

For calendar year 2020, or tax year beginning 01-01-2020, and ending 12-31-2020

|                                                                                                                                                                                                                                                                                                                   |  |                                                                                                                                                                                       |                                                         |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|
| Name of foundation<br>LAUGHING GULL FOUNDATION                                                                                                                                                                                                                                                                    |  | A Employer identification number<br>36-4749289                                                                                                                                        |                                                         |
| Number and street (or P.O. box number if mail is not delivered to street address)<br>505 S DUKE ST STE 301                                                                                                                                                                                                        |  | Room/suite                                                                                                                                                                            | B Telephone number (see instructions)<br>(615) 271-2175 |
| City or town, state or province, country, and ZIP or foreign postal code<br>DURHAM, NC 277013259                                                                                                                                                                                                                  |  | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                            |                                                         |
| G Check all that apply:<br><input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change |  | D 1. Foreign organizations, check here..... <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/> |                                                         |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                                 |  | E If private foundation status was terminated under section 507(b)(1)(A), check here ..... <input type="checkbox"/>                                                                   |                                                         |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 34,210,077                                                                                                                                                                                                                |  | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ..... <input type="checkbox"/>                                                                |                                                         |
| J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(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)                                     | 3,523,485                          |                           |                         |                                                             |
|                                                                                                                                                                     | 2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B . . . . . |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 3 Interest on savings and temporary cash investments . . . . .                                       | 201,674                            | 201,674                   |                         |                                                             |
|                                                                                                                                                                     | 4 Dividends and interest from securities . . . . .                                                   | 389,189                            | 387,582                   |                         |                                                             |
|                                                                                                                                                                     | 5a Gross rents . . . . .                                                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | b Net rental income or (loss) _____                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 6a Net gain or (loss) from sale of assets not on line 10                                             | 4,488,948                          |                           |                         |                                                             |
|                                                                                                                                                                     | b Gross sales price for all assets on line 6a _____<br>17,414,775                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 7 Capital gain net income (from Part IV, line 2) . . . . .                                           |                                    | 4,412,008                 |                         |                                                             |
|                                                                                                                                                                     | 8 Net short-term capital gain . . . . .                                                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 9 Income modifications . . . . .                                                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 10a Gross sales less returns and allowances _____                                                    |                                    |                           |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                               | b Less: Cost of goods sold . . . . .                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | c Gross profit or (loss) (attach schedule) . . . . .                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 11 Other income (attach schedule) . . . . .                                                          | -154,594                           |                           |                         |                                                             |
|                                                                                                                                                                     | 12 Total. Add lines 1 through 11 . . . . .                                                           | 8,448,702                          | 5,001,264                 |                         |                                                             |
|                                                                                                                                                                     | 13 Compensation of officers, directors, trustees, etc.                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 14 Other employee salaries and wages . . . . .                                                       | 183,997                            |                           |                         |                                                             |
|                                                                                                                                                                     | 15 Pension plans, employee benefits . . . . .                                                        | 39,867                             |                           |                         | 3,633                                                       |
|                                                                                                                                                                     | 16a Legal fees (attach schedule) . . . . .                                                           |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | b Accounting fees (attach schedule) . . . . .                                                        | 5,074                              |                           |                         |                                                             |
|                                                                                                                                                                     | c Other professional fees (attach schedule) . . . . .                                                | 526,044                            | 139,026                   |                         | 213,778                                                     |
|                                                                                                                                                                     | 17 Interest . . . . .                                                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 18 Taxes (attach schedule) (see instructions) . . . . .                                              | 105,456                            | 38,423                    |                         |                                                             |
|                                                                                                                                                                     | 19 Depreciation (attach schedule) and depletion . . . . .                                            | 19,815                             |                           |                         |                                                             |
|                                                                                                                                                                     | 20 Occupancy . . . . .                                                                               | 27,346                             |                           |                         |                                                             |
|                                                                                                                                                                     | 21 Travel, conferences, and meetings . . . . .                                                       | 22,168                             |                           |                         | 7,759                                                       |
|                                                                                                                                                                     | 22 Printing and publications . . . . .                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 23 Other expenses (attach schedule) . . . . .                                                        | 45,005                             | 1,263                     |                         | 4,069                                                       |
|                                                                                                                                                                     | 24 Total operating and administrative expenses.<br>Add lines 13 through 23 . . . . .                 | 974,772                            | 178,712                   |                         | 229,239                                                     |
|                                                                                                                                                                     | 25 Contributions, gifts, grants paid . . . . .                                                       | 4,350,000                          |                           |                         | 4,350,000                                                   |
|                                                                                                                                                                     | 26 Total expenses and disbursements. Add lines 24 and 25                                             | 5,324,772                          | 178,712                   |                         | 4,579,239                                                   |
|                                                                                                                                                                     | 27 Subtract line 26 from line 12:                                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | a Excess of revenue over expenses and disbursements                                                  | 3,123,930                          |                           |                         |                                                             |
|                                                                                                                                                                     | b Net investment income (if negative, enter -0-)                                                     |                                    | 4,822,552                 |                         |                                                             |
|                                                                                                                                                                     | c Adjusted net income (if negative, enter -0-)                                                       |                                    |                           |                         |                                                             |

