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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 , and ending

Name of foundation: JULIAN GRACE FOUNDATION

A Employer identification number: 47-1645999

Number and street (or P O box number if mail is not delivered to street address): 1849 GREEN BAY ROAD — Room/suite: 280

B Telephone number: 847-780-3413

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City or town, state or province, country, and ZIP or foreign postal code: HIGHLAND PARK, IL 60035

C If exemption application is pending, check here ▶ ☐

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

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

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

04

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 94,856,253.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d), must be on cash basis.)

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

03/04

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))

	Line	(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	19,649,280.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,491,086.	1,491,086.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,305,413.			STATEMENT 1
	b Gross sales price for all assets on line 6a 31,124,891.				
	7 Capital gain net income (from Part IV, line 2)		13,264,463.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	1,339.	1,339.		STATEMENT 3
	12 **Total** Add lines 1 through 11	26,447,118.	14,756,888.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees etc	130,488.	0.		130,488.
	14 Other employee salaries and wages	92,720.	0.		92,720.
	15 Pension plans, employee benefits	32,024.	0.		32,024.
	16a Legal fees STMT 4	2,147.	0.		2,147.
	b Accounting fees STMT 5	9,975.	0.		9,975.
	c Other professional fees STMT 6	302,784.	247,060.		55,724.
	17 Interest				
	18 Taxes STMT 7	199,972.	47,897.		17,075.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	44,174.	0.		44,174.
	22 Printing and publications				
	23 Other expenses STMT 8	73,662.	15,234.		58,428.
	24 **Total operating and administrative expenses** Add lines 13 through 23	887,946.	310,191.		442,755.
	25 Contributions, gifts, grants paid	4,140,626.			4,140,626.
	26 **Total expenses and disbursements** Add lines 24 and 25	5,028,572.	310,191.		4,583,381.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	21,418,546.			
	b **Net investment income** (if negative, enter -0-)		14,446,697.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

8A

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55 Received in Batching Ogden SEP 22 2020

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	932,639.	480,219.	480,219.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	350.	379.	379.
	10a Investments - U.S and state government obligations			
	b Investments - corporate stock STMT 9	39,587,387.	65,335,180.	65,335,180.
	c Investments - corporate bonds STMT 10	5,511,372.	7,284,425.	7,284,425.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	14,345,387.	21,756,050.	21,756,050.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	60,377,135.	94,856,253.	94,856,253.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here ▶ ☐ 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	0.	0.	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	28 Retained earnings, accumulated income, endowment, or other funds	60,377,135.	94,856,253.	
	29 **Total net assets or fund balances**	60,377,135.	94,856,253.	
	30 **Total liabilities and net assets/fund balances**	60,377,135.	94,856,253.	

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	60,377,135.
2	Enter amount from Part I, line 27a	2	21,418,546.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	13,060,572.
4	Add lines 1, 2, and 3	4	94,856,253.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	94,856,253.

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923511 12-17-19

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENTS

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
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	31,124,891.		17,860,428.	13,264,463.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				13,264,463.

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 — 13,264,463.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	3,798,725.	63,526,872.	.059797
2017	3,518,199.	48,468,601.	.072587
2016	2,809,102.	45,744,992.	.061408
2015	1,764,550.	25,116,741.	.070254
2014	0.	6,312,700.	.000000

2	**Total** of line 1, column (d)	2	.264046
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	.052809
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	71,534,740.
5	Multiply line 4 by line 3	5	3,777,678.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	144,467.
7	Add lines 5 and 6	7	3,922,145.
8	Enter qualifying distributions from Part XII, line 4	8	4,583,381.

