

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation ROY AND PATRICIA DISNEY FAMILY FOUNDATION		A Employer identification number 61-1777495	
% KATHLEEN GALLI			
Number and street (or P.O. box number if mail is not delivered to street address) 3500 W Olive Ave Suite STE 700	Room/suite	B Telephone number (see instructions) (818) 973-4240	
City or town, state or province, country, and ZIP or foreign postal code BURBANK, CA 91505		C If exemption application is pending, check here <input type="checkbox"/>	
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 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 <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) ▶ \$ 140,930,030	J Accounting method: <input type="checkbox"/> Cash <input checked="" 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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	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	846,946	846,946		
	4 Dividends and interest from securities	1,324,393	1,818,370		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	3,406,824			
	b Gross sales price for all assets on line 6a _____ 72,001,315				
	7 Capital gain net income (from Part IV, line 2)		3,410,646		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	476	-12,371		
	12 Total. Add lines 1 through 11	5,578,639	6,063,591		
	13 Compensation of officers, directors, trustees, etc.	285,000	28,500		256,500
	14 Other employee salaries and wages	184,278			184,278
	15 Pension plans, employee benefits	129,362	2,808		126,554
	16a Legal fees (attach schedule)	10,384	0	0	10,384
	b Accounting fees (attach schedule)	82,650	24,795	0	58,835
	c Other professional fees (attach schedule)	778,718	688,335		90,383
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	32,773			
	19 Depreciation (attach schedule) and depletion	111,222			
	20 Occupancy	211,379			211,379
	21 Travel, conferences, and meetings	180,415			180,415
	22 Printing and publications	6,413			6,413
	23 Other expenses (attach schedule)	181,005	42,343		138,662
	24 Total operating and administrative expenses. Add lines 13 through 23	2,193,599	786,781	0	1,263,803
	25 Contributions, gifts, grants paid	4,046,355			5,488,330
	26 Total expenses and disbursements. Add lines 24 and 25	6,239,954	786,781	0	6,752,133
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-661,315			
	b Net investment income (if negative, enter -0-)		5,276,810		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	53,277	161,426	161,426
	2 Savings and temporary cash investments	5,971,164	2,313,538	2,313,538
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable	50,000	0	0
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	62,373	113,770	113,770
	10a Investments—U.S. and state government obligations (attach schedule)	8,390,327	12,582,990	12,582,990
	b Investments—corporate stock (attach schedule)	71,086,194	92,339,341	92,339,341
	c Investments—corporate bonds (attach schedule)	21,195,321	16,475,078	16,475,078
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	14,809,894	16,448,313	16,448,313
	14 Land, buildings, and equipment: basis ▶ _____ 626,102 Less: accumulated depreciation (attach schedule) ▶ 366,979	350,888	259,123	259,123
15 Other assets (describe ▶ _____)	245,634	236,451	236,451	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	122,215,072	140,930,030	140,930,030	
Liabilities	17 Accounts payable and accrued expenses	59,300	57,901	
	18 Grants payable	5,416,450	3,974,475	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	5,475,750	4,032,376	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	116,739,322	136,897,654	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances (see instructions)	116,739,322	136,897,654	
30 Total liabilities and net assets/fund balances (see instructions) .	122,215,072	140,930,030		

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	116,739,322
2 Enter amount from Part I, line 27a	2	-661,315
3 Other increases not included in line 2 (itemize) ▶ _____	3	20,819,647
4 Add lines 1, 2, and 3	4	136,897,654
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	136,897,654

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.)
1 a PUBLICLY TRADED SECURITIES	P		
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 71,997,493		68,590,669	3,406,824
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(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			3,406,824
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,410,646
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ }	3	

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 does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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	5,605,520	129,538,808	0.043273
2017	4,850,508	124,926,584	0.038827
2016	3,415,722	119,995,299	0.028465
2015	3,587,919	120,746,567	0.029714
2014	3,497,543	89,119,387	0.039246

2 Total of line 1, column (d)	2	0.179525
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.035905
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	133,097,183
5 Multiply line 4 by line 3	5	4,778,854
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	52,768
7 Add lines 5 and 6	7	4,831,622
8 Enter qualifying distributions from Part XII, line 4	8	6,771,590

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	52,768
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	52,768
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	52,768
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	132,326
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	20,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	152,326
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	99,558
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax 99,558 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
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? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA, DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
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 taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ https://www.rpdf.org/	13	Yes	
14	The books are in care of ▶ <u>KATHLEEN GALLI</u> Telephone no. ▶ <u>(818) 973-4240</u>			

Located at ▶ 3500 W OLIVE AVE SUITE 700 BURBANK CA ZIP+4 ▶ 91505

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions <input type="checkbox"/>	1b	No
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? <input type="checkbox"/>	1c	No
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 (lines 6d and 6e, Part XIII) 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	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) <input type="checkbox"/>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.) <input type="checkbox"/>	3b	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	No

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b
c	Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>		
	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	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b
	<i>If "Yes" to 6b, file Form 8870.</i>		No
7a	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	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?		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 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, 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 Additional Data Table				
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
FARIDEH HATAMI	GRANTS MANAGER	87,418	48,148	0
3500 W OLIVE AVE BURBANK, CA 91505	40.0			
CLARALEE STEELE	PROGRAMS & OPS ASSOC	61,552	14,442	0
3500 W OLIVE AVE BURBANK, CA 91505	40.0			
Total number of other employees paid over \$50,000.				

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SHEPHERD KAPLAN KROCHUK LLC 125 SUMMER STREET 22ND FLOOR BOSTON, MA 02110	INVESTMENT MGMT	312,121
ARISTOTLE CAPITAL MANAGEMENT 11100 SANTA MONICA BLVD SUITE 1700 LOS ANGELES, CA 90025	INVESTMENT MGMT	61,207
VOYA INVESTMENT MANAGEMENT 7337 E DOUBLETREE RANCH ROAD SCOTTSDALE, AZ 85258	INVESTMENT MGMT	59,358
PRICEWATERHOUSECOOPERS LLP 601 SOUTH FIGUEROA STREET LOS ANGELES, CA 99017	TAX RETURN PREP	59,300
NEUMEIER POMA INVESTMENT COUNCIL LLC 26435 CARMEL RANCHO BLVD SUITE 200 CARMEL, CA 93923	INVESTMENT MGMT	56,289

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 _____ _____ _____	
2 _____ _____ _____	
3 _____ _____ _____	
4 _____ _____ _____	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	107,057,299
b	Average of monthly cash balances.	1b	21,806,275
c	Fair market value of all other assets (see instructions).	1c	6,260,470
d	Total (add lines 1a, b, and c).	1d	135,124,044
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	135,124,044
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,026,861
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	133,097,183
6	Minimum investment return. Enter 5% of line 5.	6	6,654,859

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	6,654,859
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	52,768
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	52,768
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	6,602,091
4	Recoveries of amounts treated as qualifying distributions.	4	50,000
5	Add lines 3 and 4.	5	6,652,091
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	6,652,091

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	6,752,133
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	19,457
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,771,590
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	52,768
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	6,718,822

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				6,652,091
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			6,141,473	
b Total for prior years: 2017, 2016, 2015		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 6,771,590				
a Applied to 2018, but not more than line 2a			6,141,473	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2019 distributable amount.				630,117
e Remaining amount distributed out of corpus	0			
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:	0			
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.				
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				6,021,974
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.	0			

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

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)	
NA	
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.	
NA	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	5,488,330
b <i>Approved for future payment</i> See Additional Data Table				
Total			▶ 3b	985,000

Enter gross amounts unless otherwise indicated.

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

[illegible]

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions:				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.				