| Part II Balance Sheets                                                                                |                                                                                                                                            | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.) |                |                       |
|-------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|----------------|-----------------------|
|                                                                                                       |                                                                                                                                            | Beginning of year                                                                                                    | End of year    |                       |
|                                                                                                       |                                                                                                                                            | (a) Book Value                                                                                                       | (b) Book Value | (c) Fair Market Value |
| Assets                                                                                                | 1 Cash—non-interest-bearing . . . . .                                                                                                      |                                                                                                                      |                |                       |
|                                                                                                       | 2 Savings and temporary cash investments . . . . .                                                                                         | 4,417,131                                                                                                            | 3,320,851      | 3,320,851             |
|                                                                                                       | 3 Accounts receivable ▶ _____<br>Less: allowance for doubtful accounts ▶ _____                                                             |                                                                                                                      |                |                       |
|                                                                                                       | 4 Pledges receivable ▶ _____<br>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) ▶ _____ 750,000<br>Less: allowance for doubtful accounts ▶ _____                      | 750,000                                                                                                              | 750,000        | 750,000               |
|                                                                                                       | 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) . . . . .                                                                                  | 10,419,755                                                                                                           | 15,049,238     | 21,995,847            |
|                                                                                                       | c Investments—corporate bonds (attach schedule) . . . . .                                                                                  | 5,197,859                                                                                                            | 4,384,664      | 4,626,641             |
|                                                                                                       | 11 Investments—land, buildings, and equipment: basis ▶ _____<br>Less: accumulated depreciation (attach schedule) ▶ _____                   |                                                                                                                      |                |                       |
|                                                                                                       | 12 Investments—mortgage loans . . . . .                                                                                                    |                                                                                                                      |                |                       |
|                                                                                                       | 13 Investments—other (attach schedule) . . . . .                                                                                           | 2,424,911                                                                                                            | 2,067,929      | 3,516,738             |
|                                                                                                       | 14 Land, buildings, and equipment: basis ▶ _____ 277,273<br>Less: accumulated depreciation (attach schedule) ▶ _____ 24,321                | 834                                                                                                                  | 252,952        |                       |
| 15 Other assets (describe ▶ _____)                                                                    |                                                                                                                                            |                                                                                                                      |                |                       |
| 16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) | 23,210,490                                                                                                                                 | 25,825,634                                                                                                           | 34,210,077     |                       |
| 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 ▶ _____)                                                                                                    | 9,137                                                                                                                | 9,033          |                       |
|                                                                                                       | 23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .                                                                            | 9,137                                                                                                                | 9,033          |                       |
| Net Assets or Fund Balances                                                                           | <b>Foundations that follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24, 25, 29 and 30.</b> |                                                                                                                      |                |                       |
|                                                                                                       | 24 Net assets without donor restrictions . . . . .                                                                                         | 23,201,353                                                                                                           | 25,816,601     |                       |
|                                                                                                       | 25 Net assets with donor restrictions . . . . .                                                                                            |                                                                                                                      |                |                       |
|                                                                                                       | <b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 26 through 30.</b>         |                                                                                                                      |                |                       |
|                                                                                                       | 26 Capital stock, trust principal, or current funds . . . . .                                                                              |                                                                                                                      |                |                       |
|                                                                                                       | 27 Paid-in or capital surplus, or land, bldg., and equipment fund                                                                          |                                                                                                                      |                |                       |
|                                                                                                       | 28 Retained earnings, accumulated income, endowment, or other funds                                                                        |                                                                                                                      |                |                       |
|                                                                                                       | 29 <b>Total net assets or fund balances</b> (see instructions) . . . . .                                                                   | 23,201,353                                                                                                           | 25,816,601     |                       |
| 30 <b>Total liabilities and net assets/fund balances</b> (see instructions) .                         | 23,210,490                                                                                                                                 | 25,825,634                                                                                                           |                |                       |

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

|                                                                                                                                                                      |   |            |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 1 Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return) . . . . . | 1 | 23,201,353 |
| 2 Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 | 3,123,930  |
| 3 Other increases not included in line 2 (itemize) ▶ _____                                                                                                           | 3 |            |
| 4 Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 | 26,325,283 |
| 5 Decreases not included in line 2 (itemize) ▶ _____                                                                                                                 | 5 | 508,682    |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .                                                              | 6 | 25,816,601 |

| (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)<br>How acquired<br>P—Purchase<br>D—Donation    | (c)<br>Date acquired<br>(mo., day, yr.)         | (d)<br>Date sold<br>(mo., day, yr.) |
|------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|----------------------------------------------------|-------------------------------------------------|-------------------------------------|
| 1 a PUBLICLY TRADED SECURITIES                                                                                                     |                                               | P                                                  |                                                 |                                     |
| b PUBLICLY TRADED SECURITIES                                                                                                       |                                               | P                                                  |                                                 |                                     |
| c PUBLICLY TRADED SECURITIES                                                                                                       |                                               | P                                                  |                                                 |                                     |
| d PUBLICLY TRADED SECURITIES                                                                                                       |                                               | P                                                  |                                                 |                                     |
| e                                                                                                                                  |                                               |                                                    |                                                 |                                     |
| (e)<br>Gross sales price                                                                                                           | (f)<br>Depreciation allowed<br>(or allowable) | (g)<br>Cost or other basis<br>plus expense of sale | (h)<br>Gain or (loss)<br>(e) plus (f) minus (g) |                                     |
| a 3,850,523                                                                                                                        |                                               | 3,780,827                                          | 69,696                                          |                                     |
| b 9,221,755                                                                                                                        |                                               | 7,287,298                                          | 1,934,457                                       |                                     |
| c 9,295                                                                                                                            |                                               | 9,586                                              | -291                                            |                                     |
| d 4,209,824                                                                                                                        |                                               | 1,804,850                                          | 2,404,974                                       |                                     |
| e                                                                                                                                  |                                               |                                                    |                                                 |                                     |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                         |                                                    | (l)<br>Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) <b>or</b><br>Losses (from col.(h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------------|----------------------------------------------------|----------------------------------------------------------------------------------------------------------|
| (i)<br>F.M.V. as of 12/31/69                                                                | (j)<br>Adjusted basis<br>as of 12/31/69 | (k)<br>Excess of col. (i)<br>over col. (j), if any |                                                                                                          |
| a                                                                                           |                                         |                                                    | 69,696                                                                                                   |
| b                                                                                           |                                         |                                                    | 1,934,457                                                                                                |
| c                                                                                           |                                         |                                                    | -291                                                                                                     |
| d                                                                                           |                                         |                                                    | 2,404,974                                                                                                |
| e                                                                                           |                                         |                                                    |                                                                                                          |

|          |                                                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                                          |          |           |
|----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|
| <b>2</b> | Capital gain net income or (net capital loss)                                                                                                                                                 | <div style="display: inline-block; vertical-align: middle;"> <div style="display: inline-block; vertical-align: middle;"> <div style="display: inline-block; vertical-align: middle;">If gain, also enter in Part I, line 7</div> <div style="display: inline-block; vertical-align: middle;">If (loss), enter -0- in Part I, line 7</div> </div> </div> | <b>2</b> | 4,412,008 |
| <b>3</b> | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 |                                                                                                                                                                                                                                                                                                                                                          | <b>3</b> | 69,405    |

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

**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE**

|                               |  |                        |  |                        |  |                        |  |  |  |
|-------------------------------|--|------------------------|--|------------------------|--|------------------------|--|--|--|
| <b>1</b> Reserved             |  |                        |  |                        |  |                        |  |  |  |
| <b>(a)</b><br>Reserved        |  | <b>(b)</b><br>Reserved |  | <b>(c)</b><br>Reserved |  | <b>(d)</b><br>Reserved |  |  |  |
|                               |  |                        |  |                        |  |                        |  |  |  |
|                               |  |                        |  |                        |  |                        |  |  |  |
|                               |  |                        |  |                        |  |                        |  |  |  |
|                               |  |                        |  |                        |  |                        |  |  |  |
|                               |  |                        |  |                        |  |                        |  |  |  |
| <b>2</b> Reserved . . . . .   |  |                        |  |                        |  | <b>2</b>               |  |  |  |
| <b>3</b> Reserved. . . . .    |  |                        |  |                        |  | <b>3</b>               |  |  |  |
| <b>4</b> Reserved . . . . .   |  |                        |  |                        |  | <b>4</b>               |  |  |  |
| <b>5</b> Reserved . . . . .   |  |                        |  |                        |  | <b>5</b>               |  |  |  |
| <b>6</b> Reserved . . . . .   |  |                        |  |                        |  | <b>6</b>               |  |  |  |
| <b>7</b> Reserved . . . . .   |  |                        |  |                        |  | <b>7</b>               |  |  |  |
| <b>8</b> Reserved , . . . . . |  |                        |  |                        |  | <b>8</b>               |  |  |  |

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

|           |                                                                                                                                                                                                                                     |           |         |
|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---------|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions) |           |         |
| <b>b</b>  | Reserved.                                                                                                                                                                                                                           | <b>1</b>  | 67,033  |
| <b>c</b>  | All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)                                                                                                          |           |         |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                           | <b>2</b>  |         |
| <b>3</b>  | Add lines 1 and 2.                                                                                                                                                                                                                  | <b>3</b>  | 67,033  |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                         | <b>4</b>  |         |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-.                                                                                                                                     | <b>5</b>  | 67,033  |
| <b>6</b>  | Credits/Payments:                                                                                                                                                                                                                   |           |         |
| <b>a</b>  | 2020 estimated tax payments and 2019 overpayment credited to 2020                                                                                                                                                                   | <b>6a</b> | 58,000  |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source                                                                                                                                                                                 | <b>6b</b> |         |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                 | <b>6c</b> | 44,000  |
| <b>d</b>  | Backup withholding erroneously withheld                                                                                                                                                                                             | <b>6d</b> |         |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d.                                                                                                                                                                                | <b>7</b>  | 102,000 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.                                                                                                | <b>8</b>  | 162     |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> .                                                                                                                                       | <b>9</b>  |         |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> .                                                                                                                           | <b>10</b> | 34,805  |
| <b>11</b> | Enter the amount of line 10 to be: <b>Credited to 2021 estimated tax</b> 34,805 <b>Refunded</b>                                                                                                                                     | <b>11</b> |         |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                                          | Yes       | No  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|
| <b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?                                                                                                                                                                           | <b>1a</b> | No  |
| <b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition).<br><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> | <b>1b</b> | No  |
| <b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?                                                                                                                                                                                                                                                                                     | <b>1c</b> | No  |
| <b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br><b>(1)</b> On the foundation. ► \$ _____ <b>(2)</b> On foundation managers. ► \$ _____                                                                                                                                                    |           |     |
| <b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____                                                                                                                                                                                                |           |     |
| <b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS?<br><i>If "Yes," attach a detailed description of the activities.</i>                                                                                                                                                                            | <b>2</b>  | No  |
| <b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>                                                                                                               | <b>3</b>  | No  |
| <b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                                                                                    | <b>4a</b> | No  |
| <b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?                                                                                                                                                                                                                                                                         | <b>4b</b> |     |
| <b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br><i>If "Yes," attach the statement required by General Instruction T.</i>                                                                                                                                                                      | <b>5</b>  | No  |
| <b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• 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?              | <b>6</b>  | Yes |
| <b>7</b> 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>                                                                                                                                                                                                       | <b>7</b>  | Yes |
| <b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions)<br>► NC                                                                                                                                                                                                                                     |           |     |
| <b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>                                                                                                                             | <b>8b</b> | Yes |
| <b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2020 or the taxable year beginning in 2020? See the instructions for Part XIV.<br><i>If "Yes," complete Part XIV</i>                                                                               | <b>9</b>  | No  |
| <b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>                                                                                                                                                                                                     | <b>10</b> | No  |

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

|           |                                                                                                                                                                                                   |           |            |           |
|-----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>11</b> | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions. . . . .   | <b>11</b> |            | <b>No</b> |
| <b>12</b> | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions . . . . . | <b>12</b> |            | <b>No</b> |
| <b>13</b> | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>                                                  | <b>13</b> | <b>Yes</b> |           |
| <b>14</b> | The books are in care of ► <u>SYNOVUS FAMILY ASSET MANAGEMENT</u> Telephone no. ► <u>(615) 271-2175</u>                                                                                           |           |            |           |

Located at ► 1033 DEMONBREUN ST STE 200 NASHVILLE TNZIP+4 ► 37203

|           |                                                                                                                                                                                                     |           |            |           |
|-----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>15</b> | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . . ► <input type="checkbox"/>                                                      |           |            |           |
|           | and enter the amount of tax-exempt interest received or accrued during the year . . . . . ► <b>15</b>                                                                                               |           |            |           |
| <b>16</b> | At any time during calendar year 2020, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . | <b>16</b> | <b>Yes</b> | <b>No</b> |
|           | See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►                                                                  |           |            |           |

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

|           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |           |            |           |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|-----------|
| <b>1a</b> | During the year did the foundation (either directly or indirectly):                                                                                                                                                                                                                                                                                                                                                                                                                                      |           | <b>Yes</b> | <b>No</b> |
|           | (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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                 |           |            |           |
|           | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                              |           |            |           |
|           | (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                    |           |            |           |
| <b>b</b>  | If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions . . . . .                                                                                                                                                                                                                                                                      | <b>1b</b> |            |           |
|           | Organizations relying on a current notice regarding disaster assistance check here. . . . . ► <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                   |           |            |           |
| <b>c</b>  | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2020? . . . . .                                                                                                                                                                                                                                                                                                        | <b>1c</b> |            |           |
| <b>2</b>  | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):                                                                                                                                                                                                                                                                                                                           |           |            |           |
| <b>a</b>  | At the end of tax year 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                          |           |            |           |
|           | If "Yes," list the years ► 20____, 20____, 20____, 20____                                                                                                                                                                                                                                                                                                                                                                                                                                                |           |            |           |
| <b>b</b>  | Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions.) . . . . .                                                                                                                                                                          | <b>2b</b> |            |           |
| <b>c</b>  | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____                                                                                                                                                                                                                                                                                                                                                 |           |            |           |
| <b>3a</b> | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                 |           |            |           |
| <b>b</b>  | If "Yes," did it have excess business holdings in 2020 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2020.) . . . . . | <b>3b</b> |            |           |
| <b>4a</b> | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                          | <b>4a</b> |            | <b>No</b> |
| <b>b</b>  | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2020?                                                                                                                                                                                                                                                                        | <b>4b</b> |            | <b>No</b> |