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 IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	GOLDMAN SACHS - 9367 (SEE ATTACHED)	P	VARIOUS	12/31/19
b	GOLDMAN SACHS - 9367 (SEE ATTACHED)	P	VARIOUS	12/31/19
c	GOLDMAN SACHS - 9367 (SEE ATTACHED)	P	VARIOUS	12/31/19
d	GOLDMAN SACHS - 9359 (SEE ATTACHED)	P	VARIOUS	12/31/19
e	GOLDMAN SACHS - 9359 (SEE ATTACHED)	P	VARIOUS	12/31/19
f	GOLDMAN SACHS - 9276 (SEE ATTACHED)	P	VARIOUS	12/31/19
g	GOLDMAN SACHS - 9168 (SEE ATTACHED)	P	VARIOUS	12/31/19
h	GOLDMAN SACHS - 9168 (SEE ATTACHED)	P	VARIOUS	12/31/19
i	GOLDMAN SACHS - 9168 (SEE ATTACHED)	P	VARIOUS	12/31/19
j	18,250 SHS PAYLOCITY HLDGS	D	03/15/18	02/14/19
k	36,000 SHS PAYLOCITY HLDGS	D	03/15/18	02/14/19
l	18,250 SHS PAYLOCITY HLDGS	D	03/15/18	05/08/19
m	18,250 SHS PAYLOCITY HLDGS	D	03/15/18	05/13/19
n	36,000 SHS PAYLOCITY HLDGS	D	03/15/18	05/13/19
o	18,250 SHS PAYLOCITY HLDGS	D	03/15/18	05/13/19

	(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	29.			29.
b	6,200,445.		5,794,007.	406,438.
c	4,472,727.		4,442,061.	30,666.
d	3,503,590.		3,444,241.	59,349.
e	1,720,812.		1,716,406.	4,406.
f	931,064.		923,346.	7,718.
g	7,724.			7,724.
h	743,482.		803,525.	-60,043.
i	741,925.		736,842.	5,083.
j	1,478,052.			1,478,052.
k	2,915,522.			2,915,522.
l	1,742,085.			1,742,085.
m	1,478,048.			1,478,048.
n	3,436,309.			3,436,309.
o	1,742,019.			1,742,019.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				29.
b				406,438.
c				30,666.
d				59,349.
e				4,406.
f				7,718.
g				7,724.
h				-60,043.
i				5,083.
j				1,478,052.
k				2,915,522.
l				1,742,085.
m				1,478,048.
n				3,436,309.
o				1,742,019.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c); If (loss), enter "-0-" in Part I, line 8	3	

923591
04-01-19

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	U.S. REAL PROPERTY INCOME FUND K-1	P	VARIOUS	12/31/19
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	2,359.			2,359.
b	8,699.			8,699.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				2,359.
b				8,699.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	13,264,463.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

923591
04-01-19

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 ▶ [X] and enter 1% of Part I, line 27b		1	144,467.
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	144,467.
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	144,467.
6	Credits/Payments:			
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a 149,975.		
b	Exempt foreign organizations - tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d 0.		
7	Total credits and payments Add lines 6a through 6d		7	149,975.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	0.
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	5,508.
11	Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ▶ 5,508. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

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

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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?	13	X	

Website address ▶ HTTPS://JULIANGRACE.ORG

14 The books are in care of ▶ SOHEIL SOHEIL Telephone no. ▶ 847-780-3413
Located at ▶ 1849 GREEN BAY ROAD, NO. 280, HIGHLAND PARK, IL ZIP+4 ▶ 60035

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 N/A

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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 N/A	1b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☒ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)	3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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?	4b		X

Form **990-PF** (2019)

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

			Yes	No
5a During the year, did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☒ Yes ☐ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b	X	
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? SEE STATEMENT 13	☒ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	☐ Yes ☒ No			

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		130,488.	18,621.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JENNA BELTRANO - 1849 GREEN BAY ROAD, STE 280, HIGHLAND PARK, IL	GRANTS MANAGER 40.00	46,469.	7,136.	0.

Total number of other employees paid over $50,000 ▶ 0

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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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	71,216,108.
b	Average of monthly cash balances			1b	1,407,994.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	72,624,102.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	72,624,102.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	1,089,362.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	71,534,740.
6	**Minimum investment return** Enter 5% of line 5			6	3,576,737.

