

Form 990-PF

Department of the Treasury  
Internal Revenue Service

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OMB No 1545-0047

2019

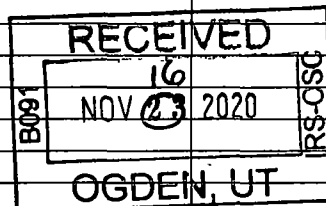
Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation <b>THE KAPILOFF FOUNDATION, INC.</b>		A Employer identification number <b>52-1353142</b>
Number and street (or P O box number if mail is not delivered to street address) <b>5307 NORTH CHARLES STREET</b>	Room/suite	B Telephone number <b>301-728-7949</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BALTIMORE, MD 21210-2022</b>		C If exemption application is pending, check here <input type="checkbox"/> <b>6</b>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation <b>04</b>		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 1,384,224.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(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					
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
	3 Interest on savings and temporary cash investments					
	4 Dividends and interest from securities	46,094.	46,094.		STATEMENT 1	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	73,139.				
	b Gross sales price for all assets on line 6a	722,714.				
	7 Capital gain net income (from Part IV, line 2)		73,139.			
	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						
12 Total. Add lines 1 through 11	119,233.	119,233.	0.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 2	630.	0.	0.	0.
	c Other professional fees					
	17 Interest					
	18 Taxes	STMT 3	2,921.	0.	0.	0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses					
	24 Total operating and administrative expenses. Add lines 13 through 23	3,551.	0.	0.	0.	
	25 Contributions, gifts, grants paid	107,085.			107,085.	
26 Total expenses and disbursements. Add lines 24 and 25	110,636.	0.	0.	107,085.		
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements	8,597.					
b Net investment income (if negative, enter -0-)		119,233.				
c Adjusted net income (if negative, enter -0-)			0.			



**Part II Balance Sheets**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	77,307.	111,234.	111,234.
	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			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 4	418,838.	321,093.	392,915.
	c Investments - corporate bonds STMT 5	48,807.	48,807.	54,938.
	<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans STMT 6		42,129.	39,334.	32,586.
13 Investments - other STMT 7		699,469.	774,702.	792,551.
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 8)		1,465.	1,442.	0.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,288,015.	1,296,612.	1,384,224.
17 Accounts payable and accrued expenses				
18 Grants payable				
<b>Net Assets or Fund Balances</b>	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.		
Foundations that follow FASB ASC 958, check here ▶ <input type="checkbox"/>				
24 Net assets without donor restrictions				
25 Net assets with donor restrictions				
Foundations that do not follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/>				
26 Capital stock, trust principal, or current funds	644,103.	644,103.		
27 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
28 Retained earnings, accumulated income, endowment, or other funds	643,912.	652,509.		
29 Total net assets or fund balances	1,288,015.	1,296,612.		
30 Total liabilities and net assets/fund balances	1,288,015.	1,296,612.		

**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	1,288,015.
2 Enter amount from Part I, line 27a	2	8,597.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,296,612.
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	1,296,612.

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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.)
1a			
b SEE ATTACHED STATEMENT			
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 722,714.		649,575.	73,139.

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			73,139.

2 Capital gain net income or (net capital loss)	2	73,139.
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	29,310.	1,352,684.	.021668
2017	31,305.	1,305,262.	.023984
2016	87,571.	1,240,029.	.070620
2015	59,550.	1,295,842.	.045955
2014	85,427.	1,265,675.	.067495

2 Total of line 1, column (d)	2	.229722
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	.045944
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	1,331,268.
5 Multiply line 4 by line 3	5	61,164.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,192.
7 Add lines 5 and 6	7	62,356.
8 Enter qualifying distributions from Part XII, line 4	8	107,085.

