

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

2949100906608 1

2019

Department of the Treasury
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.
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Open to Public Inspection

For calendar year 2019 or tax year beginning 7/01, 2019, and ending 6/30, 2020

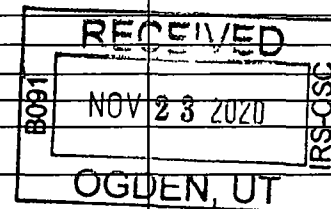
The Charles R. Whitfield Charitable
Foundation
5909 Primrose Lane
Stillwater, OK 74074A Employer identification number
20-0100958B Telephone number (see instructions)
405-533-7901C If exemption application is pending, check here ☐ bD 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation 04
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 1,404,620.
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)				
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	181.	181.	N/A	
	4	Dividends and interest from securities	30,611.	30,611.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	44,271.			
	b	Gross sales price for all assets on line 6a	1,323,312.			
	7	Capital gain net income (from Part IV, line 2)		44,271.		
	8	Net short term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold					
c	Gross profit or (loss) (attach schedule)					
11	Other income (attach schedule)					
12	Total. Add lines 1 through 11	75,063.	75,063.			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	25,613.	15,306.		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) See St 1	100.			
	b	Accounting fees (attach sch) See St 2	8,695.			
	c	Other professional fees (attach sch)				
	17	Interest				
	18	Taxes (attach schedule) (see instrs) See Stm 3	1,587.			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) See Statement 4	11,450.	6,559.		
	24	Total operating and administrative expenses. Add lines 13 through 23	47,445.	21,865.		
	25	Contributions, gifts, grants paid Part XV	104,082.			104,082.
26	Total expenses and disbursements. Add lines 24 and 25	151,527.	21,865.		104,082.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-76,464.				
b	Net investment income (if negative, enter -0-)		53,198.			
c	Adjusted net income (if negative, enter -0-)					



Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash — non-interest-bearing	15,550.	36,198.	36,198.
	2 Savings and temporary cash investments	67,140.	32,879.	32,879.
	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 sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule) Statement 5	8,760.	8,760.	3,460.
	b Investments — corporate stock (attach schedule) Statement 6	1,399,278.	1,336,428.	1,332,083.
	c Investments — corporate bonds (attach schedule)			
Liabilities	11 Investments — land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis 500.			
	Less: accumulated depreciation (attach schedule) See Stmt 7 500.			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	1,490,728.	1,414,265.	1,404,620.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 8)	550.	551.	
	23 Total liabilities (add lines 17 through 22)	550.	551.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30. <input checked="" type="checkbox"/>			
	24 Net assets without donor restrictions	1,490,178.	1,413,714.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30. <input type="checkbox"/>			
	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			
Net Assets or Fund Balances	29 Total net assets or fund balances (see instructions)	1,490,178.	1,413,714.	
	30 Total liabilities and net assets/fund balances (see instructions)	1,490,728.	1,414,265.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	1,490,178.
2 Enter amount from Part I, line 27a	2	-76,464.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	1,413,714.
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	1,413,714.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a See Statement 9				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e			

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

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

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	44,271.
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	-16,976.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	107,173.	1,564,147.	0.068518
2017	99,447.	1,717,679.	0.057896
2016	100,991.	1,716,636.	0.058831
2015	99,111.	1,735,799.	0.057098
2014	119,295.	2,006,591.	0.059452

2 Total of line 1, column (d)	2	0.301795
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	0.060359
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	1,406,461.
5 Multiply line 4 by line 3	5	84,893.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	532.
7 Add lines 5 and 6	7	85,425.
8 Enter qualifying distributions from Part XII, line 4	8	104,082.

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)

1 a 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	532.
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	532.
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	532.
6 Credits/Payments.			
a 2019 estimated tax pymts and 2018 overpayment credited to 2019	6 a	752.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	752.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	220.	
11 Enter the amount of line 10 to be Credited to 2020 estimated tax <input type="checkbox"/> 220. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered. See instructions MS		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule. See instructions	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement. See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>F.E. Whitfield</u> Telephone no <u>405-533-7901</u> Located at <u>5909 Primrose Lane Stillwater OK</u> ZIP + 4 <u>74074</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15	N/A
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country <u></u>	16	X

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

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

	Yes	No
1 a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here <u></u>	1 b	X
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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>		
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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year, did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions**5b** N/A

Organizations relying on a current notice regarding disaster assistance, check here.

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b** X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, and foundation managers and their compensation. 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
F. E. Whitfield 5909 Primrose Lane Stillwater, OK 74074	President 8.00	18,606.	0.	0.
Mark Whitfield 11304 E. Richmond Road Glencoe, OK 74032	Treasurer 2.00	3,300.	0.	0.
David Loew 282 Running Deer Grapeland, TX 75844	Director 2.00	3,300.	0.	0.
Shamitri Loew 282 Running Deer Grapeland, TX 75844	Secretary 2.00	407.	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
None				

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.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	1,306,628.
b Average of monthly cash balances	1 b	121,251.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	1,427,879.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	1,427,879.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	21,418.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,406,461.
6 Minimum investment return. Enter 5% of line 5	6	70,323.