[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

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.		
	<div style="border-bottom: 1px solid black; width: 100%;"></div>	<div style="border-bottom: 1px solid black; width: 100%;"></div>	<div style="border-bottom: 1px solid black; width: 100%;"></div>
	Signature of officer or trustee	Date	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 if self-employed <input type="checkbox"/>	PTIN
	MICHELLE G MICHALOWSKI		2020-11-13		P00755304
	Firm's name ► PricewaterhouseCoopers LLP				Firm's EIN ►
	Firm's address ► 600 13TH STREET NW SUITE 1000 WASHINGTON, DC 20005				Phone no. (202) 414-1000

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
SUSAN DISNEY LORD	BOARD CHAIR/PRES./DIR./MEMBER 2.0	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
ABIGAIL DISNEY	VICE CHAIRPERSON/DIR./MEMBER 1.0	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
MEGAN LOUGHMAN	VICE CHAIRPERSON/DIR./MEMBER 1.0	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
KATHLEEN GALLI	TREASURER/DIRECTOR 1.0	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
TOM CAMP	SECRETARY/DIRECTOR 1.0	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
CHARLOTTE HAUSER	DIRECTOR/MEMBER 0.5	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
TIMOTHY J DISNEY	DIRECTOR/MEMBER 0.5	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
CAITLIN DISNEY	MEMBER 0.5	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
NEDA DISNEY	MEMBER 0.5	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
MAXWELL LOUGHMAN	MEMBER 0.5	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
KIM DISNEY	MEMBER 0.5	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
PIERRE HAUSER	MEMBER 0.5	0	0	0
3500 W Olive Ave BURBANK, CA 91505				
SHAWN ESCOFFREY	EXECUTIVE DIRECTOR 40.0	285,000	28,080	0
3500 W Olive Ave BURBANK, CA 91505				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
A NEW WAY OF LIFE REENTRY PROJECT 9512 SOUTH CENTRAL AVE LOS ANGELES, CA 90002		PC	GENERAL OPERATING SUPPORT	135,000
ACLU FOUNDATION OF SC 1313 W 8TH STREET LOS ANGELES, CA 90017		PC	GENERAL OPERATING SUPPORT	75,000
AL OTRO LADO INCPO BOX 32578 LOS ANGELES, CA 90032		PC	GENERAL OPERATING SUPPORT	25,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALIGN50 BROADWAY 29TH FLOOR NEW YORK, NY 10004		PC	GENERAL OPERATING SUPPORT	100,000
ALL WAYS UP FOUNDATION 5800 HANNUM AVE STE 100 CULVER CITY, CA 90230		PC	GENERAL OPERATING SUPPORT	500
ANTI-RECIDIVISM COALITION 1320 E 7TH STREET SUITE 260 LOS ANGELES, CA 90021		PC	PROJECT SUPPORT	62,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANTI-RECIDIVISM COALITION 1320 E 7TH STREET SUITE 260 LOS ANGELES, CA 90021		PC	GENERAL OPERATING SUPPORT	300,000
BOSANA FOUNDATION 8112 CONSTANTINE DRIVE APT 1 HUNTINGTON BEACH, CA 92646		PC	GENERAL OPERATING SUPPORT	5,000
BREAST CANCER PREVENTION PARTNERS 1388 SUTTER ST 400 SAN FRANCISCO, CA 94109		PC	PROJECT SUPPORT	5,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CALIFORNIA CHANGELAWYERS 180 HOWARD STREET SAN FRANCISCO, CA 94105		PC	GENERAL OPERATING SUPPORT	1,000
CALIFORNIA COMMUNITY FOUNDATION 221 S FIGUEROA STREET 400 LOS ANGELES, CA 90012		PC	PROJECT SUPPORT	150,000
CALIFORNIA INSTITUTE OF THE ARTS 24700 MCBEAN PKWY VALENCIA, CA 91355		PC	ENDOWMENT	1,517,500
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CASA OF LOS ANGELES 201 CENTRE PLAZA DR STE 1100 MONTEREY PARK, CA 91754		PC	PROJECT SUPPORT	75,000
CENTINELA YOUTH SERVICES 11539 HAWTHORNE BLVD SUITE 500 HAWTHORNE, CA 90250		PC	GENERAL OPERATING SUPPORT	35,000
COLLEGE AND COMMUNITY FELLOWSHIP 475 RIVERSIDE DRIVE STE 1626 NEW YORK, NY 10115		PC	GENERAL OPERATING SUPPORT	35,000
Total ► 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY COALITION 8101 S VERMONT AVENUE LOS ANGELES, CA 90044		PC	GENERAL OPERATING SUPPORT	150,000
COMMUNITY DEVELOPMENT TECHNOLOGIES CENTER 520 W 23RD STREET LOS ANGELES, CA 90007		PC	PROJECT SUPPORT	135,000
COMMUNITY FOUNDATION OF NEW JERSEY PO BOX 338 MORRISTOWN, NJ 07963		PC	PROJECT SUPPORT	1,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY LAWYERS INC 1216 E COMPTON BLVD COMPTON, CA 90221		PC	GENERAL OPERATING SUPPORT	10,000
COMMUNITY LIFT CORP 119 S COURT AVE STE 100 MEMPHIS, TN 38103		PC	PROJECT SUPPORT	418
CP - MOVE LA VISION 2010 1000 NORTH ALAMEDA ST STE 240 LOS ANGELES, CA 90012		PC	PROJECT SUPPORT	50,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CREATING HOPE INTERNATIONAL PO BOX 1058 DEARBORN, MI 48124		PC	GENERAL OPERATING SUPPORT	10,000
DRESSEMBERPO BOX 1092 ASHLAND, OR 97520		PC	GENERAL OPERATING SUPPORT	412
EAST LA COMMUNITY CORPORATION 2917 EAST 1ST STREET STE 101 LOS ANGELES, CA 90033		PC	HONORARIUM	1,500
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EAST LA COMMUNITY CORPORATION 2917 E 1ST STREET STE 101 LOS ANGELES, CA 90033		PC	HONORARIUM	2,000
EAST LA COMMUNITY CORPORATION 2917 EAST 1ST STREET STE 101 LOS ANGELES, CA 90033		PC	PROJECT SUPPORT	2,000
EAST LA COMMUNITY CORPORATION 2917 E 1ST ST STE 101 LOS ANGELES, CA 90033		PC	GENERAL OPERATING SUPPORT	150,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EAST YARD COMMUNITIES FOR ENVIRONMENTAL JUSTICE 2317 SOUTH ATLANTIC BLVD COMMERCE, CA 90040		PC	HONORARIUM	1,500
EAST YARD COMMUNITIES FOR ENVIRONMENTAL JUSTICE 2317 SOUTH ATLANTIC BLVD COMMERCE, CA 90040		PC	GENERAL OPERATING SUPPORT	6,000
EAST YARD COMMUNITIES FOR ENVIRONMENTAL JUSTICE 2317 SOUTH ATLANTIC BLVD COMMERCE, CA 90040		PC	GENERAL OPERATING SUPPORT	50,000
Total			▶ 3a	5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EDUCATION THROUGH MUSIC - LA 2501 W BURBANK BLVD STE 301 BURBANK, CA 91505		PC	GENERAL OPERATING SUPPORT	35,000
EDUCATION THROUGH MUSIC - LA 2501 W BURBANK BLVD STE 301 BURBANK, CA 91505		PC	GENERAL OPERATING SUPPORT	50,000
ESPACIO MIGRANTE 3085 EL PORVENIR WAY SAN YSIDRO, CA 92173		PC	GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EXCEPTIONAL MINDS 13400 RIVERSIDE DRIVE STE 211 SHERMAN OAKS, CA 91423		PC	GENERAL OPERATING SUPPORT	35,000
FLORENCE IMMIGRANT AND REFUGEE RIGHTS PROJECT INC PO BOX 86299 TUCSON, AZ 85754		PC	GENERAL OPERATING SUPPORT	25,000