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	3,576,737.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	144,467.		
b	Income tax for 2019 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	144,467.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	3,432,270.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	3,432,270.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	3,432,270.

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	4,583,381.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	4,583,381.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	144,467.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	4,438,914.

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				3,432,270.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015 820,058.				
c From 2016 490,549.				
d From 2017 1,680,266.				
e From 2018 832,431.				
f **Total** of lines 3a through e	3,823,304.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 4,583,381.				
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				3,432,270.
e Remaining amount distributed out of corpus	1,151,111.			
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	4,974,415.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				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	0.			
9 **Excess distributions carryover to 2020** Subtract lines 7 and 8 from line 6a	4,974,415.			
10 Analysis of line 9:				
a Excess from 2015 820,058.				
b Excess from 2016 490,549.				
c Excess from 2017 1,680,266.				
d Excess from 2018 832,431.				
e Excess from 2019 1,151,111.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

SEE STATEMENT 14

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

SEE STATEMENT 15

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICAN HEADACHE ASSOCIATION 2610 LAKE COOK RD, SUITE 160 RIVERWOODS, IL 60015	N/A	PC	GENERAL OPERATING SUPPORT	80,000.
ANGIOMA ALLIANCE 161 JEFFERSON DRIVE PALMYRA, VA 22963	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
BOYS AND GIRLS CLUB OF LAKE COUNTY 1801 SHERIDAN RD, STE 202 NORTH CHICAGO, IL 60064	N/A	PC	GENERAL OPERATING SUPPORT	27,500.
CHICAGO CENTER FOR ARTS AND TECHNOLOGY (CHICAT) 1701 W. 13TH STREET CHICAGO, IL 60608	N/A	PC	GENERAL OPERATING SUPPORT	101,500.
CHICAGO COMMUNITY FOUNDATION C/O CHICAGO COMMUNITY TRUST 225 N. MICHIGAN AVE CHICAGO, IL 60601	N/A	PC	GENERAL OPERATING SUPPORT	28,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	4,140,626.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHICAGO PUBLIC ART GROUP 600 WEST CERMAK ROAD, SUITE 3B CHICAGO, IL 60616	N/A	PC	GENERAL OPERATING SUPPORT	1,500.
CHINESE AMERICAN SERVICE LEAGUE 2141 TAN COURT CHICAGO, IL 60616	N/A	PC	GENERAL OPERATING SUPPORT	105,000.
CHINESE MUTUAL AID ASSOCIATION 1016 W. ARGYLE STREET CHICAGO, IL 60640	N/A	PC	GENERAL OPERATING SUPPORT	98,000.
CITIZENS' CLIMATE EDUCATION 1330 ORANGE AVE., #309 CORONADO, CA 92118	N/A	PC	GENERAL OPERATING SUPPORT	12,000.
COLLEGE OF LAKE COUNTY 19351 WEST WASHINGTON STREET GRAYSLAKE, IL 60030	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
COMMUNITY ACTIVISM LAW ALLIANCE (CALA) 17 N. STATE STREET CHICAGO, IL 60602	N/A	PC	GENERAL OPERATING SUPPORT	222,000.
CURT'S CAFE 2922 CENTRAL STREET, APT. 3E EVANSTON, IL 60201	N/A	PC	GENERAL OPERATING SUPPORT	60,000.
DEPAUL UNIVERSITY 1 E. JACKSON BLVD. CHICAGO, IL 60604	N/A	PC	GENERAL OPERATING SUPPORT	205,500.
DUPAGE FEDERATION ON HUMAN SERVICES REFORM 246 E. JANATA BOULEVARD, SUITE 265 LOMBARD, IL 60148	N/A	PC	GENERAL OPERATING SUPPORT	20,000.
FAITH IN PLACE 70 E LAKE STREET, SUITE 920 CHICAGO, IL 60601	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
Total from continuation sheets				3,853,626.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FENIX FAMILY HEALTH CENTER 130 WASHINGTON STREET HIGHWOOD, IL 60040	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
FIELD MUSEUM 1400 S. LAKE SHORE DRIVE CHICAGO, IL 60605	N/A	PC	GENERAL OPERATING SUPPORT	2,500.
FIRST STAR 2049 CENTURY PARK EAST, STE 4320 LOS ANGELES, CA 90067	N/A	PC	GENERAL OPERATING SUPPORT	100,000.
FREE SPIRIT MEDIA 906 S. HOMAN AVE CHICAGO, IL 60624	N/A	PC	GENERAL OPERATING SUPPORT	60,000.
FUNDACION ASISTENCIAL MARIA ROSA 3ERA CALLE COMAYAGUELA, HONDURAS 504	N/A	PC	GENERAL OPERATING SUPPORT	227,200.
GEENA DAVIS INSTITUTE ON GENDER IN MEDIA AT MOUNT SAINT MARY'S UNIVERSITY 10 CHESTER PLACE, BUILDING 8 LOS ANGELES, CA 90007	N/A	PC	GENERAL OPERATING SUPPORT	107,000.
HEART OF THE CITY P.O. BOX 356 WAUKEGAN, IL 60079	N/A	PC	GENERAL OPERATING SUPPORT	44,777.
INSTITUTE OF POSITIVE EDUCATION 7825 S. ELLIS AVE. CHICAGO, IL 60619	N/A	PC	GENERAL OPERATING SUPPORT	35,000.
INTERFAITH BROADCASTING COMMISSION 630 NINTH AVENUE NEW YORK, NY 10036	N/A	PC	GENERAL OPERATING SUPPORT	25,005.
INTERFAITH YOUTH CORE 141 W JACKSON BLVD, SUITE 3200 CHICAGO, IL 60604	N/A	PC	GENERAL OPERATING SUPPORT	100,000.
Total from continuation sheets				

