

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](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0047

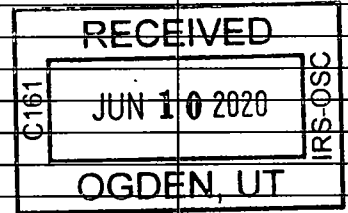
**2019**

Open to Public Inspection

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

Name of foundation <b>Freeman Foundation</b>		A Employer identification number <b>52-1667228</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1717 K St, NW</b>	Room/suite <b>600</b>	B Telephone number (see instructions) <b>(202) 393-7600</b>
City or town, state or province, country, and ZIP or foreign postal code <b>Washington, D.C. 20006-5343</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"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <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 checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <b>04</b> <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		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>12,710,534</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	0			
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	377	377		
4	Dividends and interest from securities	316,656	310,731		
5a	Gross rents	0	0		
b	Net rental income or (loss)	0			
6a	Net gain or (loss) from sale of assets not on line 10	25,986			
b	Gross sales price for all assets on line 6a	2,145,214			
7	Capital gain net income (from Part IV, line 2)		25,986		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances	0			
b	Less: Cost of goods sold	0			
c	Gross profit or (loss) (attach schedule)	0			
11	Other income (attach schedule)	0	0		
12	<b>Total.</b> Add lines 1 through 11	343,020	337,095		
13	Compensation of officers, directors, trustees, etc.	0	0		0
14	Other employee salaries and wages	0	0		0
15	Pension plans, employee benefits	0	0		0
16a	Legal fees (attach schedule)	5,077	1,474		3,577
b	Accounting fees (attach schedule)	0	0		0
c	Other professional fees (attach schedule)	61,888	3,426		58,463
17	Interest	0	0		0
18	Taxes (attach schedule) (see instructions)	12,788	8,385		0
19	Depreciation (attach schedule) and depletion	0	0		0
20	Occupancy	0	0		0
21	Travel, conferences, and meetings	24,423	0		24,423
22	Printing and publications	0	0		0
23	Other expenses (attach schedule)	0	0		0
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	104,176	13,284		86,462
25	Contributions, gifts, grants paid	527,500			527,500
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	631,676	13,284		613,962
27	Subtract line 26 from line 12:				
a	<b>Excess of revenue over expenses and disbursements</b>	(288,657)			
b	<b>Net investment income</b> (if negative, enter -0-)		323,810		
c	<b>Adjusted net income</b> (if negative, enter -0-)				

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<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	0	0	0
	<b>2</b> Savings and temporary cash investments . . . . .	63,909	94,080	94,080
	<b>3</b> Accounts receivable ▶ . . . . .			
	Less: allowance for doubtful accounts ▶ . . . . .	0	0	0
	<b>4</b> Pledges receivable ▶ . . . . .			
	Less: allowance for doubtful accounts ▶ . . . . .	0	0	0
	<b>5</b> Grants receivable . . . . .	0	0	0
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .	0	0	0
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ . . . . .			
	Less: allowance for doubtful accounts ▶ . . . . .	0	0	0
	<b>8</b> Inventories for sale or use . . . . .	0	0	0
	<b>9</b> Prepaid expenses and deferred charges . . . . .	0	0	0
	<b>10a</b> Investments—U.S. and state government obligations (attach schedule) . . . . .	0	0	0
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	0	0	0
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	0	0	0
<b>Liabilities</b>	<b>11</b> Investments—land, buildings, and equipment: basis ▶ . . . . .			
	Less: accumulated depreciation (attach schedule) ▶ . . . . .	0	0	0
	<b>12</b> Investments—mortgage loans . . . . .	0	0	0
	<b>13</b> Investments—other (attach schedule) . . . . .	8,974,592	8,687,219	12,616,454
	<b>14</b> Land, buildings, and equipment: basis ▶ . . . . .			
	Less: accumulated depreciation (attach schedule) ▶ . . . . .	0	0	0
	<b>15</b> Other assets (describe ▶ . . . . .)	0	0	0
	<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	9,038,501	8,781,299	12,710,534
	<b>17</b> Accounts payable and accrued expenses . . . . .	53,909	84,080	
	<b>18</b> Grants payable . . . . .	0	0	
<b>Net Assets or Fund Balances</b>	<b>19</b> Deferred revenue . . . . .	0	0	
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons . . . . .	0	0	
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .	0	0	
	<b>22</b> Other liabilities (describe ▶ . . . . .)	0	0	
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .	53,909	84,080	
	<b>Foundations that follow FASB ASC 958, check here ▶</b> <input type="checkbox"/> <b>and complete lines 24, 25, 29, and 30.</b>			
	<b>24</b> Net assets without donor restrictions . . . . .			
	<b>25</b> Net assets with donor restrictions . . . . .			
	<b>Foundations that do not follow FASB ASC 958, check here ▶</b> <input checked="" type="checkbox"/> <b>and complete lines 26 through 30.</b>			
	<b>26</b> Capital stock, trust principal, or current funds . . . . .	8,984,592	8,697,219	
	<b>27</b> Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .	0	0	
	<b>28</b> Retained earnings, accumulated income, endowment, or other funds . . . . .	0	0	
	<b>29</b> <b>Total net assets or fund balances</b> (see instructions) . . . . .	8,984,592	8,697,219	
	<b>30</b> <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	8,984,592	8,697,219	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	8,984,592
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	(288,657)
<b>3</b> Other increases not included in line 2 (itemize) ▶ <u>Attached.</u>	<b>3</b>	1,283
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	8,697,219
<b>5</b> Decreases not included in line 2 (itemize) ▶ . . . . .	<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 . . . . .	<b>6</b>	8,697,219