FORD THEATRE FOUNDATION 2580 CAHUENGA BLVD EAST HOLLYWOOD, CA 90068		PC	PROJECT SUPPORT	10,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOUNDATION FOR LOUISIANA 1820 ST CHARLES AVE STE 200 NEW ORLEANS, LA 70130		PC	HONORARIUM	1,500
FOUNDATION FOR LOUISIANA 1820 ST CHARLES AVENUE NEW ORLEANS, LA 70130		PC	GENERAL OPERATING SUPPORT	2,000
FOUNDATION FOR LOUISIANA 1820 ST CHARLES AVE SUITE 200 NEW ORLEANS, LA 70130		PC	GENERAL OPERATING SUPPORT	150,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRACTURED ATLAS INC 248 WEST 35TH ST FLOOR 10 NEW YORK, NY 10001		PC	PROJECT SUPPORT	10,000
FREEFROM12405 VENICE BLVD 422 LOS ANGELES, CA 90066		PC	GENERAL OPERATING SUPPORT	35,000
GREENLINING INSTITUTE 360 14TH STREET 2ND FL OAKLAND, CA 94612		PC	PROJECT SUPPORT	1,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GROUNDSWELL FUND 548 MARKET STREET 49734 SAN FRANCISCO, CA 94104		PC	GENERAL OPERATING SUPPORT	10,000
GROWGOOD 15332 ANTIOCH STREET 204 PACIFIC PALISADES, CA 90272		PC	GENERAL OPERATING SUPPORT	35,000
GROWGOOD 15332 ANTIOCH STREET 204 PACIFIC PALISADES, CA 90272		PC	GENERAL OPERATING SUPPORT	50,000
Total ► 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HISPANICS IN PHILANTHROPY 414 13TH STREET STE 200 OAKLAND, CA 94612		PC	GENERAL OPERATING SUPPORT	1,000
HOMEBOY INDUSTRIES 130 W BRUNO STREET LOS ANGELES, CA 90012		PC	HONORARIUM	1,500
INNERCITY STRUGGLE 3467 WHITTIER BLVD LOS ANGELES, CA 90023		PC	GENERAL OPERATING SUPPORT	500
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INNERCITY STRUGGLE 3467 WHITTIER BLVD LOS ANGELES, CA 90023		PC	HONORARIUM	2,000
INNERCITY STRUGGLE 3467 WHITTIER BLVD LOS ANGELES, CA 90023		PC	GENERAL OPERATING SUPPORT	100,000
L A C B A COUNSEL FOR JUSTICE 1055 W 7TH STREET STE 2700 LOS ANGELES, CA 90017		PC	PROJECT SUPPORT	10,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LAS AMERICAS IMMIGRANT ADVOCACY CENTER 1500 E YANDELL DRIVE EL PASO, TX 79902		PC	GENERAL OPERATING SUPPORT	25,000
LEADERSHIP FOR URBAN RENEWAL NETWORK 553 S CLARENCE ST LOS ANGELES, CA 90033		PC	HONORARIUM	4,000
LEADERSHIP FOR URBAN RENEWAL NETWORK 553 S CLARENCE STREET LOS ANGELES, CA 90033		PC	GENERAL OPERATING SUPPORT	100,000
Total			▶ 3a	5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LIBERTY HILL FOUNDATION 6420 WILSHIRE BLVD STE 700 LOS ANGELES, CA 90048		PC	GENERAL OPERATING SUPPORT	200,000
LIFT INC 999 NORTH CAPITAL ST NE STE 310 WASHINGTON, DC 20002		PC	GENERAL OPERATING SUPPORT	35,000
MARSHALL PROJECT INC 156 W 56TH ST SUITE 701 NEW YORK, NY 10019		PC	GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 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				
MISSISSIPPI IMMIGRANTS RIGHTS ALLIANCE PO BOX 1104 JACKSON, MS 39215		PC	GENERAL OPERATING SUPPORT	25,000
NATIONAL NETWORK OF ABORTION FUNDS PO BOX 22457 PHILADELPHIA, PA 19110		PC	GENERAL OPERATING SUPPORT	25,000
NATIONAL URBAN FELLOWS INC 1120 AVE OF AMERICAS NEW YORK, NY 10036		PC	PROJECT SUPPORT	18,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL URBAN FELLOWS INC 1120 AVE OF AMERICAS NEW YORK, NY 10036		PC	FELLOWSHIP GRANT	77,000
NORTHERN CALIFORNIA GRANTMAKERS 160 SPEAR STREET STE 360 SAN FRANCISCO, CA 94105		PC	PROJECT SUPPORT	25,000
NOUR FOUNDATION322 W 108 ST NEW YORK, NY 10025		PC	GENERAL OPERATING SUPPORT	2,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NOUR FOUNDATION322 W 108 ST NEW YORK, NY 10025		PC	GENERAL OPERATING SUPPORT	2,000
OPERATION SPARK748 CAMP STREET NEW ORLEANS, LA 70130		PC	PROJECT SUPPORT	50,000
PACOIMA BEAUTIFUL 13520 VAN NUYS BLVD SUITE 200 PACOIMA, CA 91331		PC	GENERAL OPERATING SUPPORT	125,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PARTNERSHIP FOR WORKING FAMILIES 1305 FRANKLIN STREET SUITE 501 OAKLAND, CA 94612		PC	PROJECT SUPPORT	125,000
PHYSICIANS FOR SOCIAL RESPONSIBILITY LA 617 S OLIVE STREET STE 1100 LOS ANGELES, CA 90014		PC	GENERAL OPERATING SUPPORT	125,000
PREEMPTIVE LOVE COALITION 1300 DARBYTON DRIVE HEWITT, TX 76643		PC	GENERAL OPERATING SUPPORT	75,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PUERTO RICO DOG FUND 560 S MAIN STREET APT 6N LOS ANGELES, CA 90013		PC	GENERAL OPERATING SUPPORT	10,000
PURSUIT TRANSFORMATION CO INC 4710 AUSTELL PL 2ND FLR LONG ISLAND CITY, NY 11101		PC	GENERAL OPERATING SUPPORT	35,000
READY TO SUCCEED 1514 17TH STREET 205 SANTA MONICA, CA 90404		PC	GENERAL OPERATING SUPPORT	35,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SCHOOL ON WHEELSPO BOX 23371 VENTURA, CA 93002		PC	GENERAL OPERATING SUPPORT	10,000
SCHOOL ON WHEELS 3150 N SAN FERNANDO RD STE B LOS ANGELES, CA 90065		PC	GENERAL OPERATING SUPPORT	35,000
SHINING HOPE FOR COMMUNITIES 175 VARICK ST 6TH FLOOR NEW YORK, NY 10014		PC	GENERAL OPERATING SUPPORT	20,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SHINING HOPE FOR COMMUNITIES 175 VARICK STREET 6TH FL NEW YORK, NY 10014		PC	GENERAL OPERATING SUPPORT	150,000
SISTERREACH2725 KIRBY ROAD STE 15 MEMPHIS, TN 38119		PC	GENERAL OPERATING SUPPORT	25,000
SISTERSONG WOMEN OF COLOR REPROD JUST COLLECTIVE 1237 RALPH DAVID ABERNATHY BLVD ATLANTA, GA 30310		PC	GENERAL OPERATING SUPPORT	25,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOCIAL VENTURE PARTNERS LA 800 WILSHIRE BLVD STE 200 LOS ANGELES, CA 90017		PC	GENERAL OPERATING SUPPORT	35,000
SPARK REPRODUCTIVE JUSTICE NOW INC PO BOX 89210 ATLANTA, GA 30312		PC	GENERAL OPERATING SUPPORT	10,000
STARTS WITH ARTS FOUNDATION 4173 DELLWOOD STREET SAN DIEGO, CA 92111		PC	GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STEPPING SONES OF THE ROARING FORK VALLEY 1010 GARFIELD AVE CARBONDALE, CO 81623		PC	GENERAL OPERATING SUPPORT	10,000
STRATEGIC ACTIONS FOR A JUST ECONOMY 152 W 32ND STREET LOS ANGELES, CA 90007		PC	PROJECT SUPPORT	135,000
STRATEGIC CONCEPTS IN ORGANIZING AND POLICY 1715 W FLORENCE AVE LOS ANGELES, CA 90047		PC	PROJECT SUPPORT	125,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TACOMA ARTS LIVE 901 BROADWAY SUITE 700 TACOMA, WA 98402		PC	PROJECT SUPPORT	10,000
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA 10889 WILSHIRE BLVD STE 700-60C LOS ANGELES, CA 90024		PC	PROJECT SUPPORT	35,000
THE TREVOR PROJECTPO BOX 69232 WEST HOLLYWOOD, CA 90069		PC	GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				5,488,330