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	70,323.
2a Tax on investment income for 2019 from Part VI, line 5	2 a	532.
b Income tax for 2019 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	532.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	69,791.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	69,791.
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	69,791.

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	1 a	104,082.
b Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	104,082.
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	532.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	103,550.

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				69,791.
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only			0.	
b Total for prior years. 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018	11,320.			
f Total of lines 3a through e	11,320.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 104,082.				
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				69,791.
e Remaining amount distributed out of corpus	34,291.			
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	45,611.			
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)	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	45,611.			
10 Analysis of line 9:				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018	11,320.			
e Excess from 2019	34,291.			

BAA

Form 990-PF (2019)

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

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

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

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

[illegible]

- 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))

None

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

None

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

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

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

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

- c Any submission deadlines**

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

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

Recipient	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 See Statement 10				
Total			3 a	104,082.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	181.	
4	Dividends and interest from securities			14	30,611.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	44,271.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				75,063.	
13	Total. Add line 12, columns (b), (d), and (e)				75,063.	

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

2019

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Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal	\$ 100.			
Total	\$ 100.	\$ 0.		\$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	\$ 8,695.			
Total	\$ 8,695.	\$ 0.		\$ 0.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other Taxes	\$ 1,587.			
Total	\$ 1,587.	\$ 0.		\$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Charges	\$ 44.			
Investment Management Fees	6,559.	\$ 6,559.		
Travel and Other Expense	4,847.			
Total	\$ 11,450.	\$ 6,559.		\$ 0.

Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

	Valuation Method	Book Value	Fair Market Value
State/Municipal Obligations			

Statement 5 (continued)
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

INVESCO VAN KAMPEN SENIOR INCOME TRUST	Cost	\$	8,760.	\$	3,460.
	Total	\$	<u>8,760.</u>	\$	<u>3,460.</u>

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Goldman Sachs High Yield Fund	Cost	\$ 0.	\$ 0.
ATLANTIS TECHNOLOGY GROUP	Cost	465.	0.
Pfizer Incorporated	Cost	12,268.	12,393.
STRIKER OIL & GAS INC	Cost	3,335.	0.
VOYANT INTL CORP	Cost	565.	3.
ISHARES RUSSELL 1000 GROWTH FUND	Cost	0.	0.
ISHARES RUSSELL 2000 VALUE INDEX FUND	Cost	0.	0.
ISHARES RUSSELL 2000 GROWTH IND	Cost	0.	0.
ISHARES RUSSELL 1000 VALUE	Cost	0.	0.
EMERGING WORLD PHARM INC	Cost	2,465.	0.
VANTAGE DRILLING	Cost	1,385.	6.
VANGUARD FTSE ALL WORLD EX US	Cost	0.	0.
ANGIOSOMA INC.	Cost	490.	0.
IMMUNOCELLULAR THERAPTCS	Cost	2,726.	1.
INTELLIPHARMACEUTICS INTERNATIONAL INC	Cost	3,665.	14.
MCDERMOTT INTL INC	Cost	15,006.	96.
IT Tech Packaging Inc New	Cost	2,111.	605.
Federated National Holding Co.	Cost	26,491.	11,070.
Geron Corp.	Cost	4,070.	2,180.
Ibio Inc.	Cost	2,046.	222.
Keycorp New	Cost	0.	0.
Net Element Inc.	Cost	1,895.	87.
OTI On Track Innovations	Cost	4,283.	500.
Altimmune Inc.	Cost	1,905.	43.
Seabridge Gold Inc.	Cost	9,612.	17,540.
Aikido Pharma Inc	Cost	1,867.	164.
Franklin Templeton India Growth	Cost	0.	0.
ISHARES TR 3-7 YR TREAS	Cost	26,266.	28,112.
Armata Pharmaceuticals	Cost	2,177.	12.
Black Stallion Oil & Gas	Cost	2,451.	0.
Sellas Life Sciences Group Inc.	Cost	3,076.	3.
Gulf Resources Inc.	Cost	2,441.	1,070.
PHIO Pharmaceuticals Corp.	Cost	5,639.	7.
Goldman Sachs Long/ Short Credit Strats	Cost	0.	0.
Wisdom Tree India	Cost	0.	0.
Actinium Pharmaceuticals Inc.	Cost	2,407.	1,074.
Brainstorm Cell Therapeutics	Cost	4,939.	22,420.
Cellect WTS Biotechnology LTD	Cost	3,591.	110.
Evoke Pharma Inc.	Cost	4,430.	7,080.
Microbot Medical Inc.	Cost	0.	0.
Navios Maritime Holdings	Cost	1,672.	211.
Pura Naturals	Cost	2,535.	0.
Radiant Logistics Inc.	Cost	5,707.	3,930.
Seanergy Maritime Holdings Corp.	Cost	1,582.	17.

Statement 6 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Sky Solar Holdings ADR LTD Co SPON	Cost	\$ 2,915.	\$ 1,896.
Technical Communications Corp.	Cost	0.	0.
United Microelectronics Corp ADR	Cost	2,503.	2,640.
Ishares MSCI China ETF	Cost	0.	0.
Vanguard Short Term Corp Bond Index Fund	Cost	69,342.	71,821.
Cara Therapeutics Inc.	Cost	15,830.	17,100.
Cenovus Energy Inc.	Cost	7,734.	4,670.
Chesapeake Granite Wash Trust	Cost	1,670.	370.
Exxon Mobil Corp	Cost	35,453.	20,124.
Perk Labs Inc	Cost	2,015.	63.
Liberty One Lithium Corp	Cost	1,593.	57.
QMC Quantum Minerals Corp	Cost	871.	81.
Qualstar Corp New	Cost	11,399.	2,450.
Real Goods Solar Inc CL A 2017	Cost	2,306.	5.
Ishares MSCI Japan ETF New	Cost	48,576.	47,035.
Pimco ETF TR Enhanced Short MAT Active E	Cost	0.	0.
SPDR Gold TR Gold SHS	Cost	47,827.	61,257.
Vaneck Vectors Investment Grade Floating	Cost	0.	0.
Vanguard Malvern FDS Short Term Inflatio	Cost	33,371.	34,290.
Acorda Therapeutics Inc.	Cost	9,652.	735.
Advaxis Inc Com Par	Cost	3,497.	268.
Benitec Biopharm ADR LTD SPON	Cost	3,739.	522.
Biocept Inc Par	Cost	3,998.	1,423.
Blue Eagle Lithium Inc.	Cost	2,882.	80.
Cool Holdings Inc.	Cost	7,112.	99.
Proteostasis Therapeutic Inc.	Cost	8,771.	1,370.
Schlumberger LTD	Cost	18,141.	7,356.
Times Property Holdings LTD	Cost	2,147.	1,848.
W&T Offshore Inc.	Cost	4,497.	2,280.
Ishares Inc MSCI CDA ETF	Cost	0.	0.
Ishares MSCI Brazil ETF	Cost	0.	0.
Ishares MSCI Israel ETF	Cost	0.	0.
Ishares MSCI Philippines ETF	Cost	0.	0.
Ishares MSCI Switzerland ETF	Cost	21,705.	23,982.
Aethlon Med Inc.	Cost	1,864.	2,030.
Aytu Bioscience Inc.	Cost	3,081.	2,840.
Kosmos Energy Ltd.	Cost	5,992.	1,660.
Liquid Media Grp Ltd New	Cost	5,359.	2,740.
Nio Inc.	Cost	3,962.	7,720.
Onconova Therapeutics Inc.	Cost	1,664.	1,698.
Shanghai Fosun Pharmaceutical Grp Co Ltd	Cost	3,066.	3,190.
Vaxart Inc. New	Cost	1,499.	17,700.
Xunlei Ltd. Spon ADR Repstg Class A Comm	Cost	6,233.	3,480.
Goldman Sachs Core Fixed Income Fund	Cost	69,859.	70,425.
Goldman Sachs Treas Acc 0-1 Yr ETF	Cost	119,516.	119,276.
Goldman Sachs ETF TR Act Beta Int'l Equi	Cost	81,865.	82,259.
Goldman Sachs ETF TR Act Beta Emerging	Cost	28,709.	33,573.
Goldman Sachs ETF TR Act Beta USLargeCap	Cost	203,148.	251,127.
Ishares Edge MSCI MultiFactorUSASmallCap	Cost	43,802.	54,444.
Ishares Inc MSCI Austrailia ETF	Cost	30,894.	39,848.
Ishares MSCI Chile ETF	Cost	10,334.	12,962.
Ishares MSCI Sweden ETF	Cost	20,664.	26,099.
Ishares TR Barclays 1-3 Treas Bd ETF	Cost	13,329.	13,338.
Ishares TR Barclays 7-10 Yr Treas Bd ETF	Cost	32,365.	35,099.
Ishares TR IBovx \$ High YieldCorp BD ETF	Cost	26,908.	29,755.

Statement 6 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Ishares TR Core Divid Growth ETF	Cost	\$ 41,713.	\$ 50,334.
Ishares TR MSCI United Kingdom Small Cap	Cost	10,272.	12,526.
Ishares Trust Ishares MSCI New Zealand	Cost	10,267.	13,505.
Vaneck Vectors Indonesia Index ETF	Cost	10,393.	14,635.
XTrackers Harvest CSI 300 China A-Shares	Cost	14,561.	16,492.
Hoth Therapeutics Inc	Cost	0.	15.
Times Neighborhood Holdings Ltd	Cost	0.	521.
Total		\$ 1,336,428.	\$ 1,332,083.

Statement 7
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

<u>Category</u>	<u>Basis</u>	<u>Accum. Deprec.</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Miscellaneous	\$ 500.	\$ 500.	\$ 0.	\$ 0.
Total	\$ 500.	\$ 500.	\$ 0.	\$ 0.

Statement 8
Form 990-PF, Part II, Line 22
Other Liabilities

Other Payables	\$ 550.
Rounding	1.
Total	\$ 551.

Statement 9
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
1	0 Benitec Biopharma Inc	Purchased	11/18/2019	4/20/2020
2	200.0000 Franklin Templeton Franklin India Growth	Purchased	1/22/2015	9/13/2019
3	5.8420 Franklin Templeton Franklin India Growth	Purchased	12/18/2017	9/13/2019
4	9.1670 Franklin Templeton Franklin India Growth	Purchased	12/18/2018	9/13/2019
5	77.0050 Franklin Templeton Franklin India Growth	Purchased	9/12/2019	9/13/2019
6	0 Hercules Offshore Inc.	Purchased	12/05/2016	12/24/2019
7	0 Hoth Therapeutics Inc	Purchased	10/29/2019	10/29/2019
8	0 Hoth Therapeutics Inc	Purchased	10/29/2019	5/20/2020
9	1000.0000 Keycorp New	Purchased	3/11/2015	12/18/2019

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
10	27.2000 Microbot Medical Inc New	Purchased	2/22/2017	1/06/2020
11	6.8000 Microbot Medical Inc New	Purchased	2/22/2017	1/06/2020
12	0 Phio Pharmaceuticals Corp New	Purchased	1/09/2018	1/15/2020
13	0 Seanergy Maritime Holdings Corp	Purchased	3/20/2019	6/30/2020
14	0 Sellas Life Sciences Group Inc.	Purchased	1/02/2018	11/08/2019
15	600.0000 Technical Communications Corp	Purchased	6/28/2017	7/26/2019
16	396.0000 Technical Communications Corp	Purchased	6/28/2017	7/26/2019
17	4.0000 Technical Communications Corp	Purchased	6/28/2017	7/26/2019
18	38.4270 Goldman Sachs High Yield Institutional	Purchased	7/03/2012	8/14/2019
19	90.7740 Goldman Sachs High Yield Institutional	Purchased	8/02/2012	8/14/2019
20	94.3720 Goldman Sachs High Yield Institutional	Purchased	9/05/2012	8/14/2019
21	78.3800 Goldman Sachs High Yield Institutional	Purchased	10/02/2012	8/14/2019
22	65.6370 Goldman Sachs High Yield Institutional	Purchased	11/05/2012	8/14/2019
23	67.8540 Goldman Sachs High Yield Institutional	Purchased	12/04/2012	8/14/2019
24	20.8890 Goldman Sachs High Yield Institutional	Purchased	12/14/2012	8/14/2019
25	199.4470 Goldman Sachs High Yield Institutional	Purchased	12/14/2012	8/14/2019
26	69.2880 Goldman Sachs High Yield Institutional	Purchased	12/31/2012	8/14/2019
27	19.3490 Goldman Sachs High Yield Institutional	Purchased	2/03/2013	8/14/2019
28	46.8650 Goldman Sachs High Yield Institutional	Purchased	2/03/2013	10/15/2019
29	68.6480 Goldman Sachs High Yield Institutional	Purchased	3/04/2013	10/15/2019
30	65.6780 Goldman Sachs High Yield Institutional	Purchased	4/03/2013	10/15/2019
31	16.1450 Goldman Sachs High Yield Institutional	Purchased	5/02/2013	10/15/2019
32	49.5880 Goldman Sachs High Yield Institutional	Purchased	5/02/2013	10/17/2019
33	65.9820 Goldman Sachs High Yield Institutional	Purchased	6/04/2013	10/17/2019
34	65.0270 Goldman Sachs High Yield Institutional	Purchased	7/02/2013	10/17/2019
35	64.7800 Goldman Sachs High Yield Institutional	Purchased	8/02/2013	10/17/2019
36	65.6500 Goldman Sachs High Yield Institutional	Purchased	9/04/2013	10/17/2019
37	64.5600 Goldman Sachs High Yield Institutional	Purchased	10/02/2013	10/17/2019
38	64.3900 Goldman Sachs High Yield Institutional	Purchased	11/02/2013	10/17/2019
39	63.3300 Goldman Sachs High Yield Institutional	Purchased	12/03/2013	10/17/2019
40	91.2700 Goldman Sachs High Yield Institutional	Purchased	12/14/2013	10/17/2019
41	180.8730 Goldman Sachs High Yield Institutional	Purchased	12/14/2013	10/17/2019

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
42	3964.2540 Goldman Sachs High Yield Institutional	Purchased	Various	3/09/2020
43	387.4610 Goldman Sachs High Yield Institutional	Purchased	Various	3/09/2020
44	6.2500 Goldman Sachs High Yield Institutional	Purchased	4/02/2020	4/17/2020
45	0.0180 Goldman Sachs High Yield Institutional	Purchased	5/04/2020	6/04/2020
46	473.3220 Goldman Sachs Long/ Short Credit Strats	Purchased	7/10/2015	8/14/2019
47	147.1840 Goldman Sachs Long/ Short Credit Strats	Purchased	7/10/2015	10/15/2019
48	841.5990 Goldman Sachs Long/ Short Credit Strats	Purchased	7/10/2015	10/17/2019
49	4453.3290 Goldman Sachs Long/ Short Credit Strats	Purchased	Various	3/09/2020
50	341.9970 Goldman Sachs Long/ Short Credit Strats	Purchased	Various	3/09/2020
51	3.6140 Goldman Sachs Long/ Short Credit Strats	Purchased	4/02/2020	4/17/2020
52	0.0050 Goldman Sachs Long/ Short Credit Strats	Purchased	5/02/2020	6/04/2020
53	414.0340 Goldman Sachs Treas Acc 0-1 Yr ETF	Purchased	3/10/2020	3/27/2020
54	1217.9520 Goldman Sachs Treas Acc 0-1 Yr ETF	Purchased	3/10/2020	3/27/2020
55	414.0290 Goldman Sachs Treas Acc 0-1 Yr ETF	Purchased	3/10/2020	3/27/2020
56	471.2350 Ishares Inc. MSCI CDA ETF	Purchased	12/06/2018	3/27/2020
57	11.1690 Ishares Inc. MSCI CDA ETF	Purchased	12/31/2019	3/27/2020
58	0.1650 Ishares Inc. MSCI CDA ETF	Purchased	12/31/2019	4/17/2020
59	150.7670 Ishares MSCI Brazil ETF	Purchased	12/06/2018	2/11/2020
60	166.3630 Ishares MSCI Brazil ETF	Purchased	12/06/2018	2/27/2020
61	9.7970 Ishares MSCI Brazil ETF	Purchased	12/31/2019	2/27/2020
62	0.0690 Ishares MSCI Brazil ETF	Purchased	12/31/2019	3/26/2020
63	10.7300 Ishares MSCI China ETF	Purchased	5/26/2017	8/08/2019
64	219.3170 Ishares MSCI China ETF	Purchased	12/06/2018	8/08/2019
65	0.1490 Ishares MSCI China ETF	Purchased	12/06/2018	8/20/2019
66	207.8030 Ishares MSCI China ETF	Purchased	10/25/2019	2/11/2020
67	5.0370 Ishares MSCI China ETF	Purchased	12/31/2019	2/11/2020
68	0.2120 Ishares MSCI China ETF	Purchased	12/31/2019	2/26/2020
69	422.0000 Ishares MSCI Germany ETF	Purchased	10/25/2019	3/27/2020
70	11.0000 Ishares MSCI Germany ETF	Purchased	12/31/2019	3/27/2020
71	39.0000 Ishares MSCI Israel ETF	Purchased	7/12/2018	8/08/2019
72	225.5190 Ishares MSCI Israel ETF	Purchased	7/12/2018	10/25/2019
73	0.0290 Ishares MSCI Israel ETF	Purchased	7/12/2018	2/10/2020
74	79.0650 Ishares MSCI Japan ETF New	Purchased	9/11/2017	10/25/2019
75	267.2350 Ishares MSCI Mexico ETF	Purchased	10/25/2019	2/27/2020
76	7.2520 Ishares MSCI Mexico ETF	Purchased	12/31/2019	2/27/2020
77	0.0930 Ishares MSCI Mexico ETF	Purchased	12/31/2019	3/26/2020
78	386.9850 Ishares MSCI Philippines ETF	Purchased	12/06/2018	8/08/2019
79	0.1730 Ishares MSCI Philippines ETF	Purchased	12/06/2018	8/20/2019
80	124.0000 Ishares MSCI South Korea ETF	Purchased	10/25/2019	2/11/2020
81	79.0000 Ishares MSCI South Korea ETF	Purchased	10/25/2019	2/27/2020
82	5.0000 Ishares MSCI South Korea ETF	Purchased	12/31/2019	2/27/2020
83	50.0000 Ishares MSCI Switzerland ETF	Purchased	8/31/2018	8/08/2019

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
84	76.0000 Ishares MSCI Switzerland ETF	Purchased	8/31/2018	2/27/2020
85	739.2810 Ishares MSCI United Kingdom ETF New	Purchased	10/25/2019	3/27/2020
86	19.7300 Ishares MSCI United Kingdom ETF New	Purchased	12/31/2019	3/27/2020
87	411.7930 Ishares MSCI United Kingdom ETF New	Purchased	2/11/2020	3/27/2020
88	0.2070 Ishares MSCI United Kingdom ETF New	Purchased	2/11/2020	6/04/2020
89	12.8330 Ishares TR 3-7 YR Treas BD ETF	Purchased	9/11/2017	8/15/2019
90	6.0000 Ishares TR 3-7 YR Treas BD ETF	Purchased	9/11/2017	10/16/2019
91	38.0000 Ishares TR 3-7 YR Treas BD ETF	Purchased	9/11/2017	10/18/2019
92	4.8670 Ishares TR 3-7 YR Treas BD ETF	Purchased	9/11/2017	3/10/2020
93	8.0000 Ishares TR Barclays 7-10 YR Treas BD ETF	Purchased	8/15/2019	10/16/2019
94	54.0000 Ishares TR Barclays 7-10 YR Treas BD ETF	Purchased	8/15/2019	10/18/2019
95	15.0000 Ishares TR Barclays 7-10 YR Treas BD ETF	Purchased	8/15/2019	3/10/2020
96	131.0000 Ishares TR Russell 1000 Growth Fund	Purchased	1/23/2009	8/15/2019
97	9.0000 Ishares TR Russell 1000 Growth Fund	Purchased	1/23/2009	3/10/2020
98	33.0000 Ishares TR Russell 1000 Growth Fund	Purchased	10/27/2014	3/10/2020
99	184.0000 Ishares TR Russell 1000 Growth Fund	Purchased	10/27/2014	3/13/2020
100	21.0000 Ishares TR Russell 1000 Growth Fund	Purchased	9/01/2015	3/13/2020
101	376.0000 Ishares TR Russell 1000 Growth Fund	Purchased	Various	3/27/2020
102	83.0000 Ishares TR Russell 2000 Growth Ind	Purchased	Various	3/27/2020
103	2.0000 Ishares TR Russell 2000 Growth Ind	Purchased	5/28/2019	3/27/2020
104	132.0000 Ishares TR Russell 1000 Value ETF	Purchased	1/23/2009	8/15/2019
105	109.0000 Ishares TR Russell 1000 Value ETF	Purchased	10/27/2014	8/15/2019
106	756.0000 Ishares TR Russell 1000 Value ETF	Purchased	Various	3/27/2020
107	38.0000 Ishares TR Russell 2000 Val Ind Fund	Purchased	12/11/2008	3/13/2020
108	30.0000 Ishares TR Russell 2000 Val Ind Fund	Purchased	8/09/2012	3/13/2020
109	201.0000 Ishares TR Russell 2000 Val Ind Fund	Purchased	7/20/2018	3/27/2020
110	8.0000 Ishares TR Russell 2000 Val Ind Fund	Purchased	5/28/2019	3/27/2020
111	13.0000 Pimco ETF TR Enhanced Short Term Mat Act	Purchased	7/20/2018	10/16/2019
112	72.0000 Pimco ETF TR Enhanced Short Term Mat Act	Purchased	7/20/2018	10/18/2019
113	575.0000 Pimco ETF TR Enhanced Short Term Mat Act	Purchased	7/20/2018	10/25/2019
114	65.0000 Pimco ETF TR Enhanced Short Term Mat Act	Purchased	7/25/2018	10/25/2019
115	711.0000 Pimco ETF TR Enhanced Short Term Mat Act	Purchased	Various	3/10/2020
116	655.0000 Pimco ETF TR Enhanced Short Term Mat Act	Purchased	Various	3/10/2020
117	400.0000 Pimco ETF TR Enhanced Short Term Mat Act	Purchased	5/28/2019	3/10/2020

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
118	838.0000 Pimco ETF TR Enhanced Short Term Mat Act	Purchased	Various	3/27/2020
119	50.0000 SPDR Gold TR Gold SHS	Purchased	9/11/2017	3/10/2020
120	962.7310 Vaneck Vectors Investment Grade Floating	Purchased	1/12/2018	8/15/2019
121	610.9890 Vaneck Vectors Investment Grade Floating	Purchased	5/01/2018	8/15/2019
122	0.0470 Vaneck Vectors Investment Grade Floating	Purchased	5/01/2018	10/15/2019
123	284.0000 Vanguard FTSE All World EX US	Purchased	6/08/2010	8/15/2019
124	2204.0000 Vanguard FTSE All World EX US	Purchased	Various	3/10/2020
125	2.5260 Vanguard Malvern FDS Short Term	Purchased	1/12/2018	8/15/2019
126	13.0000 Vanguard Malvern FDS Short Term	Purchased	1/12/2018	10/16/2019
127	125.0000 Vanguard Malvern FDS Short Term	Purchased	1/12/2018	10/18/2019
128	13.6860 Vanguard Malvern FDS Short Term	Purchased	1/12/2018	3/27/2020
129	65.4360 Vanguard Short Term Corp Bond Index	Purchased	11/21/2016	8/15/2019
130	28.0000 Vanguard Short Term Corp Bond Index	Purchased	11/21/2016	10/16/2019
131	151.0000 Vanguard Short Term Corp Bond Index	Purchased	11/21/2016	10/18/2019
132	47.4400 Wisdomtree TR India	Purchased	12/28/2015	3/27/2020
133	537.0000 Wisdomtree TR India	Purchased	4/16/2016	3/27/2020
134	470.8930 Wisdomtree TR India	Purchased	7/03/2017	3/27/2020
135	26.8280 Wisdomtree TR India	Purchased	12/31/2019	3/27/2020
136	0.2470 Wisdomtree TR India	Purchased	12/31/2019	4/17/2020
137	333.0000 Ishares TR Russell 1000 Value ETF	Purchased	10/27/2014	3/13/2020

<u>Item</u>	<u>(e) Gross Sales</u>	<u>(f) Deprec. Allowed</u>	<u>(g) Cost Basis</u>	<u>(h) Gain (Loss)</u>	<u>(i) FMV 12/31/69</u>	<u>(j) Adj. Bas. 12/31/69</u>	<u>(k) Excess (i) - (j)</u>	<u>(l) Gain (Loss)</u>
1	4.		0.	4.				\$ 4.
2	1,827.		2,859.	-1,032.				-1,032.
3	53.		91.	-38.				-38.
4	84.		116.	-32.				-32.
5	703.		703.	0.				0.
6	6.		0.	6.				6.
7	3.		0.	3.				3.
8	1.		0.	1.				1.
9	19,975.		14,568.	5,407.				5,407.
10	297.		3,914.	-3,617.				-3,617.
11	74.		984.	-910.				-910.
12	7.		0.	7.				7.
13	1.		0.	1.				1.
14	2.		0.	2.				2.
15	1,430.		3,200.	-1,770.				-1,770.
16	944.		2,101.	-1,157.				-1,157.
17	4.		21.	-17.				-17.
18	244.		274.	-30.				-30.
19	577.		656.	-79.				-79.
20	600.		685.	-85.				-85.
21	498.		574.	-76.				-76.
22	417.		482.	-65.				-65.
23	432.		500.	-68.				-68.
24	133.		153.	-20.				-20.

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
25	1,268.		1,460.	-192.				\$ -192.
26	441.		506.	-65.				-65.
27	123.		143.	-20.				-20.
28	299.		345.	-46.				-46.
29	437.		506.	-69.				-69.
30	418.		487.	-69.				-69.
31	103.		121.	-18.				-18.
32	316.		372.	-56.				-56.
33	421.		490.	-69.				-69.
34	415.		468.	-53.				-53.
35	413.		472.	-59.				-59.
36	419.		473.	-54.				-54.
37	412.		467.	-55.				-55.
38	411.		475.	-64.				-64.
39	404.		467.	-63.				-63.
40	582.		651.	-69.				-69.
41	1,154.		1,290.	-136.				-136.
42	24,035.		18,986.	5,049.				5,049.
43	3,337.		2,486.	851.				851.
44	36.		34.	2.				2.
45	0.		0.	0.				0.
46	4,146.		4,653.	-507.				-507.
47	1,285.		1,447.	-162.				-162.
48	7,347.		8,273.	-926.				-926.
49	38,210.		42,964.	-4,754.				-4,754.
50	2,934.		2,978.	-44.				-44.
51	30.		29.	1.				1.
52	0.		0.	0.				0.
53	41,714.		41,667.	47.				47.
54	122,710.		122,575.	135.				135.
55	41,714.		41,668.	46.				46.
56	9,933.		12,478.	-2,545.				-2,545.
57	235.		333.	-98.				-98.
58	4.		5.	-1.				-1.
59	6,549.		5,936.	613.				613.
60	6,693.		6,550.	143.				143.
61	394.		464.	-70.				-70.
62	2.		3.	-1.				-1.
63	581.		574.	7.				7.
64	11,876.		12,601.	-725.				-725.
65	8.		9.	-1.				-1.
66	13,068.		11,980.	1,088.				1,088.
67	317.		324.	-7.				-7.
68	13.		14.	-1.				-1.
69	8,908.		11,976.	-3,068.				-3,068.
70	232.		325.	-93.				-93.
71	2,143.		2,061.	82.				82.
72	12,367.		11,920.	447.				447.
73	2.		54.	-52.				-52.
74	4,590.		4,337.	253.				253.
75	11,982.		11,953.	29.				29.
76	325.		332.	-7.				-7.
77	3.		4.	-1.				-1.

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
78	12,991.		12,484.	507.				\$ 507.
79	6.		6.	0.				0.
80	7,491.		7,314.	177.				177.
81	4,443.		4,659.	-216.				-216.
82	281.		312.	-31.				-31.
83	1,823.		1,756.	67.				67.
84	3,029.		2,668.	361.				361.
85	16,852.		23,938.	-7,086.				-7,086.
86	450.		671.	-221.				-221.
87	9,387.		13,462.	-4,075.				-4,075.
88	6.		7.	-1.				-1.
89	1,627.		1,602.	25.				25.
90	760.		749.	11.				11.
91	4,807.		4,745.	62.				62.
92	642.		608.	34.				34.
93	897.		899.	-2.				-2.
94	6,039.		6,071.	-32.				-32.
95	1,806.		1,686.	120.				120.
96	20,936.		4,547.	16,389.				16,389.
97	1,506.		312.	1,194.				1,194.
98	5,523.		2,984.	2,539.				2,539.
99	29,458.		16,635.	12,823.				12,823.
100	3,362.		2,020.	1,342.				1,342.
101	54,750.		38,783.	15,967.				15,967.
102	12,705.		9,113.	3,592.				3,592.
103	306.		381.	-75.				-75.
104	16,492.		5,672.	10,820.				10,820.
105	13,618.		10,748.	2,870.				2,870.
106	71,812.		83,826.	-12,014.				-12,014.
107	3,579.		1,808.	1,771.				1,771.
108	2,826.		2,111.	715.				715.
109	15,836.		18,434.	-2,598.				-2,598.
110	630.		935.	-305.				-305.
111	1,321.		1,320.	1.				1.
112	7,319.		7,308.	11.				11.
113	58,482.		58,362.	120.				120.
114	6,611.		6,600.	11.				11.
115	72,322.		72,188.	134.				134.
116	66,625.		66,565.	60.				60.
117	40,687.		40,660.	27.				27.
118	81,552.		85,251.	-3,699.				-3,699.
119	7,837.		6,407.	1,430.				1,430.
120	24,251.		24,384.	-133.				-133.
121	15,390.		15,489.	-99.				-99.
122	1.		1.	0.				0.
123	13,825.		11,189.	2,636.				2,636.
124	105,435.		94,835.	10,600.				10,600.
125	125.		123.	2.				2.
126	638.		634.	4.				4.
127	6,134.		6,095.	39.				39.
128	668.		667.	1.				1.
129	5,287.		5,207.	80.				80.
130	2,268.		2,228.	40.				40.

Statement 9 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
131	12,231.		12,017.	214.				\$ 214.
132	740.		928.	-188.				-188.
133	8,377.		10,482.	-2,105.				-2,105.
134	7,346.		11,579.	-4,233.				-4,233.
135	419.		666.	-247.				-247.
136	4.		6.	-2.				-2.
137	36,666.		32,837.	3,829.				3,829.
Total								\$ 44,271.

Statement 10
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
First United Methodist Church 400 West Seventh Street Stillwater OK 74074	None	PC	General Religious	\$ 11,000.
University of The Cumberlands 6191 College Station Drive Williamsburg KY 40769	None	PC	Scholarship Fund	40,000.
Light On A Hill Church 212 W. Chestnut Street Grapeland TX 75844	None	PC	General Religious	10,000.
Marine Toys for Tots 18251 Quantico Gateway Drive Triangle VA 22172	NONE	PC	Childrens Toy Fund	2,500.
Special Olympics Oklahoma 6835 S. Canton Ave. Tulsa OK 74136	NONE	PC	Special Olympics	3,000.
St. Jude Children's Hospital 262 Danny Thomas Place Memphis TN 38105	NONE	PC	Childrens Research Hospital	8,500.
Habitat for Humanity P.O. Box 912 Stillwater OK 74076	NONE	PC	Provide Homes for Those in Need	1,000.

Statement 10 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Make a Wish Oklahoma 1900 NW Expressway Suite 700 Oklahoma City OK 73118	NONE	PC	Fund Activities for Seriously Ill Children	\$ 1,500.
Salvation Army 615 Slaters Lane Alexandria VA 22313	NONE	PC	Disaster relief, End hunger and Poverty	11,007.
National WWII Museum 945 Magazine St New Orleans LA 70130	NONE	PC	Historical Education	500.
Pleasant Hill Childrens Home P.O. Box 1177 Fairfield TX 75840	NONE	PC	Support Childrens Home	10,000.
Adult & Teen Challenge 5250 N.Towne Center Drive Ozark MO 65721	NONE	PC	Support Drug & Alcohol Recovery Programs	3,000.
St. Labre Indian School 1000 Tongue River Rd. Ashland MT 59003	NONE	PC	Support Children's Education	75.
Our Daily Bread Ministries P.O. Box 2222 Grand Rapids MI 49501	NONE	PC	General Religious	2,000.
Total				\$ <u>104,082.</u>

2019

Federal Supplemental Information

Page 1

Client 7209

The Charles R. Whitfield Charitable
Foundation

20-0100958

8/29/20

12 30PM

Form 990PF Part VIII

Statement Regarding F.E. Whitfield Compensation:

Paid by the Foundation	\$ 3,300	
Paid by Rhodes Securities Inc.		
306 West 7th Street		
Fort Worth Tx 76102	15,306	(Investment management fees)

Total	\$18,606	
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