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEWISH FEDERATION OF NORTHWEST INDIANA 585 PROGRESS AVE MUNSTER, IN 46321	N/A	PC	GENERAL OPERATING SUPPORT	20,000.
KESHET 600 ACADEMY DR., SUITE 130 NORTHBROOK, IL 60062	N/A	PC	GENERAL OPERATING SUPPORT	50,000.
LITTLE VILLAGE ENVIRONMENTAL JUSTICE ORGANIZATION 2445 S. SPAULDING CHICAGO, IL 60623	N/A	PC	GENERAL OPERATING SUPPORT	75,000.
LYTE COLLECTIVE 2333 N KILDARE AVE CHICAGO, IL 60639	N/A	PC	GENERAL OPERATING SUPPORT	20,000.
MANO A MANO FAMILY RESOURCE CENTER 6 EAST MAIN STREET ROUND LAKE PARK, IL 60073	N/A	PC	GENERAL OPERATING SUPPORT	360,500.
MIND TREASURES 11405 LEGACY TERRACE SAN DIEGO, CA 92131	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
MOREHOUSE COLLEGE 830 WESTVIEW DRIVE SW ATLANTA, GA 30314	N/A	PC	GENERAL OPERATING SUPPORT	40,000.
NICAT - THE JEWISH FEDERATION OF GREATER PITTSBURGH 2000 TECHNOLOGY DRIVE PITTSBURGH, PA 15219	N/A	PC	GENERAL OPERATING SUPPORT	333,500.
PARTNERSHIP FOR COLLEGE COMPLETION 332 S MICHIGAN AVE 9TH FLOOR CHICAGO, IL 60604	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
PULITZER CENTER 1779 MASSACHUSETTS AVENUE NW SUITE 615 WASHINGTON, DC 20036	N/A	PC	GENERAL OPERATING SUPPORT	50,070.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RAISING HAITI P.O. BOX 21624 WASHINGTON DC, DC 20009	N/A	PC	GENERAL OPERATING SUPPORT	76,000.
SIERRA CLUB FOUNDATION 2101 WEBSTER STREET, SUITE 1250 OAKLAND, CA 94612	N/A	PC	GENERAL OPERATING SUPPORT	90,000.
SOCIEDAD AMIGOS DE LOS NINOS COLONIA MIRAFLORES, 7TA CALLE 4TA AVE SUR CONTIGUO A HOGARES PEDRO ATALA. AP TEGUCIGALPA, HONDURAS 1054	N/A	PC	GENERAL OPERATING SUPPORT	299,575.
TAHIRIH JUSTICE CENTER 6402 ARLINGTON BLVD, SUITE 300 FALLS CHURCH, VA 22042	N/A	PC	GENERAL OPERATING SUPPORT	177,500.
THE VIETNAMESE ASSOCIATION OF ILLINOIS 5110 NORTH BROADWAY CHICAGO, IL 60640	N/A	PC	GENERAL OPERATING SUPPORT	155,699.
THE YOUNG CENTER FOR IMMIGRANT CHILDREN'S RIGHTS 2245 S. MICHIGAN AVE, SUITE 301 CHICAGO, IL 60616	N/A	PC	GENERAL OPERATING SUPPORT	41,500.
UMO HO NATION PUBLIC SCHOOL 470 MAIN STREET PO BOX 280 MACY, NE 68039	N/A	PC	GENERAL OPERATING SUPPORT	24,000.
