIVERVIEW SCHOOL INC 551 RTE 6A EAST SANDWICH, MA 02537	N/A PC	CONTRIBUTION TO THE WELLNESS CAMPAIGN	100,000
RIVERVIEW SCHOOL INC 551 RTE 6A EAST SANDWICH, MA 02537	N/A PC	FOURTH INSTALLMENT OF 5-YEAR PLEDGE	50,000
SAFE HORIZON INC 2 LAFAYETTE ST FL 3 NEW YORK, NY 10007	N/A PC	GENERAL & UNRESTRICTED	10,000
ST MICHAEL THE ARCHANGEL PARISH 469 N ST GREENWICH, CT 06830	N/A PC	GENERAL & UNRESTRICTED	300,000
STAMFORD HOSPITAL 1351 WASHINGTON BLVD STE 20 STAMFORD, CT 06902	N/A PC	GENERAL & UNRESTRICTED	20,000
STAMFORD HOSPITAL 1351 WASHINGTON BLVD STE 20 STAMFORD, CT 06902	N/A PC	CHARITABLE EVENT	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
STAMFORD HOSPITAL 1351 WASHINGTON BLVD STE 20 STAMFORD, CT 06902	N/A PC		FOURTH INSTALLMENT OF 5-YEAR PLEDGE	50,000
SUMNER SEARCH BOSTON 3840 WASHINGTON ST, STE 2 JAWAICA PLAIN, MA 02130	N/A PC		GENERAL & UNRESTRICTED	100,000
TENACITY INC 38 EVERETT ST, LOWER LEVEL BOSTON, MA 02134	N/A PC		GENERAL & UNRESTRICTED	150,000
TEXTILE SOCIETY OF AMERICA INC 1101 ST PAUL ST, STE 603 BALTIMORE, MD 21202	N/A PC		GRANT TO COVER THE EXPENSES RELATED TO THE FOUR PLENARY SPEAKERS FOR OCTOBER 2020 SYMPOSIUM	12,000
THE CONNECTION INC 100 ROSCOMMON DR STE 203 MIDDLETOWN, CT 06457	N/A PC		GENERAL & UNRESTRICTED	50,000
THE PRESBYTERIAN CHURCH OF MT KISCO 605 MILLWOOD RD MT KISCO, NY 10549	N/A PC		GENERAL & UNRESTRICTED	25,000

ATTACHMENT 11 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
THE YANKEE INSTITUTE FOR PUBLIC POLICY STUDIES INC 216 MAIN ST HARTFORD, CT 06106	N/A	PC	GENERAL & UNRESTRICTED	125,000
THE YANKEE INSTITUTE FOR PUBLIC POLICY STUDIES INC 216 MAIN ST HARTFORD, CT 06106	N/A	PC	FINAL PAYMENT ON CHALLENGE GRANT PLEDGE FOR 2019	60,388
THE YANKEE INSTITUTE FOR PUBLIC POLICY STUDIES INC 216 MAIN ST HARTFORD, CT 06106	N/A	PC	PARTIAL PAYMENT ON CHALLENGE GRANT PLEDGE FOR 2019	139,612
THEATER MASTERS PO BOX 899 ASPEN, CO 81612	N/A	PC	GENERAL & UNRESTRICTED	10,000
UNITED WAY OF GREENWICH INC 500 W PUTNAM AVE STE 415 GREENWICH, CT 06830	N/A	PC	GENERAL & UNRESTRICTED	10,000
UNIVERSITY OF MASSACHUSETTS FOUNDATION INC ONE BEACON ST 31ST FL BOSTON, MA 02108	N/A	PC	GENERAL & UNRESTRICTED	250,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)					
RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT		
UNIVERSITY OF NEBRASKA FOUNDATION 1010 LINCOLN MALL, STE 300 LINCOLN, NE 68508	N/A PC	FIFTH INSTALLMENT IN 7-YEAR PLEDGE	425,000		
UNIVERSITY OF NEBRASKA FOUNDATION - INTERNATIONAL 1010 LINCOLN MALL, STE 300 LINCOLN, NE 68583	N/A PC	GENERAL & UNRESTRICTED	20,000		
UNIVERSITY OF NEBRASKA FOUNDATION - INTERNATIONAL 1010 LINCOLN MALL, STE 300 LINCOLN, NE 68583	N/A PC	FUND QUILT ACQUISITIONS	- 200,000		
US FRIENDS OF THE INTERNATIONAL INSTITUTE FOR STRA 2121 K ST NW STE 801 WASHINGTON, DC 20037	N/A PC	GENERAL & UNRESTRICTED	20,000		
WALLIN EDUCATION PARTNERS 5200 WILLSON RD STE 209 MINNEAPOLIS, MN 55424	N/A PC	THIRD INSTALLMENT OF A GRANT PROPOSAL	100,000		
WILLA CATHER FOUNDATION 413 N WEBSTER ST RED CLOUD, NE 68970	N/A PC	GENERAL & UNRESTRICTED	10,000		
TOTAL CONTRIBUTIONS PAID			15,391,750		

ATTACHMENT 11 (CONT'D)

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 12

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME	
		AMOUNT	CODE	AMOUNT	
K-1 INC/LOSS	525990	-103,316.	14	3,412,316.	
STATE TAX REFUND			01	3,301.	
FOREIGN CURRENCY GAIN			01	1,915.	
OTHER INVESTMENT INCOME			14	5,550.	
DIVIDEND INCOME FROM PFIC			14	112,253.	
BANK CHARGE REFUNDS			01	240.	
TOTALS		<u>-103,316.</u>		<u>3,535,575.</u>	

FEDERAL FOOTNOTES

FORM 990-PF, PART VII-A, LINE 11 - CONTROLLED ENTITY

NAME OF CONTROLLED ENTITY: JAMES FOUNDATION INVESTMENTS, LTD.

EIN: N/A

STREET ADDRESS: PO BOX 309GT, UGLAND HOUSE, GRAND CAYMAN, CAYMAN
ISLANDS KY1-1104

THIS ENTITY IS NOT AN EXCESS BUSINESS HOLDING.

NO TRANSFERS WERE MADE DURING 2019 FROM THE FOUNDATION TO THIS ENTITY
OR FROM THIS ENTITY TO THE FOUNDATION.