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	<b>PUBLICLY TRADED SECURITIES</b>	P		
b	<b>PUBLICLY TRADED SECURITIES</b>	P		
c	<b>PUBLICLY TRADED SECURITIES</b>	P		
d	<b>PUBLICLY TRADED SECURITIES</b>	P		
e	<b>PUBLICLY TRADED SECURITIES</b>	P		
f	<b>CAPITAL GAINS DIVIDENDS</b>			
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 75,261.		63,255.	12,006.
b 226,783.		193,026.	33,757.
c 351,668.		387,603.	-35,935.
d 59,640.		5,691.	53,949.
e 7,782.			7,782.
f 1,580.			1,580.
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) 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			12,006.
b			33,757.
c			-35,935.
d			53,949.
e			7,782.
f			1,580.
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	73,139.
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 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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2019 estimated tax payments and 2018 overpayment credited to 2019

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2020 estimated tax

228. Refunded

**Part VII-A Statements Regarding Activities**

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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?

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.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

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?

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

8a Enter the states to which the foundation reports or with which it is registered. See instructions.

MD

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8b	X	
9		X
10		X

N/A

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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		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 ► <u>N/A</u>	X	
14 The books are in care of ► <u>LYNN G. KAPILOFF</u> Telephone no. ► <u>301-728-7949</u> Located at ► <u>5307 NORTH CHARLES STREET, BALTIMORE, MD</u> ZIP+4 ► <u>21210-2022</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here		
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____ b Are there any years listed in 2a for which the foundation is <b>not</b> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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?		X

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

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

N/A

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?

N/A

☐ 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.

6b

X

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
LYNN KAPILOFF	PRESIDENT			
5307 NORTH CHARLES STREET				
BALTIMORE, MD 21210	1.00	0.	0.	0.
BEATRICE HIRSH	DIRECTOR			
5307 NORTH CHARLES STREET				
BALTIMORE, MD 21210	0.50	0.	0.	0.
THEODORE HIRSH	DIRECTOR			
5307 NORTH CHARLES STREET				
BALTIMORE, MD 21210	0.50	0.	0.	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
NONE				

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

0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,103,356.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	58,715.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	189,470.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,351,541.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,351,541.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	20,273.
<b>5</b>	<b>Net value of noncharitable-use assets</b> . Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,331,268.
<b>6</b>	<b>Minimum investment return</b> . Enter 5% of line 5	<b>6</b>	66,563.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	66,563.
<b>2a</b>	Tax on investment income for 2019 from Part VI, line 5	<b>2a</b>	1,192.
<b>b</b>	Income tax for 2019. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,192.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	65,371.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	65,371.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted</b> . Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	65,371.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	107,085.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions</b> . Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	<b>4</b>	107,085.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	1,192.
<b>6</b>	<b>Adjusted qualifying distributions</b> . Subtract line 5 from line 4	<b>6</b>	105,893.

**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				65,371.
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				
c From 2016	23,902.			
d From 2017				
e From 2018				
f Total of lines 3a through e	23,902.			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 107,085.				
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				65,371.
e Remaining amount distributed out of corpus	41,714.			
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:	65,616.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	65,616.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016	23,902.			
c Excess from 2017				
d Excess from 2018				
e Excess from 2019	41,714.			

**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)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BALTIMORE MUSEAUM OF ART (BMA) 10 ART MUSEUM DR BALTIMORE, MD 21218	NONE		SUPPORT MISSION	4,500.
THE BRIDGE SCHOOL 545 EUCALYPTUS AVE HILLSBOROUGH, CA 94010	NONE		SUPPORT MISSION	2,500.
CATHOLIC CHARITIES OF THE DIOCESE OF ALBANY 369 LIVINGSTON AVE ALBANY, NY 12206	NONE		SUPPORT MISSION	2,000.
CHIZUK AMUNO CONGREGATION 8100 STEVENSON RD BALTIMORE, MD 21208	NONE		SUPPORT MISSION	340.
CONGREGATION B'NAI TZEDEK 10621 SOUTH GLEN RD POTOMAC, MD 20584	NONE		SUPPORT MISSION	500.
Total			SEE CONTINUATION SHEET(S)	107,085.
b Approved for future payment				
NONE				
Total				0.

