

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

Name of foundation PHILIP E AND CAROLE R RATCLIFFE FOUNDATION INC		A Employer identification number 82-0568453	
Number and street (or P.O. box number if mail is not delivered to street address) 275 WEST STREET NO 109		Room/suite	B Telephone number (see instructions) (667) 458-7991
City or town, state or province, country, and ZIP or foreign postal code ANNAPOLIS, MD 21401		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 99,288,141		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	69,719,874			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	534,171	308,072		
	4 Dividends and interest from securities	1,319,278	1,305,146		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,858,269			
	b Gross sales price for all assets on line 6a _____ 11,496,690				
	7 Capital gain net income (from Part IV, line 2)		1,858,269		
	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)	2,225	2,225		
	12 Total. Add lines 1 through 11	73,433,817	3,473,712		
	13 Compensation of officers, directors, trustees, etc.	135,000	0		135,000
	14 Other employee salaries and wages	433,049	0		433,049
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	43,204	0		0
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	268,467	99,734		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	64,187	5,650		31,722
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	9,003	0		0
	21 Travel, conferences, and meetings	3,129	0		0
	22 Printing and publications				
	23 Other expenses (attach schedule)	47,951	4,096		24,490
	24 Total operating and administrative expenses. Add lines 13 through 23	1,003,990	109,480		624,261
	25 Contributions, gifts, grants paid	3,798,496			3,536,858
	26 Total expenses and disbursements. Add lines 24 and 25	4,802,486	109,480		4,161,119
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	68,631,331			
	b Net investment income (if negative, enter -0-)		3,364,232		
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					
	2	Savings and temporary cash investments	872,012	2,377,414	2,377,414		
	3	Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ 55,700 Less: allowance for doubtful accounts ▶ _____ 0	56,472	55,700	55,700		
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U.S. and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	25,914,701	38,146,897	43,305,974		
	c	Investments—corporate bonds (attach schedule)	0	7,966,731	8,180,393		
	11	Investments—land, buildings, and equipment: basis ▶ _____ 6,552,656 Less: accumulated depreciation (attach schedule) ▶ _____		6,552,656	6,552,656		
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	1,968,821	38,811,239	38,811,239		
	14	Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	4,765	4,765	4,765			
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	28,816,771	93,915,402	99,288,141			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable	4,422,937	4,684,575			
	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 ▶ _____)	1,392,229	0			
	23	Total liabilities (add lines 17 through 22)	5,815,166	4,684,575			
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.						
	24	Net assets without donor restrictions					
	25	Net assets with donor restrictions					
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.						
	26	Capital stock, trust principal, or current funds	0	0			
	27	Paid-in or capital surplus, or land, bldg., and equipment fund	0	0			
	28	Retained earnings, accumulated income, endowment, or other funds	23,001,605	89,230,827			
	29	Total net assets or fund balances (see instructions)	23,001,605	89,230,827			
30	Total liabilities and net assets/fund balances (see instructions) .	28,816,771	93,915,402				

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	23,001,605
2	Enter amount from Part I, line 27a	2	68,631,331
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	91,632,936
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,402,109
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	89,230,827

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table			
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 See Additional Data Table			
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 See Additional Data Table			
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	1,858,269
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	2,568,041	29,822,745	0.086110
2017	2,697,367	28,038,477	0.096202
2016	1,898,555	28,806,686	0.065907
2015	2,150,275	31,871,821	0.067466
2014	4,923,634	32,673,086	0.150694

2 Total of line 1, column (d)	2	0.466379
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	0.093276
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	39,383,652
5 Multiply line 4 by line 3	5	3,673,550
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	33,642
7 Add lines 5 and 6	7	3,707,192
8 Enter qualifying distributions from Part XII, line 4	8	4,161,119

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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	33,642
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	33,642
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	33,642
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	17,720
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	22,250
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	39,970
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8	68
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	6,260
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 6,260 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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) ▶ MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <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 ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>CARLENE M CASSIDY</u> Telephone no. ▶ <u>(667) 458-7991</u>			

Located at ▶ 275 WEST STREET SUITE 109 ANNAPOLIS MD ZIP+4 ▶ 21401

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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.