**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.)
<b>1a See attached.</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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))	
<b>a See attached.</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a N/A</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2 Capital gain net income or (net capital loss)</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	<b>25,986</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b> If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 . . . . .			<b>3</b>	<b>24,238</b>

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	555,477	10,477,281	0.0530
2017	467,911	8,969,966	0.0522
2016	357,150	7,208,282	0.0495
2015	331,591	6,430,947	0.0516
2014	303,888	5,721,086	0.0531
<b>2 Total of line 1, column (d)</b> . . . . .			<b>2</b> <b>0.2594</b>
<b>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</b> . . . . .			<b>3</b> <b>0.0519</b>
<b>4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5</b> . . . . .			<b>4</b> <b>11,188,695</b>
<b>5 Multiply line 4 by line 3</b> . . . . .			<b>5</b> <b>580,487</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b> . . . . .			<b>6</b> <b>3,238</b>
<b>7 Add lines 5 and 6</b> . . . . .			<b>7</b> <b>583,725</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b> . . . . .			<b>8</b> <b>613,962</b>

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>	<b>3,238</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>3,238</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>3,238</b>
<b>6</b>	<b>Credits/Payments:</b>		
<b>a</b>	2019 estimated tax payments and 2018 overpayment credited to 2019	<b>6a</b>	<b>3,212</b>
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	<b>0</b>
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	<b>0</b>
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	<b>0</b>
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	<b>26</b>
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	<b>0</b>
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	<b>26</b>
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2020 estimated tax</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<input checked="" type="checkbox"/>
<b>b</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 <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<input checked="" type="checkbox"/>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<input checked="" type="checkbox"/>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
<b>2</b> 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.		<input checked="" type="checkbox"/>
<b>3</b> 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.		<input checked="" type="checkbox"/>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		<input checked="" type="checkbox"/>
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		<input checked="" type="checkbox"/>
<b>6</b> 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?	<input checked="" type="checkbox"/>	
<b>7</b> 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	<input checked="" type="checkbox"/>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ <b>Delaware</b>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	<input checked="" type="checkbox"/>	
<b>9</b> 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		<input checked="" type="checkbox"/>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<input checked="" type="checkbox"/>