UMOJA STUDENT DEVELOPMENT CORPORATION 910 W. VAN BUREN ST, STE 710 CHICAGO, IL 60607	N/A	PC	GENERAL OPERATING SUPPORT	61,300.
WORLD CHICAGO 309 W WASHINGTON, STE 450 CHICAGO, IL 60606	N/A	PC	GENERAL OPERATING SUPPORT	100,500.
YMCA METROPOLITAN CHICAGO 1 N LASALLE SUITE 1150 CHICAGO, IL 60602	N/A	PC	GENERAL OPERATING SUPPORT	150,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ASPIRITECH NFP 1893 SHERIDAN RD, STE 103 HIGHLAND PARK, IL 60035	N/A	PC	GENERAL OPERATING SUPPORT	27,500.
CHICAGO HEIGHTENING OPPORTUNITY AND POTENTIAL FOR EDUCATIONAL SUCCESS 641 WEST LAKE STREET , SUITE 200 CHICAGO, IL 60661	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
COALITION FOR A BETTER CHINESE AMERICAN COMMUNITY 2141 S TAN CT CHICAGO, IL 60616	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
COMMUNITY YOUTH NETWORK, INC 18640 W IL ROUTE 120 GRAYSLAKE, IL 60030	N/A	PC	GENERAL OPERATING SUPPORT	20,000.
HEAD AND HEART PHILANTHROPY 5111 TELEGRAPH AVE, 146 OAKLAND, CA 94609	N/A	PC	GENERAL OPERATING SUPPORT	13,000.
ILLINOIS COALITION FOR IMMIGRANT AND REFUGEE RIGHTS 228 S. WABASH AVE CHICAGO, IL 60604	N/A	PC	GENERAL OPERATING SUPPORT	30,000.
ILLINOIS FIRST PO BOX 82 PROSPECT HEIGHTS , IL 60070	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
ILLINOIS MIGRANT COUNCIL 118 S. CLINTON ST SUITE 500 CHICAGO, IL 60661	N/A	PC	GENERAL OPERATING SUPPORT	8,000.
LATINO POLICY FORUM 180 N. MICHIGAN AVE CHICAGO, IL 60601	N/A	PC	GENERAL OPERATING SUPPORT	30,000.
PILSEN ALLIANCE 1744 W. 18TH ST CHICAGO, IL 60608	N/A	PC	GENERAL OPERATING SUPPORT	1,500.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PROJECT LINUS 14 WAKEFIELD COURT BUFFALO GROVE, IL 60089	N/A	PC	GENERAL OPERATING SUPPORT	500.
ROCKEFELLER PHILANTHROPY ADVISORS, INC. 6 WEST 48TH STREET, 10TH FLOOR NEW YORK, NY 10036	N/A	PC	GENERAL OPERATING SUPPORT	15,000.
SEATTLE INTERNATIONAL FOUNDATION 1601 5TH AVE, SUITE 1900 SEATTLE, WA 98101	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
THE KEDZIE CENTER 4141 N. KEDZIE AVE, SUITE 2 CHICAGO, IL 60618	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
HUMAN RIGHTS COLLABORATIVE AT UIC 1853 W POLK STREET CHICAGO, IL 60612	N/A	PC	GENERAL OPERATING SUPPORT	2,500.
Total from continuation sheets				