1a	During the year did the foundation (either directly or indirectly):		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c		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? ☐ Yes ☒ 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.)	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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.)	3b		
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)

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

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

1 List all officers, directors, trustees, 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
JAMES D WRIGHT 1310 PARK AVENUE BALTIMORE, MD 21217	PRESIDENT 1.00	75,000	0	0
TINA DAVENPORT 275 WEST STREET SUITE 109 ANNAPOLIS, MD 21401	TRUSTEE 20.00	60,000	0	0
JAMES A CLAUSON 2613 CABOVER DRIVE HANOVER, MD 21076	TRUSTEE 2.00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CARLENE M CASSIDY 25 UPSHUR AVENUE ANNAPOLIS, MD 214034506	CHIEF EXECUTIVE OFFI 40.00	70,673	0	0
Total number of other employees paid over \$50,000.				0

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".

[illegible]

Total number of others receiving over \$50,000 for professional services.	0
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Part IX-A	Summary of Direct Charitable Activities
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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

generations and other phenomena (e.g., convergent synthesis, research paper produced, etc.)	
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	

[illegible]

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	26,662,431
b	Average of monthly cash balances.	1b	934,737
c	Fair market value of all other assets (see instructions).	1c	12,386,235
d	Total (add lines 1a, b, and c).	1d	39,983,403
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	39,983,403
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	599,751
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	39,383,652
6	Minimum investment return. Enter 5% of line 5.	6	1,969,183

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	1,969,183
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	33,642
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	33,642
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,935,541
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,935,541
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,935,541

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	4,161,119
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,161,119
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	33,642
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,127,477

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				1,935,541
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			0	
b Total for prior years: 2017, 2016, 2015		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.	3,466,712			
b From 2015.	566,448			
c From 2016.	469,169			
d From 2017.	1,324,973			
e From 2018.	1,109,352			
f Total of lines 3a through e.	6,936,654			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ <u>4,161,119</u>				
a Applied to 2018, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2019 distributable amount.				1,935,541
e Remaining amount distributed out of corpus	2,225,578			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	9,162,232			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).	3,466,712			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	5,695,520			
10 Analysis of line 9:				
a Excess from 2015.	566,448			
b Excess from 2016.	469,169			
c Excess from 2017.	1,324,973			
d Excess from 2018.	1,109,352			
e Excess from 2019.	2,225,578			

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 ☐ 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 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					

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

Part XV

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).)

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.

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 e-mail address of the person to whom applications should be addressed:

JAMES D WRIGHT
1310 PARK AVENUE
BALTIMORE, MD 21217
(410) 218-2735
JDWRIGHT1310@GMAIL.COM

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

WRITTEN LETTER REGARDING NATURE AND USE OF REQUESTED GRANT.

c Any submission deadlines:

THE FOUNDATION HAS NO SUBMISSION DEADLINES.

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

THE FOUNDATION HAS NO RESTRICTIONS OR LIMITATIONS ON AWARDS.

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	3,798,496
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated.

[illegible]

Part XVII

	Yes	No
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1a(1)		No
1a(2)		No

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1b(1)	No
--------------	-----------

1b(2)		No
--------------	--	-----------

1b(3)		No
--------------	--	-----------

1b(4)		No
--------------	--	-----------

1b(5)	No
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1b(6)		No
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1c		No
-----------	--	-----------

value
ue

[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 ***** _____ Signature of officer or trustee	2020-11-14 _____ Date	***** _____ Title
--	--	--

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

Paid Preparer Use Only	RICHARD A FRIEDLANDER CPA		2020-11-14		
	Firm's name ► ROSEN SAPPERSTEIN & FRIEDLANDER LLC				Firm's EIN ► 47-5153865
	Firm's address ► 405 YORK ROAD TOWSON, MD 21204				Phone no. (410) 581-0800