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNION DE VECINOS 346 S GLESS STREET LOS ANGELES, CA 90033		PC	PROJECT SUPPORT	30,000
WOMEN WITH A VISION 1226 N BROAD STREET NEW ORLEANS, LA 70119		PC	GENERAL OPERATING SUPPORT	10,000
YWCA SILICON VALLEY375 S 3RD ST SAN JOSE, CA 95112		PC	GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				5,488,330

TY 2019 Accounting Fees Schedule**Name:** ROY AND PATRICIA DISNEY FAMILY FOUNDATION**EIN:** 61-1777495

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRICEWATERHOUSECOOPERS, LLP	57,900	17,370		41,510
COHN REZNICK LLP	24,750	7,425		17,325

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2019 Depreciation Schedule

Name: ROY AND PATRICIA DISNEY FAMILY FOUNDATION

EIN: 61-1777495

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2019 Expenditure Responsibility Statement

Name: ROY AND PATRICIA DISNEY FAMILY FOUNDATION

EIN: 61-1777495

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
BASMEH & ZEITOONEH RELIEF & DEVELOPMENT	KHAYAT BLDG 22/55235 5TH FLOOR BEIRUT LE	2017-09-01	150,000	SUPPORT OF PROGRAMS FOR SUPPORT AND HOUSING OF SYRIAN EMERGENCY WORKERS	150,000	NO	3/9/18, 4/30/18, 5/30/18, 6/29/18, 3/12/19, 6/30/19		
METADRASI-ACTION FOR MIGRATION & DEV	25 MARTIOU 7 ATHENS 17778 GR	2017-09-01	99,089	ASSISTANCE FOR MINORS SEEKING ASYLUM IN GREECE	99,089	NO	3/5/18, 3/19/18, 10/23/18, 2/28/19		
METADRASI-ACTION FOR MIGRATION & DEV	25 MARTIOU 7 ATHENS 17778 GR	2018-03-29	50,000	ASSISTANCE FOR MINORS SEEKING ASYLUM IN GREECE	50,000	NO	2/28/19		

TY 2019 General Explanation Attachment**Name:** ROY AND PATRICIA DISNEY FAMILY FOUNDATION**EIN:** 61-1777495**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	FORM 990-PF, PART I, LINE 19	FORM 990-PF, PART I, LINE 19	----- DEPRECIATION EXPENSE FOR THE YEAR ENDED DEC. 31, 2019: 111,222 FORM 990-PF, PART II, LINE 14 ----- ACCUMULATED ASSETS DEPRECIATION NET ----- EQUIPMENT 157,602 96,140 61,462 FURNITURE & FIXTURES 209,007 94,892 114,115 LEASEHOLD IMPROVEMENTS 206,087 141,974 64,113 SOFTWARE 53,406 33,973 19,433 ----- TOTAL 626,102 366,979 259,123

TY 2019 Investments Corporate Bonds Schedule

Name: ROY AND PATRICIA DISNEY FAMILY FOUNDATION

EIN: 61-1777495

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
A C E INA HOLDINGS DTD 11/3/20	321,127	321,127
AERCAP IRELAND CAP / GLOBA DTD	204,002	204,002
ALTERNATIVE LOAN TRUST 2004-J2	5,182	5,182
AMERICAN INTL GROUP DTD 2/26/2	304,365	304,365
AMERICAN TOWER CORP NEW DTD 1/	152,040	152,040
AT&T INC DTD 5/4/2015 2.45% 6/	200,680	200,680
B B & T CORPORATION DTD 5/10/2	180,380	180,380
BEST BUY CO INC DTD 3/11/2011	459,311	459,311
BOARDWALK PIPELINES LP DTD 11/	162,291	162,291
CALIFORNIA ST HLTH FACS FING A	499,770	499,770
CALIFORNIA ST HLTH FACS FING A	198,896	198,896
CARNIVAL CORP DTD 10/15/2013 3	431,375	431,375
CATERPILLAR FINL SERVICE DTD 0	202,288	202,288
CATERPILLAR FINL SERVICE DTD 5	155,388	155,388
CATERPILLAR FINL SERVICE DTD 9	204,438	204,438
CHARTER COMM OPT LLC/CAP DTD 0	352,230	352,230
COMCAST CORP DTD 10/05/2018 FL	100,172	100,172
COMCAST CORP DTD 10/5/2018 3.4	190,435	190,435
COMM 2015-CCRE24 MORTGAGE TRUS	42,517	42,517
COOPERATIEVE CNT RAIFFEISEN DT	330,122	330,122

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
C V S HEALTH CORP DTD 7/20/201	200,570	200,570
DELL INT LLC/EMC CORP DTD 6/1/	360,189	360,189
DELTA AIR LINES INC DTD 4/19/2	238,257	238,257
DUKE ENERGY PROGRESS LLC DTD 8	157,580	157,580
EASTMAN CHEMICAL CO DTD 11/6/2	205,168	205,168
ECOLAB INC DTD 1/15/2015 2.25%	124,996	124,996
EXPRESS SCRIPTS HOLDING DTD 11	104,837	104,837
GENERAL MOTORS FINL CO DTD 04/	150,236	150,236
GEORGIA POWER CO DTD 5/11/2012	101,785	101,785
GILEAD SCIENCES INC DTD 11/17/	285,066	285,066
GLAXOSMITHKLINE CAP PLC DTD 5/	356,052	356,052
HASBRO INC DTD 5/13/2014 3.15%	506,270	506,270
H C P INC DTD 05/20/2015 4% 06	26,881	26,881
HOME DEPOT INC DTD 6/5/2017 1.	133,928	133,928
I N G BANK NV DTD 9/25/2013 5.	33,298	33,298
INGERSOLL-RAND LUX FINAN DTD 1	150,197	150,197
INTL BK RECON & DEVELOP DTD 5/	176,971	176,971
INTL LEASE FINANCE CORP DTD 3/	103,125	103,125
JPMBB COMMERCIAL MORTGAGE SECU	47,685	47,685
J P MORGAN CHASE & CO DTD 3/1/	201,548	201,548

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
JP MORGAN CHASE & CO DTD 8/10/	311,556	311,556
K F W DTD 9/17/2013 2.75% 10/1	302,370	302,370
KROGER CO/THE DTD 12/23/2013 3	101,295	101,295
LOCKHEED MARTIN CORP DTD 11/23	426,234	426,234
MARRIOTT INTERNATIONAL DTD 6/1	100,474	100,474
MARRIOTT INTERNATIONAL DTD 9/1	302,757	302,757
MEDTRONIC INC DTD 3/15/2015 3.	437,121	437,121
MERCK & CO INC DTD 2/10/2015 1	199,950	199,950
NEXTERA ENERGY CAPITAL DTD 8/9	100,875	100,875
NOVARTIS CAPITAL CORP DTD 2/17	532,502	532,502
ONTARIO (PROVINCE OF) DTD 2/8/	303,666	303,666
ORACLE CORP DTD 7/7/2016 1.9%	150,315	150,315
PACCAR FINANCIAL CORP DTD 08/0	178,677	178,677
PACCAR FINL CORP SR MTNS BK DT	149,592	149,592
QUALCOMM INC DTD 5/20/2015 2.2	635,699	635,699
REGIONS BK BIRMINGHAM ALA DTD	252,080	252,080
ROPER TECHNOLOGIES INC DTD 12/	152,235	152,235
ROYAL CARIBBEAN CRUISES LTD DT	452,304	452,304
RYDER SYSTEM INC DTD 2/24/2015	200,044	200,044
RYDER SYSTEM INC DTD 8/6/2018	255,113	255,113

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
STARBUCKS CORP DTD 2/4/2016 2.	140,349	140,349
TOYOTA MOTOR CREDIT CORP DTD 1	157,491	157,491
TREASURY NOTE DTD 12/2/2019 1.	349,535	349,535
UNILEVER CAPITAL CORP DTD 7/31	100,098	100,098
UNION PACIFIC CORP DTD 2/19/20	204,384	204,384
UNION PACIFIC CORP DTD 6/8/201	305,751	305,751
UNITEDHEALTH GROUP INC DTD 3/8	484,277	484,277
UNITED PARCEL SERVICE DTD 11/1	451,206	451,206
U S BANK NA CINCINNATI DTD 7/2	250,240	250,240
VULCAN MATERIALS CO DTD 2/23/2	125,240	125,240