**Part VII-A Statements Regarding Activities (continued)**

	Yes	No
<b>11</b> 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 . . . . .	<b>11</b>	✓
<b>12</b> 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 . . . . .	<b>12</b>	✓
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	<b>13</b>	✓
<b>14</b> The books are in care of ► <b>Allison (Masci) Patni, CFTA, Wilmington Trust Co.</b> Telephone no. ► <b>(302) 651-1546</b> Located at ► <b>1100 N. Market St, Wilmington, DE</b> ZIP+4 ► <b>19890-0090</b>		
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . . and enter the amount of tax-exempt interest received or accrued during the year . . . . .	<b>15</b>	<input type="checkbox"/>
<b>16</b> 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? . . . . .	<b>16</b>	✓
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
<b>1a</b> During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 . . . . .	<b>1b</b>	✓
Organizations relying on a current notice regarding disaster assistance, check here . . . . . ► <input type="checkbox"/>		
<b>c</b> 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? . . . . .	<b>1c</b>	✓
<b>2</b> 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)):		
<b>a</b> 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 ► 20____, 20____, 20____, 20____		
<b>b</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 <b>all</b> years listed, answer "No" and attach statement—see instructions.) . . . . .	<b>2b</b>	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
<b>3a</b> 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>b</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.) . . . . .	<b>3b</b>	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	✓
<b>b</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?	<b>4b</b>	✓

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

		Yes	No
<b>5a</b>	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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	<b>5b</b>	
	Organizations relying on a current notice regarding disaster assistance, check here		<input type="checkbox"/>
<b>c</b>	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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<b>6b</b>	<input checked="" type="checkbox"/>
	If "Yes" to 6b, file Form 8870.		
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<b>7b</b>	
<b>8</b>	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See attached.				

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

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

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

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

<b>Total number of others receiving over \$50,000 for professional services</b>	▶	
---	---	--

## Expenses

Amount

<b>Total.</b> Add lines 1 through 3	<b>0</b>
-------------------------------------	----------

**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>	<b>11,325,801</b>
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	<b>33,280</b>
<b>c</b>	Fair market value of all other assets (see instructions) . . . . .	<b>1c</b>	<b>0</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	<b>11,359,081</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	<b>11,359,081</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	<b>170,386</b>
<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>	<b>11,188,695</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	<b>559,435</b>

**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>	<b>559,435</b>
<b>2a</b>	Tax on investment income for 2019 from Part VI, line 5 . . . . .	<b>2a</b>	<b>3,238</b>
<b>b</b>	Income tax for 2019. (This does not include the tax from Part VI) . . . . .	<b>2b</b>	<b>0</b>
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	<b>3,238</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	<b>556,197</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	<b>0</b>
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	<b>556,197</b>
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	<b>0</b>
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	<b>556,197</b>

**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>	<b>613,962</b>
<b>b</b>	Program-related investments—total from Part IX-B . . . . .	<b>1b</b>	<b>0</b>
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	<b>0</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>0</b>
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	<b>0</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>	<b>613,962</b>
<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. See instructions . . . . .	<b>5</b>	<b>3,238</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	<b>610,724</b>

**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
<b>1</b> Distributable amount for 2019 from Part XI, line 7 . . . . .				<b>556,197</b>
<b>2</b> Undistributed income, if any, as of the end of 2019:				
<b>a</b> Enter amount for 2018 only . . . . .			<b>96,716</b>	
<b>b</b> Total for prior years: 20____, 20____, 20____		<b>0</b>		
<b>3</b> Excess distributions carryover, if any, to 2019:				
<b>a</b> From 2014 . . . . .	<b>0</b>			
<b>b</b> From 2015 . . . . .	<b>0</b>			
<b>c</b> From 2016 . . . . .	<b>0</b>			
<b>d</b> From 2017 . . . . .	<b>0</b>			
<b>e</b> From 2018 . . . . .	<b>0</b>			
<b>f</b> <b>Total</b> of lines 3a through e . . . . .	<b>0</b>			
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4: ► \$ <b>613,962</b>				
<b>a</b> Applied to 2018, but not more than line 2a			<b>96,716</b>	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .		<b>0</b>		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .	<b>0</b>			
<b>d</b> Applied to 2019 distributable amount . . . . .				<b>517,246</b>
<b>e</b> Remaining amount distributed out of corpus	<b>0</b>			
<b>5</b> Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).) . . . . .	<b>0</b>			<b>0</b>
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	<b>0</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		<b>0</b>		
<b>c</b> 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 . . . . .		<b>0</b>		
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .		<b>0</b>		
<b>e</b> Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .			<b>0</b>	
<b>f</b> Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020 . . . . .				<b>38,950</b>
<b>7</b> 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) . . . . .	<b>0</b>			
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . . . .	<b>0</b>			
<b>9</b> <b>Excess distributions carryover to 2020.</b> Subtract lines 7 and 8 from line 6a . . . . .	<b>0</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2015 . . . . .	<b>0</b>			
<b>b</b> Excess from 2016 . . . . .	<b>0</b>			
<b>c</b> Excess from 2017 . . . . .	<b>0</b>			
<b>d</b> Excess from 2018 . . . . .	<b>0</b>			
<b>e</b> Excess from 2019 . . . . .	<b>0</b>			