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Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,491,086.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,339.	
8 Gain or (loss) from sales of assets other than inventory			18	5,305,413.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		6,797,838.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 6,797,838.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 6-26-2020 Title: VICE PRESIDENT

May the IRS discuss this return with the preparer shown below? See instr ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHELLE PROSECKY	MICHELLE PROSECKY	06/24/20		P00967421

Firm's name ▶ PASQUESI SHEPPARD LLC — Firm's EIN ▶ 36-4049282

Firm's address ▶ 585 BANK LANE
LAKE FOREST, IL 60045 — Phone no 847-234-5000

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
JULIAN GRACE FOUNDATION	47-1645999

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: JULIAN GRACE FOUNDATION

Employer identification number: 47-1645999

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	N/A	$ 19,649,280.	Person [ ] Payroll [ ] Noncash [X] (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)

Name of organization: JULIAN GRACE FOUNDATION

Employer identification number: 47-1645999

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
1	168,000 SHARES PAYLOCITY HOLDING CORPORATION	$ 19,649,280.	12/12/19
		$	
		$	
		$	
		$	
		$	

Name of organization: JULIAN GRACE FOUNDATION

Employer identification number: 47-1645999

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 info once) ▶ $

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

(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

(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

(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

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS - 9367 (SEE ATTACHED)	PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
29.	0.	0.	0.	29.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS - 9367 (SEE ATTACHED)	PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,200,445.	5,794,007.	0.	0.	406,438.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS - 9367 (SEE ATTACHED)	PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,472,727.	4,442,061.	0.	0.	30,666.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS - 9359 (SEE ATTACHED)	PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,503,590.	3,444,241.	0.	0.	59,349.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS - 9359 (SEE ATTACHED)	PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,720,812.	1,716,406.	0.	0.	4,406.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS - 9276 (SEE ATTACHED)	PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
931,064.	923,346.	0.	0.	7,718.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS - 9168 (SEE ATTACHED)	PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,724.	0.	0.	0.	7,724.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS - 9168 (SEE ATTACHED)	PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
743,482.	803,525.	0.	0.	-60,043.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN SACHS - 9168 (SEE ATTACHED)	PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
741,925.	736,842.	0.	0.	5,083.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
18,250 SHS PAYLOCITY HLDGS	DONATED	03/15/18	02/14/19

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,478,052.	1,001,743.	0.	0.	476,309.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
36,000 SHS PAYLOCITY HLDGS	DONATED	03/15/18	02/14/19

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,915,522.	1,976,040.	0.	0.	939,482.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
18,250 SHS PAYLOCITY HLDGS	DONATED	03/15/18	05/08/19

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,742,085.	1,001,742.	0.	0.	740,343.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
18,250 SHS PAYLOCITY HLDGS	DONATED	03/15/18	05/13/19

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,478,048.	1,001,743.	0.	0.	476,305.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
36,000 SHS PAYLOCITY HLDGS	DONATED	03/15/18	05/13/19

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,436,309.	1,976,040.	0.	0.	1,460,269.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
18,250 SHS PAYLOCITY HLDGS		DONATED	03/15/18	05/13/19

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,742,019.	1,001,742.	0.	0.	740,277.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
U.S. REAL PROPERTY INCOME FUND K-1		PURCHASED	VARIOUS	12/31/19

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,359.	0.	0.	0.	2,359.