TY 2019 Investments Corporate Stock Schedule

Name: ROY AND PATRICIA DISNEY FAMILY FOUNDATION
EIN: 61-1777495

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO SEC ID:88579Y101	104,950	104,950
ABBOTT LABORATORIES SEC ID:002	52,985	52,985
ABBVIE INC. SEC ID:00287Y109	373,108	373,108
ACCENTURE PLC SEC ID:G1151C101	138,555	138,555
ADOBE SYSTEMS INC SEC ID:00724	834,419	834,419
ADTALEM GLOBAL EDUCATION INC S	122,395	122,395
ADVANCED MICRO DEVICES INC SEC	210,131	210,131
A E S CORP SEC ID:00130H105	11,582	11,582
AGILENT TECHNOLOGIES INC SEC I	28,920	28,920
AIR PRODUCTS & CHEMICALS INC S	49,818	49,818
AKAMAI TECHNOLOGIES INC SEC ID	98,646	98,646
ALAMO GROUP INC SEC ID:0113111	100,440	100,440
ALASKA AIR GROUP INC SEC ID:01	8,943	8,943
ALBEMARLE CORP SEC ID:01265310	6,720	6,720
ALCON, INC. SEC ID:H01301128	244,892	244,892
ALEXANDRIA REAL ESTATE EQUITIE	18,905	18,905
ALLEGION PUBLIC LIMITED COMPAN	391,056	391,056
ALLERGAN PLC SEC ID:G0177J108	48,175	48,175
ALLSTATE CORP SEC ID:020002101	32,948	32,948
ALPHABET, INC. SEC ID:02079K30	1,184,021	1,184,021
ALTICE USA, INC. SEC ID:02156K	206,936	206,936
AMAZON.COM INC SEC ID:02313510	1,188,161	1,188,161
AMDOCS LTD ORD SEC ID:G0260210	50,533	50,533
AMERICAN CAMPUS COMMUNITIES SE	44,679	44,679
AMERICAN ELECTRIC POWER INC SE	42,908	42,908
AMERICAN FINL GROUP INC OHIO S	63,049	63,049
AMERICAN TOWER CORPORATION SEC	377,594	377,594
AMERICAN WATER WORKS CO INC SE	20,762	20,762
AMERICAN WOODMARK CORPORATION	141,089	141,089
AMERIPRISE FINANCIAL INC SEC I	368,142	368,142

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMETEK INC NEW SEC ID:03110010	244,862	244,862
AMGEN INC SEC ID:031162100	434,408	434,408
AMN HEALTHCARE SVCS INC SEC ID	137,082	137,082
ANALOG DEVICES INC SEC ID:0326	44,803	44,803
ANSYS INC SEC ID:03662Q105	463,338	463,338
APACHE CORP SEC ID:037411105	39,537	39,537
APPLE INC SEC ID:037833100	1,446,814	1,446,814
APPLIED INDL TECHNOLOGIES INC	71,692	71,692
APPLIED MATERIALS INC SEC ID:0	60,002	60,002
APTARGROUP INC SEC ID:03833610	83,825	83,825
APTIV PLC SEC ID:G6095L109	25,642	25,642
ARCONIC INC SEC ID:03965L100	12,154	12,154
ASPEN TECHNOLOGY INC SEC ID:04	102,791	102,791
ATMOS ENERGY CORP SEC ID:04956	89,488	89,488
AT&T INC SEC ID:00206R102	179,651	179,651
AUTOMATIC DATA PROCESSING INC	73,145	73,145
AVALONBAY CMNTYS INC SEC ID:05	28,519	28,519
AVERY DENNISON CORP SEC ID:053	158,554	158,554
BAKER HUGHES SEC ID:05722G100	11,662	11,662
BALL CORP SEC ID:058498106	21,600	21,600
BANK HAWAII CORP SEC ID:062540	71,370	71,370
BANK OF AMERICA CORPORATION SE	798,015	798,015
BAXTER INTERNATIONAL INC SEC I	313,826	313,826
BECTON DICKINSON & CO SEC ID:0	28,285	28,285
BERRY PLASTICS GROUP INC. SEC	63,257	63,257
BEST BUY INC SEC ID:086516101	19,316	19,316
BIOGEN IDEC INC SEC ID:09062X1	55,785	55,785
BLACKROCK INC SEC ID:09247X101	16,086	16,086
BOK FINL CORP SEC ID:05561Q201	152,950	152,950
BOOKING HOLDINGS INC. SEC ID:0	92,418	92,418

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BORG-WARNER AUTOMOTIVE INC SEC	9,327	9,327
BOSTON PROPERTIES INC SEC ID:1	18,611	18,611
BOSTON SCIENTIFIC CORPORATION	369,990	369,990
BRISTOL-MYERS SQUIBB COMPANY S	151,167	151,167
BROADCOM INC SEC ID:11135F101	303,379	303,379
BROWN & BROWN INC SEC ID:11523	88,830	88,830
BROWN FORMAN CORP CL B SEC ID:	13,655	13,655
BURLINGTON STORES, INC. SEC ID	190,177	190,177
CABOT OIL & GAS CORP CL A SEC	298,947	298,947
CALVERT EMERGING MARKETS EQU1T	4,701,545	4,701,545
CAMDEN PROPERTY TRUST REIT SEC	79,575	79,575
CAMPBELL SOUP CO SEC ID:134429	10,576	10,576
CAPITAL ONE FINANCIAL CORPORAT	329,312	329,312
CARNIVAL CORP SEC ID:143658300	20,535	20,535
C B R E GROUP,INC. SEC ID:1250	21,206	21,206
C D K GLOBAL INC. SEC ID:12508	68,350	68,350
C D W CORPORATION SEC ID:12514	180,407	180,407
CHEMED CORP NEW SEC ID:16359R1	98,834	98,834
CHEVRON CORPORATION SEC ID:166	14,341	14,341
CHOICE HOTELS INTL INC SEC ID:	87,916	87,916
C H ROBINSON WORLDWIDE INC SEC	46,920	46,920
CHUBB LIMITED SEC ID:H1467J104	277,542	277,542
CHURCH & DWIGHT INC SEC ID:171	125,416	125,416
CINTAS CORP SEC ID:172908105	21,795	21,795
CISCO SYSTEMS INC SEC ID:17275	209,633	209,633
CITIGROUP INC SEC ID:172967424	189,659	189,659
CITIZENS FINANCIAL GROUP INC.	14,538	14,538
CITRIX SYS INC SEC ID:17737610	60,995	60,995
CLOROX CO SEC ID:189054109	21,189	21,189
C M S ENERGY CORP SEC ID:12589	18,349	18,349

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COCA - COLA CO SEC ID:19121610	392,598	392,598
COGNIZANT TECHNOLOGY SOLUTIONS	36,344	36,344
COHEN & STEERS INC SEC ID:1924	61,191	61,191
COHERENT INC SEC ID:192479103	54,064	54,064
COLGATE-PALMOLIVE COMPANY SEC	58,376	58,376
COLUMBIA BKG SYS INC SEC ID:19	134,261	134,261
COLUMBUS MCKINNON CORP N Y SEC	101,076	101,076
COMCAST CORP CL A SEC ID:20030	534,334	534,334
COMERICA INC SEC ID:200340107	60,844	60,844
COMFORT SYS USA INC SEC ID:199	135,841	135,841
COMMERCE BANCSHARES INC SEC ID	293,976	293,976
CONAGRA INC SEC ID:205887102	15,066	15,066
CONSOLIDATED EDISON INC SEC ID	28,046	28,046
CONSTELLATION BRANDS INC-A SEC	223,905	223,905
COOPER COS INC SEC ID:21664840	80,323	80,323
COPART INC SEC ID:217204106	17,097	17,097
CORESITE REALTY CORPORATION SE	81,287	81,287
CORTEVA INC SEC ID:22052L104	195,746	195,746
CROWN HLDGS INC SEC ID:2283681	61,804	61,804
C S X CORP SEC ID:126408103	295,952	295,952
CUBESMART SEC ID:229663109	49,581	49,581
CULLEN FROST BANKERS INC SEC I	171,115	171,115
CUMMINS INC SEC ID:231021106	28,097	28,097
CVS HEALTH CORPORATION SEC ID:	77,410	77,410
DANAHER CORP SEC ID:235851102	542,859	542,859
DAVITA INC SEC ID:23918K108	9,229	9,229
DEERE & CO SEC ID:244199105	57,176	57,176
DELTA AIR LINES INC SEC ID:247	178,890	178,890
DENTSPLY SIRONA INC SEC ID:249	106,163	106,163
DEVON ENERGY CORPORATION NEW S	11,557	11,557