▶ 3a ▶ 3b

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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
CONGREGATION SINAI 1532 WILLOWBRAE AVE SAN JOSE, CA 95125	NONE		SUPPORT MISSION	5,000.
CREATIVE ALLIANCE 3134 EASTERN AVE BALTIMORE, MD 21224	NONE		SUPPORT MISSION	500.
JEWISH COMMUNITY CENTER OF GREATER BALTIMORE 5700 PARK HEIGHTS AVE BALTIMORE, MD 21215	NONE		SUPPORT MISSION	1,000.
ADDISON-PENZAK JEWISH COMMUNITY CENTER 14855 OKA RD LOS GATOS, CA 95032	NONE		SUPPORT MISSION	720.
JEWISH NATIONAL FUND (JNF) 42 EAST 69TH ST NEW YORK, NY 10021	NONE		SUPPORT MISSION	33,990.
LIVING CLASSROOMS FOUNDATION 802 SOUTH CAROLINE ST BALTIMORE, MD 21231	NONE		SUPPORT MISSION	2,500.
MUSEUM OF MODERN ART (MOMA) 11 WEST 53RD ST NEW YORK, NY 10019	NONE		SUPPORT MISSION	200.
LUCILE PACKARD FOUNDATION FOR CHILDREN'S HEALTH 400 HAMILTON AVE PALO ALTO, CA 94301	NONE		SUPPORT MISSION	3,500.
UJA-FEDERATION OF NEW YORK 130 EAST 59TH ST NEW YORK, NY 10022	NONE		SUPPORT MISSION	7,000.
INSTITUTE FOR ISLAMIC, CHRISTIAN, AND JEWISH STUDIES (ICJS) 956 DULANEY VALLEY RD BALTIMORE, MD 21204	NONE		SUPPORT MISSION	50.
Total from continuation sheets				97,245.

**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
ABILITIES NETWORK 8503 LASALLE RD TOWSON, MD 21286	NONE		SUPPORT MISSION	500.
THE WASHINGTON INSTITUTE FOR NEAR EAST POLICY 1111 19TH ST NW, #500 WASHINGTON, DC 20036	NONE		SUPPORT MISSION	20,150.
WORLD WILDLIFE FUND 1250 24TH ST NW WASHINGTON, DC 20037	NONE		SUPPORT MISSION	100.
JEWISH DAY SCHOOL OF THE LEHIGH VALLEY 2313 PENNSYLVANIA ST ALLENTOWN, PA 18104	NONE		SUPPORT MISSION	1,000.
THE WALTERS ART MUSEUM 600 NORTH CHARLES ST BALTIMORE, MD 21201	NONE		SUPPORT MISSION	3,500.
CENTRAL HIGH SCHOOL FOUNDATION 1111 NORTH 13TH ST, #318 OMAHA, NE 68102	NONE		SUPPORT MISSION	100.
B'MORE CLUBHOUSE 9 EAST FRANKLIN ST BALTIMORE, MD 21202	NONE		SUPPORT MISSION	500.
MARYLAND PUBLIC TELEVISION (MPT) 11767 OWINGS MILLS BLVD OWINGS MILLS, MD 21117	NONE		SUPPORT MISSION	2,000.
USC SHOAH FOUNDATION 650 WEST 35TH ST, #401 LOS ANGELES, CA 90089	NONE		SUPPORT MISSION	5,000.
JOHNS HOPKINS UNIVERSITY 3400 NORTH CHARLES ST BALTIMORE, MD 21218	NONE		SUPPORT MISSION	150.
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
HILLEL INTERNATIONAL 800 8TH ST NW WASHINGTON, DC 20001	NONE		SUPPORT MISSION	200.
SEA ROSE MONTESSORI PO BOX 4421 MIDDLETOWN, RI 02842	NONE		SUPPORT MISSION	1,000.
JEWISH COMMUNITY FREE CLINIC 50 MONTGOMERY DR SANTA ROSA, CA 95404	NONE		SUPPORT MISSION	1,000.
ALLIANCE MEDICAL CENTER 1381 UNIVERSITY AVE HEALDSBURG, CA 95448	NONE		SUPPORT MISSION	1,000.
DOCTORS WITHOUT BORDERS 40 RECTOR ST, 16TH FLOOR NEW YORK, NY 10006	NONE		SUPPORT MISSION	500.
GOLDRICH FAMILY FOUNDATION 5150 OVERLAND AVE CULVER CITY, CA 90230	NONE		SUPPORT MISSION	1,800.
DESTINATION PEACE 3719 MICHELE WAY PIKESVILLE, MD 21208	NONE		SUPPORT MISSION	2,000.
REMEMBER US - THE HOLOCAUST BNAI MITZAH PROJECT 1112 MONTANA AVE SANTA MONICA, CA 90403	NONE		SUPPORT MISSION	1,000.
BETH AM SYNAGOGUE 2501 EUTAW PLACE BALTIMORE, MD 21217	NONE		SUPPORT MISSION	1,285.
Total from continuation sheets				