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

**1a** 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 . . . . . **N/A**

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

Weston F. Milliken

- 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.

None

**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. See instructions

- 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
<b>a</b> <i>Paid during the year</i>  <b>See attached.</b>				
<b>Total</b>			<b>3a</b>	<b>527,500</b>
<b>b</b> <i>Approved for future payment</i>  <b>See attached.</b>				
<b>Total</b>			<b>3b</b>	<b>265,000</b>

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

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments . . . . .					
3	Interest on savings and temporary cash investments			14	377	
4	Dividends and interest from securities . . . . .			14	316,656	
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 . . . . .			18	25,986	
8	Gain or (loss) from sales of assets other than inventory					
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) . . . . .				343,020	
13	Total. Add line 12, columns (b), (d), and (e)				343,020	343,020

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

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

[illegible]

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

[illegible]

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.

**Sign  
Here**

correct, and complete. Declaration of preparer (other than

4/2/20

**Trustee**

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

**P01940629**

**Firm's name** ▶ **Ivins, Phillips & Barker, Chartered**

Firm's EIN ► 52-1229560

Firm's address ► 1717 K Street NW, Suite 600, Washington, D.C. 20006-5343

Phone no. (202) 393-7600

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Part I, Line 16a

\$5,077 in legal fees paid to Ivins, Phillips & Barker for legal services.

Part I, Line 16c

\$3,426 in trust account custodian fees paid to Wilmington Trust Company. \$53,463 in grantmaking consulting fees to Timothy Sweeney. \$5,000 in fees paid to Morales Public Relations LLC for event planning and administration in connection with the Funding Forward Session for the Funders for LGBTQ Issues.

Part I, Line 18

\$8,385 in foreign taxes paid on dividends and interest, \$1,192 in excise tax with respect to CYE December 31, 2018, Form 990-PF and \$3,212 in estimated investment excise taxes with respect to CYE December 31, 2019.

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Part II, Line 13

Total CYE 2019 \$12,616,454 investment in securities consisting of:

1. \$3,789,122 investment in 126,854 shares of the Vanguard Total International Stock Index Fund Admiral Class, listed at cost.
2. \$6,704,425 investment in 84,131 shares of the Vanguard Total Stock Market Index Admiral Class, listed at cost.
3. \$2,038,827 investment in 202,868 shares of the Vanguard Intermediate-Term Investment Grade Fund Admiral Class, listed at cost.
4. \$84,080 investment in 8,267 units of Restricted Long Term Investment Fund, listed at cost.

Part III, Line 3

A portion of the Foundation's assets are maintained in custodian accounts at Wilmington Trust Company that are invested in a long-term investment fund and a short-term investment fund holding principally Treasury securities and other government obligations of various maturities. The custodian credits interest on an accrual basis to each account that holds units of these investment funds. Interest actually received by the funds upon maturity of its investments during a taxable year is allocated to fund unit holders for purposes of Form 1099. Accordingly, unit holders may receive credits for interest that are greater or lesser than the reported interest on Form 1099, depending upon the maturity dates of the funds' underlying securities. As a result, the fair market value of assets, which is not based on the income reported on Form 1099 but on the income credited to the custodial account, may be greater or lesser by a like amount.

Due to the foregoing adjustments, the Foundation is reporting an increase of \$1,283 for CYE December 31, 2019.