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DEXCOM INC. SEC ID:252131107	203,647	203,647
DISCOVER FINANCIAL SERVICES SE	25,700	25,700
DOMINOS PIZZA INC COM SEC ID:2	152,178	152,178
DONALDSON CO INC SEC ID:257651	108,038	108,038
DORMAN PRODUCTS, INC. SEC ID:2	71,934	71,934
DOVER CORP SEC ID:260003108	17,981	17,981
DRIL-QUIP INC SEC ID:262037104	42,219	42,219
D T E ENERGY CO SEC ID:2333311	25,714	25,714
DUNKIN' BRANDS GROUP INC SEC I	86,871	86,871
DUPONT DE NEMOURS INC SEC ID:2	28,248	28,248
DXC TECHNOLOGY CO SEC ID:23355	10,337	10,337
EASTMAN CHEM CO SEC ID:2774321	13,078	13,078
EAST WEST BANCORP INC COM SEC	270,772	270,772
EATON CORP PLC SEC ID:G2918310	37,604	37,604
EATON VANCE CORP COM NON VTG S	85,209	85,209
EBAY INC SEC ID:278642103	31,055	31,055
EDWARDS LIFESCIENCES CORP SEC	49,924	49,924
ENTERGY CORP SEC ID:29364G103	21,444	21,444
E O G RES INC SEC ID:26875P101	50,842	50,842
EQUINIX, INC. SEC ID:29444U700	46,696	46,696
EQUITY LIFESTYLE PPTYS INC SEC	232,287	232,287
ESTEE LAUDER COMPANIES CLASS A	44,819	44,819
E*TRADE FINANCIAL CORPORATION	7,713	7,713
EVERSOURCE ENERGY SEC ID:30040	29,945	29,945
EXELON CORP SEC ID:30161N101	47,550	47,550
EXLSERVICE HOLDINGS INC SEC ID	98,981	98,981
EXPEDITORS INTL WASH INC SEC I	89,723	89,723
EXXON MOBIL CORP SEC ID:30231G	63,849	63,849
F5 NETWORKS INC SEC ID:3156161	86,583	86,583
FABRINET SEC ID:G3323L100	202,625	202,625

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FACEBOOK INC. SEC ID:30303M102	873,134	873,134
FACTSET RESEARCH SYSTEMS INC S	114,028	114,028
FEDERAL SIGNAL CORP SEC ID:313	179,794	179,794
FEDEX CORP SEC ID:31428X106	37,651	37,651
FIDELITY NATIONAL INFORMATION	243,268	243,268
FIRST EAGLE GLOBAL FUND SEC ID	5,690,186	5,690,186
FIRST FINANCIAL BANCORP COM SE	151,368	151,368
FIRST HAWAIIAN, INC./ SEC ID:3	46,160	46,160
FIRST REPUBLIC BANK SEC ID:336	18,557	18,557
FISERV INC SEC ID:337738108	370,825	370,825
FLOWERS FOOD INC SEC ID:343498	66,851	66,851
F M C CORP SEC ID:302491303	15,971	15,971
FREEPORT MCMORAN COPPER & GOLD	15,810	15,810
GALLAGHER ARTHUR J & CO SEC ID	18,760	18,760
GAP INC SEC ID:364760108	3,784	3,784
GENERAL DYNAMICS CORPORATION S	290,978	290,978
GENERAL ELECTRIC COMPANY SEC I	87,472	87,472
GENERAL MILLS INC SEC ID:37033	29,994	29,994
GIBRALTAR INDUSTRIES INC SEC I	84,487	84,487
GODADDY, INC. SEC ID:380237107	184,674	184,674
GOLDMAN SACHS GROUP INC SEC ID	79,096	79,096
GRAINGER W W INC SEC ID:384802	15,910	15,910
GRAND CANYON EDUCATION INC SEC	91,001	91,001
HALLIBURTON CO SEC ID:40621610	167,522	167,522
HANESBRANDS INC SEC ID:4103451	6,950	6,950
HANNON ARMSTRONG SUSTAINABLE I	308,124	308,124
HARRIS CORPORATION SEC ID:5024	178,083	178,083
HARTFORD FINL SVCS GROUP INC S	19,933	19,933
HASBRO INC SEC ID:418056107	12,145	12,145
HCP, INC. SEC ID:42250P103	18,648	18,648

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HELEN OF TROY CORP SEC ID:G438	229,232	229,232
HELMERICH & PAYNE INC SEC ID:4	73,824	73,824
HENRY (JACK) & ASSOCIATES INC	72,835	72,835
HERSHEY CO SEC ID:427866108	20,430	20,430
HESS CORPORATION SEC ID:42809H	14,030	14,030
HEWLETT PACKARD ENTERPRISE COM	24,139	24,139
HEXCEL CORP NEW SEC ID:4282911	65,979	65,979
HIGHWOODS PROPERTIES INC SEC I	66,029	66,029
HILTON WORLDWIDE HOLDINGS INC.	287,701	287,701
HOLLYFRONTIER CORPORATION SEC	9,432	9,432
HOME DEPOT INC SEC ID:43707610	563,857	563,857
HORMEL FOODS CORP SEC ID:44045	14,706	14,706
HOST HOTELS & RESORTS INC SEC	97,907	97,907
H P INC. SEC ID:40434L105	31,955	31,955
HUBBELL INC COM SEC ID:4435106	110,865	110,865
HUMANA INC SEC ID:444859102	394,742	394,742
IDEX CORP SEC ID:45167R104	60,200	60,200
IHS MARKIT LTD SEC ID:G4756710	27,880	27,880
ILLINOIS TOOL WKS INC SEC ID:4	54,787	54,787
ILLUMINA INC SEC ID:452327109	50,424	50,424
INCYTE CORPORATION SEC ID:4533	9,256	9,256
INGERSOLL-RAND PLC SEC ID:G477	249,624	249,624
INTEL CORP SEC ID:458140100	270,941	270,941
INTERCONTINENTALEXCHANGE GROUP	164,461	164,461
INTERNATIONAL BUSINESS MACHINE	117,821	117,821
INTERNATIONAL FLAVORS & FRAGRA	9,031	9,031
INTERNATIONAL PAPER CO SEC ID:	19,203	19,203
INTERPUBLIC GROUP COS INC SEC	95,565	95,565
INTUIT SEC ID:461202103	461,521	461,521
INVESCO LIMITED SEC ID:G491BT1	7,336	7,336

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
IPG PHOTONICS CORPORATION SEC	83,329	83,329
JOHNSON CTLS INTL PLC SEC ID:G	334,229	334,229
JOHNSON & JOHNSON SEC ID:47816	393,849	393,849
JONES LANG LASALLE INC N/C FRO	91,397	91,397
JP MORGAN CHASE & CO SEC ID:46	761,821	761,821
JUNIPER NETWORKS INC SEC ID:48	61,575	61,575
KANSAS CITY SOUTHERN SEC ID:48	8,424	8,424
KELLOGG CO SEC ID:487836108	15,492	15,492
KEMET CORP SEC ID:488360207	58,834	58,834
KEYCORP NEW SEC ID:493267108	23,721	23,721
KIMBERLY CLARK CORP SEC ID:494	49,105	49,105
KINDER MORGAN INC. SEC ID:4945	40,159	40,159
K L A - TENCOR CORP SEC ID:482	17,282	17,282
KOHL'S CORP SEC ID:500255104	8,509	8,509
KROGER CO SEC ID:501044101	24,091	24,091
KULICKE & SOFFA INDS INC SEC I	80,920	80,920
LAKELAND FINANCIAL CORPORATION	52,600	52,600
LAMAR ADVERTISING COMPANY SEC	73,640	73,640
LAM RESH CORP SEC ID:512807108	362,868	362,868
LANCASTER COLONY CORP SEC ID:5	44,028	44,028
LEIDOS HOLDINGS INC. SEC ID:52	13,900	13,900
LENNAR CORP CLASS A SEC ID:526	334,740	334,740
LENNAR CORP CL B SEC ID:526057	4,470	4,470
L G I HOMES, INC. SEC ID:50187	146,599	146,599
LILLY ELI & CO SEC ID:53245710	239,334	239,334
LINCOLN ELEC HLDGS INC SEC ID:	74,966	74,966
LINCOLN NATL CORP IND SEC ID:5	13,277	13,277
LINDE PUBLIC LIMITED COMPANY S	116,456	116,456
LOCKHEED MARTIN CORP SEC ID:53	100,460	100,460
LUMENTUM HOLDINGS INC. SEC ID:	210,145	210,145