CAPITAL GAINS DIVIDENDS FROM PART IV	8,699.
TOTAL TO FORM 990-PF, PART I, LINE 6A	5,305,413.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DEUTSCHE BANK	411.	0.	411.	411.	
GOLDMAN SACHS 4585	491.	0.	491.	491.	
GOLDMAN SACHS 5241	40,374.	0.	40,374.	40,374.	
GOLDMAN SACHS 5258	25,893.	0.	25,893.	25,893.	
GOLDMAN SACHS 9168	63,056.	4,146.	58,910.	58,910.	
GOLDMAN SACHS 9276	153,066.	0.	153,066.	153,066.	
GOLDMAN SACHS 9359	518,637.	0.	518,637.	518,637.	
GOLDMAN SACHS 9367	676,104.	4,553.	671,551.	671,551.	
US. REAL PROPERTY INCOME FUND	21,753.	0.	21,753.	21,753.	
TO PART I, LINE 4	1,499,785.	8,699.	1,491,086.	1,491,086.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SUBSTITUTE DIVIDEND PAYMENT - GOLDMAN SACHS 9359	1,339.	1,339.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,339.	1,339.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,147.	0.		2,147.
TO FM 990-PF, PG 1, LN 16A	2,147.	0.		2,147.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,975.	0.		9,975.
TO FORM 990-PF, PG 1, LN 16B	9,975.	0.		9,975.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	247,060.	247,060.		0.
OTHER PROFESSIONAL FEES	55,724.	0.		55,724.
TO FORM 990-PF, PG 1, LN 16C	302,784.	247,060.		55,724.

FORM 990-PF | TAXES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	47,897.	47,897.		0.
FEDERAL TAXES	135,000.	0.		0.
PAYROLL TAXES	17,075.	0.		17,075.
TO FORM 990-PF, PG 1, LN 18	199,972.	47,897.		17,075.

FORM 990-PF | OTHER EXPENSES | STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
U.S. REAL PROPERTY - PORTFOLIO DEDUCTIONS	15,234.	15,234.		0.
RECRUITING & HUMAN RESOURCES	9,315.	0.		9,315.
PROFESSIONAL DEVELOPMENT	17,570.	0.		17,570.
INSURANCE	4,537.	0.		4,537.
OFFICE EXPENSES	22,374.	0.		22,374.
OFFICE SUPPLIES	4,632.	0.		4,632.
TO FORM 990-PF, PG 1, LN 23	73,662.	15,234.		58,428.

FORM 990-PF | CORPORATE STOCK | STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS 9367 - SEE ATTACHMENT	39,810,983.	39,810,983.
GOLDMAN SACHS 9168 - SEE ATTACHMENT	5,226,437.	5,226,437.
169,000 SHS PAYLOCITY HOLDING CORPORATION	20,297,760.	20,297,760.
TOTAL TO FORM 990-PF, PART II, LINE 10B	65,335,180.	65,335,180.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS 9276 - SEE ATTACHMENT	7,284,425.	7,284,425.
TOTAL TO FORM 990-PF, PART II, LINE 10C	7,284,425.	7,284,425.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
U.S. REAL PROPERTY INCOME FUND	FMV	1,421,310.	1,421,310.
GOLDMAN SACHS 9359 - SEE ATTACHMENT	FMV	16,074,754.	16,074,754.
19,855 SHS DOW JONES GLOBAL SELECT REAL EST SEC INDEX FUND	FMV	1,022,930.	1,022,930.
PRIVATE EQUITY MANAGERS OFFSHORE LP	FMV	1,534,485.	1,534,485.
GOLDMAN SACHS RENEWABLE POWER LLC	FMV	267,678.	267,678.
SOCIAL CAPITAL FUND	FMV	1,250,000.	1,250,000.
ILLUMEN CAPITAL, LP	FMV	184,893.	184,893.
TOTAL TO FORM 990-PF, PART II, LINE 13		21,756,050.	21,756,050.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STEVEN I. SAROWITZ 1849 GREEN BAY ROAD, STE 280 HIGHLAND PARK, IL 60035	PRESIDENT 5.00	0.	0.	0.
JESSICA P. SAROWITZ 1849 GREEN BAY ROAD, STE 280 HIGHLAND PARK, IL 60035	VICE PRESIDENT 10.00	0.	0.	0.
SOHEIL SOHEIL 1849 GREEN BAY ROAD, STE 280 HIGHLAND PARK, IL 60035	TREASURER 5.00	0.	0.	0.
MARJORIE L. MOORE 1849 GREEN BAY ROAD, STE 280 HIGHLAND PARK, IL 60035	SECRETARY 5.00	0.	0.	0.
CAROL HINCKER 1849 GREEN BAY ROAD, STE 280 HIGHLAND PARK, IL 60035	BOARD MEMBER 5.00	0.	0.	0.
ALISON UPTON LOPEZ 1849 GREEN BAY ROAD, STE 280 HIGHLAND PARK, IL 60035	EXECUTIVE DIRECTOR 40.00	130,488.	18,621.	0.
JAMES A. CASSELBERRY 1849 GREEN BAY ROAD, STE 280 HIGHLAND PARK, IL 60035	BOARD MEMBER 5.00	0.	0.	0.
DR. LARRY ROBBINS 1849 GREEN BAY ROAD, STE 280 HIGHLAND PARK, IL 60035	BOARD MEMBER 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		130,488.	18,621.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT PART VII-B, LINE 5C STATEMENT 13