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**Part IV, Line 1 Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold	(b) How acquired P-Purchased D-Donation	(c) Date acquired (mo., day, yr )	(d) Date sold (mo , day, yr.)
la	151,185 Restricted Long Term Investment Fund	P	Various	03/15/2019
b	8,170 Restricted Long Term Investment Fund	P	Various	10/31/2019
c	3,371 Vanguard Short-Term Investment Grade Fund Admiral Class	P	03/19/2019	11/04/2019
d	247 Restricted Long Term Investment Fund	P	11/15/2015	01/31/2019
e	398 Restricted Long Term Investment Fund	P	11/15/2015	01/31/2019
f	1,737 Restricted Long Term Investment Fund	P	Various	02/15/2019
g	341 Restricted Long Term Investment Fund	P	12/15/2015	03/01/2019
h	8,681 Restricted Long Term Investment Fund	P	Various	03/15/2019
i	2,120 Restricted Long Term Investment Fund	P	Various	03/15/2019
j	659 Restricted Long Term Investment Fund	P	Various	05/31/2019
k	1,845 Vanguard Total Stock Market Index Admiral Class	P	Various	07/15/2019
l	973 Restricted Long Term Investment Fund	P	Various	07/31/2019
m	974 Restricted Long Term Investment Fund	P	05/15/2018	08/31/2019
n	80 Restricted Long Term Investment Fund	P	05/15/2018	10/15/2019
o	8,633 Restricted Long Term Investment Fund	P	05/15/2018	10/31/2019
p	998 Vanguard Intermediate-Term Investment Grade Fund Admiral Class	P	Various	12/12/2019
q	2,493 Vanguard Intermediate-Term Investment Grade Fund Admiral Class	P	03/20/2013	12/20/2019
r	18,557 Vanguard Short-Term Investment Grade Fund Admiral Class	P	04/25/2011	11/04/2019
s	114 Vanguard Short-Term Investment Grade Fund Admiral Class	P	Various	11/04/2019



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**Part IV, Line 1 Capital Gains and Losses for Tax on Investment Income, (continued)**

	(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	1,520,919		1,497,454	23,465
b	83,009		82,746	263
c	36,175		35,534	641
d	2,479		2,502	(23)
e	3,996		4,033	0 (wash sale)
f	17,453		17,576	(124)
g	3,430		3,447	0 (wash sale)
h	87,330		87,134	196
i	21,330		21,383	0 (wash sale)
j	6,658		6,669	0 (wash sale)
k	18,742		18,664	79
l	9,905		9,739	166
m	9,922		9,622	301
n	816		793	22
o	87,711		85,305	2,405
p	10,000		10,281	(281)
q	25,000		25,573	(573)
r	199,113		199,669	(557)
s	1,227		1,220	6

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Part VIII, Line 1

List of all officers, directors, trustees, 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
Weston F. Milliken Freeman Foundation 1717 K St NW, Ste. 600 Washington, DC 20006-5343	Trustee, as needed	0	0	0
Michael A. Dively Freeman Foundation 1717 K St NW, Ste. 600 Washington, DC 20006-5343	Trustee, as needed	0	0	0
Rea Carey Freeman Foundation 1717 K St NW, Ste. 600 Washington, DC 20006-5343	Trustee, as needed	0	0	0
Rye Young Freeman Foundation 1717 K St NW, Ste. 600 Washington, DC 20006-5343	Trustee, as needed	0	0	0
Ryan Li Dahlstrom Freeman Foundation 1717 K St NW, Ste. 600 Washington, DC 20006-5343	Trustee, as needed	0	0	0

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Part XV, Line 3a

Grants and Contributions Paid During the Year.

<u>Recipient</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Alliance for Full Acceptance P.O. Box 22088 Charleston, SC 29413	PC	Creating Change Scholarships and Small Grants	\$80,000
		General Support Grant	\$30,000
Atlanta Harm Reduction Coalition 1231 Joseph E. Boone Blvd. Atlanta, Georgia 30314	PC	Sexual Liberation Collective	\$10,000
Black Trans Advocacy Coalition P.O. Box 118282 Carrollton, Texas 75011	PC	Trustee Recognition Grant	\$1,250
Campaign for Southern Equality P.O. Box 364 Asheville, NC 28802	PC	Southern Equality Fund	\$40,000
Center for Transformative Action 119 Anabel Taylor Ithaca, New York 14853	PC	Trustee Recognition Grant	\$2,500
Effing Foundation PO Box 441497 Somerville, Massachusetts 02144	PC	General Purpose Grant	\$7,500
		Trustee Recognition Grant	\$2,500
Equality North Carolina Foundation P.O. Box 28768 Raleigh, NC 27611	PC	General Purpose Grant	\$20,000