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LYONDELLBASELL INDUSTRIES NV S	30,895	30,895
MACY'S INC SEC ID:55616P104	4,437	4,437
MALIBU BOATS, INC. SEC ID:5611	104,423	104,423
MANHATTAN ASSOCS INC SEC ID:56	81,744	81,744
MARATHON PETROLEUM CORP SEC ID	39,163	39,163
MARRIOTT INTERNATIONAL INC SEC	45,732	45,732
MARSH & MCLENNAN COS INC SEC I	61,164	61,164
MARTIN MARIETTA MATLS INC SEC	419,460	419,460
MASCO CORP SEC ID:574599106	88,158	88,158
MASIMO CORPORATION SEC ID:5747	126,448	126,448
MAXIMUS INC SEC ID:577933104	178,536	178,536
MCCORMICK & CO INC COM NON VTG	21,725	21,725
MEDTRONIC, PLC ADR SEC ID:G596	542,064	542,064
MERCK & CO INC SEC ID:58933Y10	704,681	704,681
METTLER-TOLEDO INTL INC SEC ID	20,625	20,625
M G M MIRAGE SEC ID:552953101	17,600	17,600
MICROCHIP TECHNOLOGY INC SEC I	407,361	407,361
MICROSOFT CORPORATION SEC ID:5	2,350,519	2,350,519
MIDDLEBY CORP SEC ID:596278101	60,236	60,236
MITSUBISHI UFJ FINANCIAL GROUP	135,750	135,750
MKS INSTRS INC SEC ID:55306N10	123,761	123,761
MOLSON COORS BREWSING COMPANY	8,031	8,031
MONDELEZ INTERNATIONAL SEC ID:	246,483	246,483
MOODYS CORP SEC ID:615369105	37,273	37,273
MORGAN STANLEY SEC ID:61744644	61,088	61,088
MOTOROLA SOLUTIONS INC. SEC ID	256,857	256,857
MSCI INC SEC ID:55354G100	24,269	24,269
MUELLER WATER PRODUCTS INC SEC	136,872	136,872
NATIONAL OILWELL VARCO INC. SE	8,943	8,943
NEENAH PAPER INC SEC ID:640079	63,387	63,387

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NETAPP INC SEC ID:64110D104	65,363	65,363
NETGEAR INC SEC ID:64111Q104	36,152	36,152
NEW JERSEY RES CORP SEC ID:646	70,198	70,198
NEWMONT MINING CORP SEC ID:651	12,383	12,383
NEXTERA ENERGY INC SEC ID:6533	31,239	31,239
NEXTERA ENERGY PARTNERS LP SEC	118,463	118,463
NIELSEN HOLDINGS PLC SEC ID:G6	6,496	6,496
NIKE INC CLASS B STOCK SEC ID:	131,196	131,196
NISOURCE INC SEC ID:65473P105	9,354	9,354
NOBLE ENERGY INC SEC ID:655044	11,551	11,551
NORDSON CORP SEC ID:655663102	104,543	104,543
NORDSTROM INC SEC ID:655664100	89,227	89,227
NORTHERN TR CORP SEC ID:665859	24,010	24,010
NORTHROP GRUMMAN CORP SEC ID:6	56,411	56,411
NORTONLIFELOCK INC SEC ID:6687	15,567	15,567
NOVARTIS AG SEC ID:66987V109	306,227	306,227
NRG ENERGY INC COM NEW SEC ID:	12,203	12,203
NUCOR CORP SEC ID:670346105	15,196	15,196
N V 5 HOLDINGS INC. SEC ID:629	117,296	117,296
NVIDIA CORP SEC ID:67066G104	146,592	146,592
NXP SEMICONDUCTORS N V SEC ID:	252,229	252,229
OCCIDENTAL PETROLEUM CORP SEC	31,938	31,938
ONE GAS INC. SEC ID:68235P108	93,570	93,570
ONEOK INC SEC ID:682680103	32,841	32,841
ORACLE CORP SEC ID:68389X105	32,212	32,212
O'REILLY AUTOMOTIVE INC SEC ID	367,700	367,700
OSHKOSH CORPORATION SEC ID:688	382,386	382,386
OSI SYS INC SEC ID:671044105	168,740	168,740
PACKAGING CORP AMER SEC ID:695	67,194	67,194
PACWEST BANCORP SEC ID:6952631	180,826	180,826

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PARKER HANNIFIN CORP SEC ID:70	386,736	386,736
PARNASSUS EQUITY INCOME FD SEC	15,560,452	15,560,452
PAYPAL HOLDINGS, INC. SEC ID:7	551,883	551,883
PENTAIR PLC SEC ID:G7S00T104	7,339	7,339
PEPSICO INC SEC ID:713448108	197,488	197,488
PERKINELMER INC SEC ID:7140461	104,383	104,383
PHILIP MORRIS INTERNATIONAL IN	278,414	278,414
PHILLIPS 66 SEC ID:718546104	328,660	328,660
PINNACLE WEST CAP CORP SEC ID:	9,353	9,353
PIONEER NATURAL RESOURCES COMP	224,028	224,028
PNC FINANCIAL SERVICES GROUP S	70,556	70,556
POLARIS INDUSTRIES INC SEC ID:	55,935	55,935
P P G INDUSTRIES INC SEC ID:69	397,800	397,800
PRINCIPAL FINL GROUP INC SEC I	14,630	14,630
PROGRESSIVE CORP OHIO SEC ID:7	182,278	182,278
PROGRESS SOFTWARE CORP SEC ID:	48,821	48,821
PROLOGIS, INC. SEC ID:74340W10	56,158	56,158
PROVIDENCE SERVICE CORPORATION	65,098	65,098
PRUDENTIAL FINANCIAL INC SEC I	41,714	41,714
PUBLIC SVC ENTERPRISE GROUP IN	33,659	33,659
P V H CORP SEC ID:693656100	7,150	7,150
QUALCOMM INC SEC ID:747525103	49,938	49,938
QUANTA SVCS INC SEC ID:74762E1	7,450	7,450
RAYTHEON CO SEC ID:755111507	60,648	60,648
REGENCY CTRS CORP SEC ID:75884	8,643	8,643
REGENERON PHARMACEUTICALS INC	29,663	29,663
REGIONS FINL CORP NEW SEC ID:7	13,659	13,659
RESMED INC SEC ID:761152107	22,006	22,006
ROCKWELL AUTOMATION INC SEC ID	26,752	26,752
ROPER INDUSTRIES INC SEC ID:77	180,657	180,657

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROSS STORES INC SEC ID:7782961	168,693	168,693
ROYAL CARIBBEAN CRUISES LTD SE	24,699	24,699
RPM INTERNATIONAL INC SEC ID:7	105,545	105,545
SALESFORCE.COM INC SEC ID:7946	484,505	484,505
SANMINA CORPORATION SEC ID:801	134,392	134,392
S B A COMMUNICATIONS CORPORATI	26,509	26,509
SCHEIN HENRY INC SEC ID:806407	63,384	63,384
SCHLUMBERGER LTD SEC ID:806857	55,396	55,396
SCHWAB CHARLES CORP NEW SEC ID	57,548	57,548
SCIPLAY CORPORATION SEC ID:809	31,032	31,032
SEAGATE TECHNOLOGY SEC ID:G794	15,173	15,173
SEALED AIR CORP NEW SEC ID:812	6,612	6,612
S E I INVESTMENTS COMPANY SEC	109,679	109,679
SEMPRA ENERGY SEC ID:816851109	40,294	40,294
SENSATA TECHNOLOGIES HOLDING P	63,297	63,297
SHERWIN WILLIAMS CO SEC ID:824	50,768	50,768
SIGNATURE BANK SEC ID:82669G10	92,212	92,212
SILGAN HLDGS INC SEC ID:827048	50,505	50,505
S L GREEN REALTY CORP REIT SE	8,361	8,361
SMITH A O CORP SEC ID:83186520	59,550	59,550
SMUCKER J M CO SEC ID:83269640	73,516	73,516
SONY CORPORATION SEC ID:835699	382,364	382,364
SOUTHWEST AIRLS CO SEC ID:8447	28,771	28,771
S & P GLOBAL INC. SEC ID:78409	240,830	240,830
STANDARD MOTOR PRODUCTS INC SE	97,127	97,127
STANLEY BLACK & DECKER INC SEC	26,518	26,518
STARBUCKS CORP SEC ID:85524410	109,636	109,636
STATE STREET CORP SEC ID:85747	28,476	28,476
STERIS PLC SEC ID:G8473T100	110,505	110,505
STEVEN MADDEN LTD SEC ID:55626	240,297	240,297