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
K-1 PER HOLDINGS	P		
K-1 QUESTMARK	P		
GOLDMAN SACHS ACCT 60570	P		
GOLDMAN SACHS ACCT 61138	P		
GOLDMAN SACHS ACCT 61144	P		
GOLDMAN SACHS ACCT 27253	P		
GOLDMAN SACHS ACCT 02334	P		
K-1 PHILIP RATCLIFFE MARITAL TRUST	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
199,518			199,518
2,491			2,491
5,606,187		5,219,630	386,557
1,292,165		1,271,731	20,434
2,282,064		2,281,182	882
667,395		618,801	48,594
249,216		247,077	2,139
1,071,631			1,071,631
126,023			126,023

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			199,518
			2,491
			386,557
			20,434
			882
			48,594
			2,139
			1,071,631
			126,023

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>				
ANNE ARUNDEL COMMUNITY COLLEGE FOUNDATION INC 101 COLLEGE PARKWAY ARNOLD, MD 210121895		PC	UNRESTRICTED USE BY RECIPIENT	900,000
BALDWIN-WALLACE COLLEGE 275 EASTLAND ROAD BEREA, OH 44017		PC	UNRESTRICTED USE BY RECIPIENT	480,000
CCBC800 S ROLLING ROAD CATONSVILLE, MD 21228		PC	UNRESTRICTED USE BY RECIPIENT	763,396
Total ▶ 3a				3,798,496

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>				
CHILDREN'S HOME FOUNDATION 215 WALTHAM FARM LANE CENTREVILLE, MD 21617		PC	UNRESTRICTED USE BY RECIPIENT	70,000
OYSTER RECOVERY PARTNERSHIP 1805A VIRGINIA STREET ANNAPOLIS, MD 21401		PC	UNRESTRICTED USE BY RECIPIENT	400,000
USM FOUNDATION 701 EAST PRATT STREET BALTIMORE, MD 21202		PC	UNRESTRICTED USE BY RECIPIENT	391,100
Total ▶ 3a				3,798,496

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>				
SALISBURY UNIVERSITY FOUNDATION 1308 CAMDEN AVENUE SALISBURY, MD 218022655		PC	UNRESTRICTED USE BY RECIPIENT	105,000
YMCA4331 MONTGOMERY ROAD ELLICOTT, MD 21043		PC	UNRESTRICTED USE BY RECIPIENT	10,000
UNIVERSITY OF BALTIMORE 1420 N CHARLES STREET BALTIMORE, MD 21201		PC	UNRESTRICTED USE BY RECIPIENT	504,000
Total ▶ 3a				3,798,496

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>				
TIDEWATER WOODEN BOAT WORKSHOP 910 BALLENTINE BLVD NORFOLK, VA 23504		PC	UNRESTRICTED USE BY RECIPIENT	50,000
NACCE 1 FEDERAL STREET BUILDING 101 SPRINGFIELD, MA 01105		PC	UNRESTRICTED USE BY RECIPIENT	100,000
HORIZON OF KENT & QUEEN 116 BS LYNCHBURG STREET CHESTERTOWN, MD 21620		PC	UNRESTRICTED USE BY RECIPIENT	25,000
Total ▶ 3a				3,798,496

TY 2019 General Explanation Attachment

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

General Explanation Attachment

Identifier	Return Reference	Explanation	
1	CAPITAL GAIN/(LOSS) DETAIL FROM BROKERAGE STATEMENTS	FORM 990-PF, PART IV, CAPITAL GAINS/ (LOSSES) FOR TAX IN INVESTMENT INCOME	CAPITAL GAIN/(LOSS) DETAIL FROM BROKERAGE STATEMENTS TO TIE TO PART IV, COLUMNS E-L.