## Part XVII

## Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

- |          |  | Yes   | No |
|----------|--|-------|----|
| <b>1</b> | 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?  |       |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |       |    |
|          | (1) Cash   | 1a(1) | X  |
|          | (2) Other assets   | 1a(2) | X  |
| <b>b</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  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    | X  |
| <b>d</b> | 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. |       |    |

[illegible]

- 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

Date \_\_\_\_\_

► **PRESIDENT**

Title

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 ☐ self-employed

PTIN
------

JOYCE A. DRAPER

Tree 6. Shape

11-12-202

P01231364

Firm's name ► DRAPER & MCGINLEY, P.A.

Firm's EIN ► 52-1268363

Firm's address ► 365 W. PATRICK ST.  
FREDERICK, MD 21701

Phone no. (301) 694-7411

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ACCRUED INTEREST ON CORPORATE BONDS	1,250.	0.	1,250.	1,250.	1,250.
ACCRUED INTEREST ON OTHER FIXED INCOME	192.	0.	192.	192.	192.
INCOME NOT LISTED ON 1099	7,416.	0.	7,416.	7,416.	7,416.
INTEREST INCOME	794.	0.	794.	794.	794.
TOTAL ORDINARY DIVIDENDS	38,022.	1,580.	36,442.	36,442.	36,442.
TO PART I, LINE 4	47,674.	1,580.	46,094.	46,094.	46,094.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	630.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	630.	0.	0.	0.

FORM 990-PF	TAXES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2018 EXCISE TAX DUE	1,481.	0.	0.	0.
2019 ESTIMATED TAX	1,440.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	2,921.	0.	0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS	7,477.	80,040.
EXCHANGE-TRADED & CLOSED-END FUNDS	313,616.	312,875.
TOTAL TO FORM 990-PF, PART II, LINE 10B	321,093.	392,915.

FORM 990-PF	CORPORATE BONDS	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	48,807.	54,938.
TOTAL TO FORM 990-PF, PART II, LINE 10C	48,807.	54,938.

FORM 990-PF	MORTGAGE LOANS	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE & ASSET BACKED SECURITIES	39,334.	32,586.
TOTAL TO FORM 990-PF, PART II, LINE 12	39,334.	32,586.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIMITED PARTNERSHIP - CPA15	COST	180,850.	180,850.
MUTUAL FUNDS	COST	112,365.	118,906.
UNIT INVESTMENT TRUSTS	COST	481,487.	492,795.
TOTAL TO FORM 990-PF, PART II, LINE 13		774,702.	792,551.

FORM 990-PF	OTHER ASSETS		STATEMENT 8
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
TOTAL ACCRUED INTEREST INCLUDED IN INVESTMENTS FAIR MARKET VALUE	1,465.	1,442.	0.
TO FORM 990-PF, PART II, LINE 15	1,465.	1,442.	0.

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FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	9
	PART XV, LINES 2A THROUGH 2D		

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NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

---

LYNN KAPILOFF  
5307 NORTH CHARLES STREET  
BALTIMORE, MD 21210

TELEPHONE NUMBER

---

301-728-7949

EMAIL ADDRESS

---

LKAPILOFF@HOTMAIL.COM

FORM AND CONTENT OF APPLICATIONS

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PURPOSE OF FUNDS REQUESTED AND BENEFIT ANTICIPATED TO BE DERIVED FROM GRANTS.

ANY SUBMISSION DEADLINES

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NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

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NONE