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SUN COMMUNITIES INC SEC ID:8666	236,107	236,107
SVB FINANCIAL GROUP COM SEC ID	87,864	87,864
SYNOPSYS INC SEC ID:871607107	190,426	190,426
SYSCO CORP SEC ID:871829107	44,139	44,139
TAPESTRY INC. SEC ID:876030107	8,630	8,630
TECH DATA CORP SEC ID:87823710	35,900	35,900
TECHNIPFMC LIMITED SEC ID:G871	10,012	10,012
TETRA TECH INC NEW SEC ID:8816	49,542	49,542
TEXAS INSTRUMENTS INC SEC ID:8	92,625	92,625
TEXAS ROADHOUSE INC CL A SEC I	78,848	78,848
TEXTRON INC SEC ID:883203101	10,392	10,392
THE BANK OF NEW YORK MELLON CO	46,606	46,606
THE BOEING COMPANY SEC ID:0970	300,351	300,351
THE CHEESECAKE FACTORY SEC ID:	66,062	66,062
THE MOSAIC COMPANY SEC ID:6194	8,894	8,894
THE PROCTER & GAMBLE COMPANY S	59,702	59,702
THE WALT DISNEY COMPANY SEC ID	1,738,887	1,738,887
TIFFANY & CO NEW SEC ID:886547	82,863	82,863
T J X COMPANIES INC SEC ID:87	76,325	76,325
TOWER SEMICONDUCTOR LTD. SEC I	60,752	60,752
TRIPADVISOR INC. SEC ID:896945	3,919	3,919
T ROWE PRICE GROUP INC SEC ID:	28,754	28,754
TWITTER, INC. SEC ID:90184L102	267,169	267,169
TYSON FOODS INC CLASS A SEC ID	359,608	359,608
UMB FINANCIAL CORP SEC ID:9027	60,060	60,060
UNDER ARMOUR INC CL A SEC ID:9	6,847	6,847
UNIFIRST CORP MASS SEC ID:9047	106,040	106,040
UNILEVER NV NEW YORK SHS ADR N	264,316	264,316
UNION PAC CORP SEC ID:90781810	29,288	29,288
UNITED CONTINENTAL HOLDINGS IN	17,354	17,354

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UNITEDHEALTH GROUP INC SEC ID:	284,867	284,867
UNITED PARCEL SERVICE CL B SEC	84,166	84,166
UNITED RENTALS INC SEC ID:9113	14,175	14,175
UNITED TECHNOLOGIES CORP SEC I	9,435	9,435
VARIAN MEDICAL SYSTEMS INC N/C	125,253	125,253
VENTAS INC SEC ID:92276F100	22,981	22,981
VERINT SYS INC SEC ID:92343X10	189,608	189,608
VERISIGN INC SEC ID:92343E102	17,919	17,919
VERISK ANALYTICS INC SEC ID:92	20,460	20,460
VERIZON COMMUNICATIONS INC SEC	251,679	251,679
VERTEX PHARMACEUTICALS INC SEC	311,566	311,566
V F CORP SEC ID:918204108	31,991	31,991
VIAD CORP COM NEW SEC ID:92552	119,813	119,813
VISA INC-CLASS A SHRS SEC ID:9	699,364	699,364
VORNADO REALTY TRUST SEC ID:92	12,702	12,702
VULCAN MATERIALS CO SEC ID:929	11,375	11,375
WABTEC CORP SEC ID:929740108	13,693	13,693
WALGREENS BOOTS ALLIANCE INC S	233,776	233,776
WASTE MANAGEMENT INC SEC ID:94	44,900	44,900
WATERS CORP SEC ID:941848103	116,825	116,825
WCM FOCUSED INTERNATIONAL GROW	10,108,205	10,108,205
WELLTOWER INC. SEC ID:95040Q10	33,203	33,203
WEYERHAEUSER COMPANY SEC ID:96	24,100	24,100
WILLIAMS COS INC SEC ID:969457	20,209	20,209
WILLIAMS SONOMA INC SEC ID:969	75,276	75,276
WILLIS TOWERS WATSON PUBLIC LI	27,262	27,262
W N S HOLDINGS LIMITED, SEC ID	261,293	261,293
XCEL ENERGY INC SEC ID:98389B1	31,618	31,618
XYLEM INC. SEC ID:98419M100	15,679	15,679
YUM! BRANDS INC SEC ID:9884981	28,607	28,607

TY 2019 Investments Government Obligations Schedule**Name:** ROY AND PATRICIA DISNEY FAMILY FOUNDATION**EIN:** 61-1777495**US Government Securities - End
of Year Book Value:**

12,582,990

**US Government Securities - End
of Year Fair Market Value:**

12,582,990

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2019 Investments - Other Schedule**Name:** ROY AND PATRICIA DISNEY FAMILY FOUNDATION**EIN:** 61-1777495**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MESA WEST CORE LENDING	FMV	5,003,242	5,003,242
TCW DIRECT LENDING LLC	FMV	1,302,570	1,302,570
FPA CRESCENT FUND FPA CRESCENT	FMV	10,142,501	10,142,501

TY 2019 Legal Fees Schedule

Name: ROY AND PATRICIA DISNEY FAMILY FOUNDATION

EIN: 61-1777495

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NEO LAW GROUP	840			840
SWERDLOW FLORENCE SANCHEZ	9,544			9,544

TY 2019 Other Assets Schedule**Name:** ROY AND PATRICIA DISNEY FAMILY FOUNDATION**EIN:** 61-1777495**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SECURITY DEPOSIT-ONYX TOWER	14,168	14,168	14,168
INTEREST RECEIVABLE	174,796	164,555	164,555
DIVIDEND RECEIVABLE	56,670	57,728	57,728

TY 2019 Other Expenses Schedule**Name:** ROY AND PATRICIA DISNEY FAMILY FOUNDATION**EIN:** 61-1777495**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TECHNOLOGY	23,946			23,946
PARKING & VALIDATIONS	14,010			14,010
OFFICE EQUIPMENT & REPAIRS	2,750			2,750
MISCELLANEOUS EXPENSE	1,143			1,143
SOFTWARE LICENSING	11,123			11,123
SHIPPING & POSTAGE	296			296
OFFICE SUPPLIES	1,921			1,921
FILING FEES	226			226
SEC AND OTHER FEES	42,343	42,343		
WORKMANS COMP	3,662			3,662

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MEMBERSHIP EXPENSES	61,040			61,040
CAPACITY BUILDING EXPENSES	18,545			18,545

TY 2019 Other Income Schedule**Name:** ROY AND PATRICIA DISNEY FAMILY FOUNDATION**EIN:** 61-1777495**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SEC CLAIMS SETTLEMENT	476	476	
PASSTHROUGH INCOME FROM PARTNERSHIPS		-12,847	

TY 2019 Other Increases Schedule

Name: ROY AND PATRICIA DISNEY FAMILY FOUNDATION

EIN: 61-1777495

Description	Amount
UNREALIZED GAIN FROM INVESTMENTS	20,819,647

TY 2019 Other Professional Fees Schedule**Name:** ROY AND PATRICIA DISNEY FAMILY FOUNDATION**EIN:** 61-1777495

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PHILANTHROPY CONSULTANTS	54,600			54,600
SHAMROCK INVESTMENT MNGT FEE	50,000	50,000		
BANK OF NY MANAGEMENT FEES	638,335	638,335		
INSURANCE	9,733			9,733
OTHER CONSULTING & PROF SRVCES	26,050			26,050

TY 2019 Taxes Schedule**Name:** ROY AND PATRICIA DISNEY FAMILY FOUNDATION**EIN:** 61-1777495

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	18,603			
FOREIGN TAX EXPENSE	5,936			
PROPERTY TAX	8,234			