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Freedom Center for Social Justice P.O. Box 9039 Charlotte, NC 28299	PC	General Purpose Grant	\$25,000
GenderBenders 201 Ivy Acres Drive Piedmont, South Carolina 29673	PC	General Purpose Grant	\$20,000
Harriet Hancock Center Foundation P.O. Box 556 Columbia, SC 29201	PC	General Purpose Grant	\$10,000
		Fundraising Match Grant	\$20,000
LGBT Center of Raleigh 324 S. Harrington Street Raleigh, NC 27603	PC	Youth and Family Service Program	\$15,000
National LGBTQ Task Force Foundation 1326 Massachusetts Avenue NW, Suite 600 Washington, DC 20005	PC	Creating Change Project	\$20,000
Planned Parenthood Southeast 241 Peachtree Street NE, Suite 400 Atlanta, Georgia 30303	PC	Sex Down South Conference	\$10,000
Proteus Fund 15 Research Drive, Suite B Amherst, MA 01002	PC	Sex Worker Giving Circle of the Third Wave Fund	\$50,000
Rockwood Leadership Institute 1212 Broadway, Suite 700 Oakland, CA 94612	PC	Desire Mapping Project	\$10,000
South Carolina Equality Coalition Foundation PO Box 544 Columbia, SC 29202	PC	General Purpose Grant	\$25,000

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Southern Vision Alliance P.O. Box 51968 Durham, North Carolina 27717	PC	General Purpose Grant	\$15,000
Southerners on New Ground P.O. Box 11250 Atlanta, GA	PC	General Purpose Grant	\$10,000
Spartanburg County Foundation 424 East Kennedy Street Spartanburg, South Carolina 29302	PC	LGBT Fund of the Spartanburg County Foundation	\$25,000
Time Out Youth, Inc. 2320 N. Davidson St. Charlotte, NC 28205	PC	General Purpose Grant	\$25,000
Trans Education Network Texas PO Box 41363 Austin, Texas 78704	PC	Trustee Recognition Grant	\$1,250
University of Central Florida Foundation Box 160000 Orlando, FL 32816	PC	Trustee Recognition Grant	\$2,500
We Are Family 1801 Reynolds Avenue, Unit B North Charleston, SC 29405	PC	General Purpose Grant	\$25,000
Youth OUTright WNC, Inc. P.O. Box 1893 Asheville, NC 28802	PC	General Purpose Grant	\$20,000
<b>Total</b>			<b>\$527,500</b>

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Grants and Contributions Approved for Future Payment.

<u>Recipient</u>	<u>Foundation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Alliance for Full Acceptance P.O. Box 22088 Charleston, SC 29413	PC	General Support Grant	\$30,000
Campaign for Southern Equality P.O. Box 364 Asheville, NC 28802	PC	Southern Equality Fund	\$40,000
Equality North Carolina Foundation P.O. Box 28768 Raleigh, NC 27611	PC	General Purpose Grant	\$20,000
Freedom Center for Social Justice P.O. Box 9039 Charlotte, NC 28299	PC	General Purpose Grant	\$50,000
GenderBenders 201 Ivy Acres Drive Piedmont, South Carolina 29673	PC	General Purpose Grant	\$20,000
Harriet Hancock Center Foundation P.O. Box 556 Columbia, SC 29201	PC	Local LGBT Needs Assessment	\$10,000
Southern Vision Alliance P.O. Box 51968 Durham, North Carolina 27717	PC	General Purpose Grant	\$30,000
Southerners on New Ground P.O. Box 11250 Atlanta, GA	PC	General Purpose Grant	\$20,000

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Time Out Youth, Inc. 2320 N. Davidson St. Charlotte, NC 28205	PC	General Purpose Grant	\$25,000
Youth OUTright WNC, Inc. P.O. Box 1893 Asheville, NC 28802	PC	General Purpose Grant	\$20,000
<b>Total</b>			<b>\$265,000</b>