TY 2019 Investments Corporate Bonds Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MERRILL LYNCH ACCT# 2334 - BONDS	7,966,731	8,180,393

TY 2019 Investments Corporate Stock Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARKETABLE SECURITIES - GOLDMAN SACHS	22,874,572	25,814,135
MERRILL LYNCH ACCT# 2334 - SECURITIES	15,272,325	17,491,839

TY 2019 Investments - Other Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LOAN RECEIVABLE	AT COST	500,000	500,000
INVESTMENT IN TILGHMAN ROAD PROPERTY	AT COST	1,471,984	1,471,984
INVESTMENT IN QUESTMARK PARTNERS III, LP	AT COST	140,627	140,627
INVESTMENT IN PER HOLDINGS, LLC	AT COST	36,698,628	36,698,628

TY 2019 Legal Fees Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	43,204	0		0

TY 2019 Other Assets Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ORGANIZATION EXPENSES	4,765	4,765	4,765

TY 2019 Other Decreases Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Description	Amount
OTHER DECREASE	67,500
DONOR COST BASIS ADJUSTMENT - MERRILL LYNCH INVESTMENTS	2,334,609

TY 2019 Other Expenses Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	702	0		702
INSURANCE	811	0		811
OFFICE SUPPLIES	22,977	0		22,977
K-1 PER HOLDINGS	22,835	3,470		0
K-1 QUESTMARK	626	626		0

TY 2019 Other Income Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	895	895	895
K-1 PHILIP RATCLIFFE MARITAL TRUST	1,330	1,330	1,330

TY 2019 Other Liabilities Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Description	Beginning of Year - Book Value	End of Year - Book Value
MERRILL LYNCH - LOAN MANAGEMENT	1,232,229	0
MERRILL LYNCH - 2018 LOAN	160,000	0

TY 2019 Other Professional Fees Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	99,734	99,734		0
OTHER PROFESSIONAL FEES	168,733	0		0

TY 2019 Taxes Schedule

Name: PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

EIN: 82-0568453

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	5,650	5,650		0
FEDERAL TAXES	26,815	0		0
PAYROLL TAXES	31,722	0		31,722

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to <u>www.irs.gov/Form990</u> for the latest information.	OMB No. 1545-0047 2019
	Name of the organization PHILIP E AND CAROLE R RATCLIFFE FOUNDATION INC	Employer identification number 82-0568453

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
PHILIP E AND CAROLE R RATCLIFFE
FOUNDATION INC

Employer identification number
82-0568453

Part I

Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PHILIP E RATCLIFFE MARITAL TRUST 6445 CLOISTER GATE DRIVE BALTIMORE, MD 21212	\$ 138,534	☒ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
2	PHILIP E RATCLIFFE MARITAL TRUST 6445 CLOISTER GATE DRIVE BALTIMORE, MD 21212	\$ 34,411,737	☒ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
3	PHILIP E RATCLIFFE MARITAL TRUST 6445 CLOISTER GATE DRIVE BALTIMORE, MD 21212	\$ 1,392,229	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
4	PHILIP E RATCLIFFE MARITAL TRUST 6445 CLOISTER GATE DRIVE BALTIMORE, MD 21212	\$ 27,224,718	☒ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
5	PHILIP E RATCLIFFE MARITAL TRUST 6445 CLOISTER GATE DRIVE BALTIMORE, MD 21212	\$ 6,552,656	☒ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization PHILIP E AND CAROLE R RATCLIFFE FOUNDATION INC	Employer identification number 82-0568453
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Part II Noncash Property			
(see instructions). Use duplicate copies of Part II if additional space is needed.			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	0.3996% INVESTMENT IN QUESTMARK PARTNERS III, LP (EIN: 26-0189303)	\$ 138,534	2019-12-01
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>2</u>	51% INVESTMENT IN PER HOLDINGS, LLC (EIN: 26-2172488)	\$ 34,411,737	2019-12-01
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>4</u>	INVESTMENTS FROM MERRILL LYNCH BROKERAGE ACCOUNT #813-12262 AND #813-12261	\$ 27,224,718	2019-12-06
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>5</u>	FARM PROPERTY: 6077 BOSTON CLIFF ROAD, EASTON, MARYLAND 21601	\$ 6,552,656	2019-12-01
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Name of organization PHILIP E AND CAROLE R RATCLIFFE FOUNDATION INC	Employer identification number 82-0568453
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____**

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee