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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0052

2019

Open to Public Inspection

For calendar year 2019, or tax year beginning 09-01-2019

, and ending 08-31-2020

Name of foundation
MANHATTAN FUND - CAROLINE F PEINE CHARITABLE

Number and street (or P.O. box number if mail is not delivered to street address)
PO BOX 831041

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
DALLAS, TX 752831041

A Employer identification number
59-7250365

B Telephone number (see instructions)
(800) 357-7094

C If exemption application is pending, check here

D 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
☐ Final return
☐ Address change

☐ Initial return of a former public charity
☐ Amended return
☐ Name change

H Check type of organization:
☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust
☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 9,672,346

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 ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a

7 Capital gain net income (from Part IV, line 2)

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

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:
a Excess of revenue over expenses and disbursements
b Net investment income (if negative, enter -0-)
c Adjusted net income (if negative, enter -0-)

For Paperwork Reduction Act Notice, see instructions.

Cat. No. 11289X

Form 990-PF (2019)

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	313,677	192,904	192,904
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____		0	0
	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) ▶ _____ Less: allowance for doubtful accounts ▶ _____ 0			
	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)	7,529,025	7,648,590	9,479,442
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			0
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	7,842,702	7,841,494	9,672,346	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
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	7,842,702	7,841,494	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances (see instructions)	7,842,702	7,841,494	
30 Total liabilities and net assets/fund balances (see instructions) .	7,842,702	7,841,494		

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	7,842,702
2 Enter amount from Part I, line 27a	2	239,086
3 Other increases not included in line 2 (itemize) ▶ _____	3	1
4 Add lines 1, 2, and 3	4	8,081,789
5 Decreases not included in line 2 (itemize) ▶ _____	5	240,295
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	7,841,494

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	524,163
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	425,161	8,625,634	0.04929
2017	416,863	9,003,121	0.046302
2016	406,133	8,288,991	0.048997
2015	411,866	7,931,160	0.05193
2014	389,115	8,449,797	0.04605

2 Total of line 1, column (d)	0.242569
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	0.048514
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	8,776,222
5 Multiply line 4 by line 3	425,770
6 Enter 1% of net investment income (1% of Part I, line 27b)	6,917
7 Add lines 5 and 6	432,687
8 Enter qualifying distributions from Part XII, line 4	426,312

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	13,835
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	13,835
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	13,835
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	9,620
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	9,620
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,215
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax 0 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. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
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) ► KS, MO		
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>NONE</u>	13	Yes	
14	The books are in care of ▶ <u>FIDUCIARY TAX SERVICES</u> Telephone no. ▶ <u>(800) 357-7094</u>			

Located at **▶** 901 MAIN ST FL 9 DALLAS TXZIP+4 **▶** 752023735

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>15</u>			
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.</i>) ☐	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
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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.

1	Expenses

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	8,650,688
b	Average of monthly cash balances.	1b	259,182
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,909,870
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	8,909,870
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	133,648
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,776,222
6	Minimum investment return. Enter 5% of line 5.	6	438,811

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	438,811
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	13,835
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	13,835
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	424,976
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	424,976
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	424,976

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	426,312
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	426,312
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	426,312

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				424,976
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			376,893	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.	0			
b From 2015.	0			
c From 2016.	0			
d From 2017.	0			
e From 2018.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 426,312				
a Applied to 2018, but not more than line 2a			376,893	
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.				49,419
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	0			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		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.				375,557
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.	0			
10 Analysis of line 9:				
a Excess from 2015.	0			
b Excess from 2016.	0			
c Excess from 2017.	0			
d Excess from 2018.	0			
e Excess from 2019.	0			

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

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

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 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					

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 e-mail address of the person to whom applications should be addressed:
BANK OF AMERICA N A - TRUSTEE
PO BOX 219119
KANSAS CITY, MO 641219119
(866) 500-8416
N/A

b The form in which applications should be submitted and information and materials they should include:
FOR GUIDELINES, PLEASE GO TO THE FOLLOWING WEBSITE: www.peinefoundation.org

c Any submission deadlines:
PLEASE GO TO THE FOLLOWING WEBSITE: www.peinefoundation.org

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
RESTRICTED TO ORGANIZATIONS DESCRIBED IN IRC SECTIONS 170(c) & 2055(a) WHICH IMPROVE THE QUALITY OF LIFE IN THE CITY OF MANHATTAN, KANSAS, INCLUDING BUT NOT LIMITED TO DISTRIBUTIONS FOR PARKS & RECREATION, THE

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	381,481
b <i>Approved for future payment</i>				
Total			3b	

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) Exclusion 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					
4 Dividends and interest from securities. . . .			14	183,729	
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	524,163	
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). . .				707,892	
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)			13	707,892	707,892

[illegible]

Part XVII

- | | | | |
|--|--|-----|----|
| | | Yes | No |
|--|--|-----|----|

--	--	--

- | | | |
|-------|--|----|
| 1a(1) | | No |
| 1a(2) | | No |

--	--	--

- | | | |
|--------------|--|-----------|
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |

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	2020-12-02 _____ Date	***** _____ Title
--	--	--

May the IRS discuss this return with the preparer shown below (see instr.) ☐ **Yes** ☐ **No**

Paid Preparer Use Only					
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone 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.)
11699.943 AGGREGATE BOND CTF		2020-01-17	2020-03-20
3572.485 AGGREGATE BOND CTF		2020-01-17	2020-03-20
709.289 EMERGING MARKETS STOCK COMMON TRUST FUND		2012-08-17	2020-04-17
455.361 EMERGING MARKETS STOCK COMMON TRUST FUND		2012-08-17	2020-06-30
726.737 MID CAP GROWTH CTF		2019-01-31	2020-06-30
.799 DIVIDEND INCOME COMMON TRUST FUND		2019-06-30	2019-11-30
42.225 DIVIDEND INCOME COMMON TRUST FUND		2020-01-17	2020-08-31
877. ISHARES CORE TOT U S BD MKT ETF		2016-01-08	2020-03-20
1672. ISHARES CORE TOT U S BD MKT ETF		2019-01-31	2020-03-20
364. ISHARES CORE S&P MID CAP ETF		2017-01-31	2020-05-29

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)
197,865		205,264	-7,399
60,416		62,676	-2,260
37,522		37,082	440
28,310		27,034	1,276
34,173		32,544	1,629
62		57	5
3,372		3,399	-27
96,076		95,290	786
183,169		179,681	3,488
63,635		61,192	2,443

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	
			-7,399
			-2,260
			440
			1,276
			1,629
			5
			-27
			786
			3,488
			2,443

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.)
184. ISHARES RUSSELL 2000 ETF		2019-06-28	2020-01-17
2. ISHARES RUSSELL 2000 ETF		2019-01-31	2020-01-17
261. ISHARES RUSSELL 2000 ETF		2014-12-31	2020-01-17
1599. ISHARES RUSSELL 2000 ETF		2012-08-17	2020-01-17
152.286 CLEARBRIDGE LARGE CAP GROWTH FUND CL I		2020-05-29	2020-08-31
785.618 CLEARBRIDGE LARGE CAP GROWTH FUND CL I		2019-07-01	2020-08-31
44.773 PIMCO HIGH YIELD FD INSTL CL		2017-02-02	2020-07-01
9415.051 PIMCO HIGH YIELD FD INSTL CL		2016-06-02	2020-07-01
6909.122 PIMCO FOREIGN BD US\$HD INSTL		2019-01-31	2020-01-21
1290.512 PIMCO FOREIGN BD US\$HD INSTL		2019-01-31	2020-03-23

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)
31,069		28,647	2,422
338		298	40
44,071		31,542	12,529
269,997		130,286	139,711
10,433		8,618	1,815
53,823		41,748	12,075
380		397	-17
79,934		79,946	-12
74,273		74,411	-138
13,163		13,899	-736

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	
			2,422
			40
			12,529
			139,711
			1,815
			12,075
			-17
			-12
			-138
			-736

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.)
2111.566 PRINCIPAL MIDCAP BLEND FUND INSTL CL		2020-01-21	2020-05-29
367.18 ROWE T PRICE BLUE CHIP GROWTH FUND CL I		2019-07-01	2020-08-31
15.538 ROWE T PRICE BLUE CHIP GROWTH FUND CL I		2019-05-01	2020-08-31
795. SPDR BLOOMBERG BARCLAYS HIGH YIELD BOND ETF		2019-01-31	2020-01-17
1711. VANGUARD FTSE DEVELOPED MARKETS ETF		2020-01-17	2020-05-29
30. VANGUARD FTSE DEVELOPED MARKETS ETF		2017-01-31	2020-05-29
1430. VANGUARD TOTAL INTL BOND INDEX FUND ETF		2019-01-31	2020-01-17
269. VANGUARD TOTAL INTL BOND INDEX FUND ETF		2019-01-31	2020-03-20
11. VANGUARD TOTAL INTL BOND INDEX FUND ETF		2019-01-31	2020-03-20
927. VANGUARD FTSE EMERGING MKTS ETF		2020-01-17	2020-04-17

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)
61,320		68,330	-7,010
59,803		43,070	16,733
2,531		1,790	741
87,596		84,434	3,162
63,870		76,388	-12,518
1,120		1,136	-16
81,204		78,471	2,733
14,905		14,761	144
614		604	10
32,951		42,485	-9,534

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	
			-7,010
			16,733
			741
			3,162
			-12,518
			-16
			2,733
			144
			10
			-9,534

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.)
524. VANGUARD FTSE EMERGING MKTS ETF		2016-05-31	2020-04-17
49. VANGUARD FTSE EMERGING MKTS ETF		2020-03-20	2020-04-17
696. VANGUARD FTSE EMERGING MKTS ETF		2020-03-20	2020-04-17
2648. VANGUARD FTSE EMERGING MKTS ETF		2016-01-08	2020-04-17
164. VANGUARD S&P 500 ETF		2020-03-20	2020-05-29
180. VANGUARD S&P 500 ETF		2016-01-08	2020-05-29
24. VANGUARD S&P 500 ETF		2020-06-30	2020-08-31
681. VANGUARD S&P 500 ETF		2016-01-08	2020-08-31
2843.439 LARGE CAP CORE CTF		2018-01-31	2019-11-30
4462.531 SMALL CAP CORE CTF		2018-06-30	2020-01-17

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)
18,626		17,713	913
1,742		1,587	155
24,740		22,228	2,512
94,127		80,155	13,972
45,384		35,908	9,476
49,811		31,986	17,825
7,733		6,754	979
219,410		121,013	98,397
31,820		28,246	3,574
48,338		46,867	1,471

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	
			913
			155
			2,512
			13,972
			9,476
			17,825
			979
			98,397
			3,574
			1,471

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.)
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
			26,959

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	Adjusted basis (j) as of 12/31/69	Excess of col. (i) (k) over col. (j), if any	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BANK OF AMERICA N A	TRUSTEE 1	54,032		
PO BOX 219119 KANSAS CITY, MO 641219119				
LUCAS SHIVERS - CO BANK OF AMERICA	GRANT COMMITTEE 1	0		
PO BOX 219119 KANSAS CITY, MO 641219119				
KAREN MCCULLOH - CO BANK OF AMERIC	GRANT COMMITTEE 1	0		
PO BOX 219119 KANSAS CITY, MO 641219119				
DIANA CHAPEL - CO BANK OF AMERICA	GRANT COMMITTEE 1	0		
PO BOX 219119 KANSAS CITY, MO 641219119				
KATHY DZEWALTOWSKI - CO BOA	GRANT COMMITTEE 1	0		
PO BOX 219119 KANSAS CITY, MO 641219119				

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>				
MANHATTAN AREA HABITAT FOR HUMANITY 727 POYNTZ AVE MANHATTAN, KS 66502	N/A	PC	FOR SYSTEM UPGRADES	15,000
MERCY COMMUNITY HEALTH FOUNDATION PO BOX 13 MANHATTAN, KS 665050013	N/A	PC	FOR THE SECURE COLLECTION	1,000
UNIVERSITY FOR MAN INC 1221 THURSTON ST MANHATTAN, KS 665025245	N/A	PC	EDUCATION AND ACTIVITIES	5,000
Total ▶ 3a				381,481

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>				
CRISIS CENTER INCPO BOX 1526 MANHATTAN, KS 66505	N/A	PC	FOR DOMESTIC VIOLENCE	115,000
SPECIAL OLYMPICS KANSAS INC 5820 FOXRIDGE DR MISSION, KS 662021567	N/A	PC	UNRESTRICTED GENERAL	2,500
BOYS & GIRLS CLUB OF MANHATTAN PO BOX 1294 MANHATTAN, KS 66505	N/A	PC	GRANT FOR LARGE SCHOOL BUS	45,000
Total ▶ 3a				381,481

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>				
MANHATTAN EMERGENCY SHELTER INC 416 S 4TH ST MANHATTAN, KS 66505	N/A	PC	SUPPORT OPPORTUNITIES	12,000
GREATER MANHATTAN COMMUNITY FOUNDATION 555 POYNTZ AVE 269 MANHATTAN, KS 66502	N/A	PC	TOYS FOR MANHATTAN - ANNUAL	1,000
MANHATTAN AREA HABITAT FOR HUMANITY 727 POYNTZ AVE MANHATTAN, KS 66502	N/A	PC	SUPPORT VEHICLE MAINTENANCE	10,000
Total ▶ 3a				381,481

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>				
PAWNEE MENTAL HEALTH SERVICES INC 2001 CLAFLIN RD MANHATTAN, KS 66502	N/A	PC	FOR TECHNOLOGY SUPPORT	40,000
WONDER WORKSHOP 1006 LEAVENWORTH MANHATTAN, KS 66502	N/A	PC	SUPPORT WOOD WORKSHOP 101	1,000
CATHOLIC CHARITIES OF NORTHERN KANSAS 1500 S 9TH ST SALINA, KS 67401	N/A	PC	FOR OFFICE UPGRADES	5,000
Total ▶ 3a				381,481

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>				
GREATER MANHATTAN COMMUNITY FOUNDATION555 POYNTZ AVE 269 MANHATTAN, KS 66502	N/A	PC	SUPPORT KIDS BIKES	5,000
RILEY COUNTY HUMANE SOCIETYPO BOX 1202MANHATTAN, KS 66505	N/A	PC	BUILDING RENOVATIONS &	30,000
SALVATION ARMY3637 BROADWAY ST KANSAS CITY, MO 64111	N/A	PC	SUPPORT EMERGENCY	10,000
Total ▶ 3a				381,481

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>				
BIG LAKES DEVELOPMENTAL CENTER INC 1416 HAYES DR MANHATTAN, KS 66502	N/A	PC	SUPPORT ZEANDALE CAPITAL	25,000
KANSAS STATE UNIVERSITY FOUNDATION 1800 KIMBALL AVE 200 MANHATTAN, KS 66502	N/A	PC	BUS TRANSPORTAION - KONZA	3,000
MORNING STAR INC1018 POYNTZ AVE MANHATTAN, KS 66502	N/A	PC	FOR NEW VAN PURCHASE	9,500
Total ▶ 3a				381,481

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>				
HOUSING & CREDIT COUNSELING INC 1195 SW BUCHANAN ST SUITE 101 TOPEKA, KS 666041183	N/A	PC	COUNSELING FOR MANHATTAN	9,781
RILEY COUNTY HEALTH DEPARTMENT 2802 BRIDGEWOOD CT MANHATTAN, KS 66502	N/A	PC	SUPPORT FOOD & FARM COUNCIL	10,000
MANHATTAN AREA HOUSING PARTNERSHIP INC PO BOX 831 MANHATTAN, KS 66505	N/A	PC	SUPPORT FOR WEBSITE	3,000
Total ▶ 3a				381,481

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>				
MANHATTAN AREA TECHNICAL COLLEGE FOUNDATION3136 DICKENS AVE MANHATTAN, KS 66503	N/A	PC	MHK COLLEGE & CAREER	10,000
RILEY COUNTY HEALTH DEPARTMENT 2802 BRIDGEWOOD CT MANHATTAN, KS 66502	N/A	PC	FOR START-UP KITCHEN WARES	8,000
HOMESTEAD MINISTRIES 615 GILLESPIE DR MANHATTAN, KS 66502	N/A	PC	FOR FINANCIAL ASSISTANCE	4,200
Total ▶ 3a				381,481

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>				
KANSAS STATE UNIVERSITY 105 ANDERSON HALL MANHATTAN, KS 66506	N/A	PC	VITA PROGRAM - RILEY COUNTY	1,500
Total  3a				381,481

TY 2019 Accounting Fees Schedule**Name:** MANHATTAN FUND - CAROLINE F PEINE CHARITABLE**EIN:** 59-7250365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE - BOA	1,425	855		570

TY 2019 General Explanation Attachment**Name:** MANHATTAN FUND - CAROLINE F PEINE CHARITABLE**EIN:** 59-7250365**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	FEDERAL FOOTNOTE	PART VIII LIST OF OFFICERS AND DIRECTORS	THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR THE TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

TY 2019 Investments Corporate Stock Schedule

Name: MANHATTAN FUND - CAROLINE F PEINE CHARITABLE

EIN: 59-7250365

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
464287507 ISHARES CORE S&P MID	229,288	370,505
464287655 ISHARES RUSSELL 2000		
921943858 VANGUARD FTSE DEVELO	512,539	615,154
693390841 PIMCO HIGH YIELD FD		
202671913 AGGREGATE BOND CTF	1,097,933	1,148,229
207543877 SMALL CAP GROWTH LEA	226,027	256,677
29099J109 EMERGING MARKETS STO	285,453	308,589
302993993 MID CAP VALUE CTF	280,898	291,242
303995997 SMALL CAP VALUE CTF	229,587	238,759
323991307 MID CAP GROWTH CTF	253,452	292,384
45399C107 DIVIDEND INCOME COMM	811,192	933,186
99Z466197 INTERNATIONAL FOCUSE	513,440	664,808
464287226 ISHARES CORE US AGGR	147,979	162,995
922042858 VANGUARD FTSE EMERGI		
922908363 VANGUARD S&P 500 ETF	550,692	990,347
74253Q747 PRINCIPAL MIDCAP BLE	274,949	384,816
99Z639934 LARGE CAP CORE CTF	396,450	541,392
99Z639942 MID CAP CORE CTF	321,099	391,422
99Z639959 SMALL CAP CORE CTF	313,665	382,077
78468R622 SPDR BLOOMBERG BARCL		
92203J407 VANGUARD TOTAL INTL	84,085	87,996
52469H784 CLEARBRIDGE LARGE CA	351,956	496,229
77954Q403 ROWE T PRICE BLUE CH	343,706	493,953
693390882 PIMCO FOREIGN BD US\$	80,082	81,123
78468R663 SPDR BLOOMBERG BARCL	256,090	255,763
74440Y884 PGIM HIGH YIELD FUND	88,028	91,796

TY 2019 Other Decreases Schedule**Name:** MANHATTAN FUND - CAROLINE F PEINE CHARITABLE**EIN:** 59-7250365

Description	Amount
CTF ADJUSTMENT	136,367
YEAR-END SALES ADJUSTMENT	103,928

TY 2019 Other Expenses Schedule**Name:** MANHATTAN FUND - CAROLINE F PEINE CHARITABLE**EIN:** 59-7250365**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER ALLOCABLE EXPENSE-PRINCI	1,035	1,035		0
OTHER ALLOCABLE EXPENSE-INCOME	1,035	1,035		0
OTHER CHARITABLE EXPENSES	551	0		551
FROM PARTNERSHIP/S-CORP		22		0

TY 2019 Other Income Schedule

Name: MANHATTAN FUND - CAROLINE F PEINE CHARITABLE

EIN: 59-7250365

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM PARTNERSHIP/S-CORP		22,584	

TY 2019 Other Increases Schedule

Name: MANHATTAN FUND - CAROLINE F PEINE CHARITABLE

EIN: 59-7250365

Description	Amount
NET ROUNDING	1

TY 2019 Other Professional Fees Schedule**Name:** MANHATTAN FUND - CAROLINE F PEINE CHARITABLE**EIN:** 59-7250365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANTMAKING FEES - BOA	22,097			22,097

TY 2019 Taxes Schedule**Name:** MANHATTAN FUND - CAROLINE F PEINE CHARITABLE**EIN:** 59-7250365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	2,781	2,781		0
EXCISE TAX ESTIMATES	3,441	0		0
FOREIGN TAXES ON QUALIFIED FOR	617	617		0
FOREIGN TAXES ON NONQUALIFIED	311	311		0