GRANTEE'S NAME

HEART OF THE CITY

GRANTEE'S ADDRESS

218 N. GENESEE STREET
WAUKEGAN, IL 60085

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
25,000.	06/02/18	25,000.

PURPOSE OF GRANT

TO HELP SUPPORT THE HEART OF THE CITY'S OUTREACH PROGRAM TO MAKE SOCCER MORE ACCESSIBLE TO ALL CHILDREN

DATES OF REPORTS BY GRANTEE

FINANCIAL REPORTS THROUGH DECEMBER 31,2019

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE FOUNDATION, THE GRANTEE HAS NOT MADE ANY DIVERSIONS

RESULTS OF VERIFICATION

NO INDEPENDENT VERIFICATION OF THESE REPORTS WAS NECESSARY

GRANTEE'S NAME

HEART OF THE CITY

GRANTEE'S ADDRESS

218 N. GENESEE STREET
WAUKEGAN, IL 60085

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
50,000.	06/09/19	20,696.

PURPOSE OF GRANT

TO HELP SUPPORT THE HEART OF THE CITY'S OUTREACH PROGRAM TO MAKE SOCCER MORE ACCESSIBLE TO ALL CHILDREN

DATES OF REPORTS BY GRANTEE

FINANCIAL REPORTS THROUGH DECEMBER 31,2019

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE FOUNDATION, THE GRANTEE HAS NOT MADE ANY DIVERSIONS

RESULTS OF VERIFICATION

NO INDEPENDENT VERIFICATION OF THESE REPORTS WAS NECESSARY

GRANTEE'S NAME

HEART OF THE CITY

GRANTEE'S ADDRESS

218 N. GENESEE STREET
WAUKEGAN, IL 60085

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
13,331.	09/12/19	6,666.

PURPOSE OF GRANT

TO HELP SUPPORT THE HEART OF THE CITY'S OUTREACH PROGRAM TO MAKE SOCCER MORE ACCESSIBLE TO ALL CHILDREN

DATES OF REPORTS BY GRANTEE

FINANCIAL REPORTS THROUGH DECEMBER 31,2019

ANY DIVERSION BY GRANTEE

TO THE KNOWLEDGE OF THE FOUNDATION, THE GRANTEE HAS NOT MADE ANY DIVERSIONS

RESULTS OF VERIFICATION

NO INDEPENDENT VERIFICATION OF THESE REPORTS WAS NECESSARY

FORM 990-PF — PART XV - LINE 1A — STATEMENT 14

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

STEVEN I. SAROWITZ
JESSICA P. SAROWITZ

FORM 990-PF — PART XV - LINE 1B — STATEMENT 15

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

STEVEN I. SAROWITZ
JESSICA P. SAROWITZ