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

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

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

| <b>1 List all officers, directors, trustees, foundation managers and their compensation. See instructions</b>                       |                                                           |                                           |                                                                       |                                       |
|-------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| (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 |
| MARJORIE OWEN BAESMITH<br>505 S DUKE ST STE 301<br>DURHAM, NC 27701                                                                 | PRESIDENT<br>15.00                                        | 0                                         | 0                                                                     | 0                                     |
| EMILY COWARD<br>505 S DUKE ST STE 301<br>DURHAM, NC 27701                                                                           | SECRETARY<br>5.00                                         | 0                                         | 0                                                                     | 0                                     |
| MARJORIE WILLIAMS COWARD<br>505 S DUKE ST STE 301<br>DURHAM, NC 27701                                                               | CHAIR<br>5.00                                             | 0                                         | 0                                                                     | 0                                     |
| SARAH SCHWARTZ BAESMITH<br>505 S DUKE ST STE 301<br>DURHAM, NC 27701                                                                | TREASURER<br>5.00                                         | 0                                         | 0                                                                     | 0                                     |
| <b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b> |                                                           |                                           |                                                                       |                                       |
| (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 |
| TERRELL BLOUNT<br>505 S DUKE ST STE 301<br>DURHAM, NC 27701                                                                         | PROGRAM OFFI<br>40.00                                     | 87,556                                    |                                                                       |                                       |
| KAREN A CARLTON<br>505 S DUKE ST STE 301<br>DURHAM, NC 27701                                                                        | COORDINATOR<br>40.00                                      | 68,449                                    |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
|                                                                                                                                     |                                                           |                                           |                                                                       |                                       |
| <b>Total number of other employees paid over \$50,000.</b> . . . . .                                                                |                                                           |                                           |                                                                       |                                       |

**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                                                                                       |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
|                                                                                            |                     |                  |
| <b>Total</b> number of others receiving over \$50,000 for professional services. . . . . ► |                     |                  |

**Part IX-A Summary of Direct Charitable Activities**

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

|          | Expenses |
|----------|----------|
| <b>1</b> |          |
|          |          |
|          |          |
| <b>2</b> |          |
|          |          |
|          |          |
| <b>3</b> |          |
|          |          |
|          |          |
| <b>4</b> |          |
|          |          |
|          |          |

**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 |
|-------------------------------------------------------------------------------------------------------------------|--------|
| <b>1</b> N/A                                                                                                      |        |
| <b>2</b>                                                                                                          |        |
|                                                                                                                   |        |
|                                                                                                                   |        |
| All other program-related investments. See instructions.                                                          |        |
| <b>3</b>                                                                                                          |        |
|                                                                                                                   |        |
|                                                                                                                   |        |
| <b>Total.</b> Add lines 1 through 3 . . . . . ►                                                                   |        |

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

|          |                                                                                                                    |           |            |
|----------|--------------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:        |           |            |
| <b>a</b> | Average monthly fair market value of securities. . . . .                                                           | <b>1a</b> | 26,063,176 |
| <b>b</b> | Average of monthly cash balances. . . . .                                                                          | <b>1b</b> | 2,750,095  |
| <b>c</b> | Fair market value of all other assets (see instructions). . . . .                                                  | <b>1c</b> | 4,274,856  |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c). . . . .                                                                     | <b>1d</b> | 33,088,127 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . . | <b>1e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets. . . . .                                                      | <b>2</b>  |            |
| <b>3</b> | Subtract line 2 from line 1d. . . . .                                                                              | <b>3</b>  | 33,088,127 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . . | <b>4</b>  | 496,322    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4        | <b>5</b>  | 32,591,805 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5. . . . .                                                      | <b>6</b>  | 1,629,590  |

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

|           |                                                                                                                    |           |           |
|-----------|--------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part X, line 6. . . . .                                                             | <b>1</b>  | 1,629,590 |
| <b>2a</b> | Tax on investment income for 2020 from Part VI, line 5. . . . .                                                    | <b>2a</b> | 67,033    |
| <b>b</b>  | Income tax for 2020. (This does not include the tax from Part VI.). . . . .                                        | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b. . . . .                                                                                       | <b>2c</b> | 67,033    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1. . . . .                                     | <b>3</b>  | 1,562,557 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions. . . . .                                                 | <b>4</b>  |           |
| <b>5</b>  | Add lines 3 and 4. . . . .                                                                                         | <b>5</b>  | 1,562,557 |
| <b>6</b>  | Deduction from distributable amount (see instructions). . . . .                                                    | <b>6</b>  |           |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . . | <b>7</b>  | 1,562,557 |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                              |           |           |
|----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:                                                                   |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. . . . .                                                                         | <b>1a</b> | 4,579,239 |
| <b>b</b> | Program-related investments—total from Part IX-B. . . . .                                                                                                    | <b>1b</b> |           |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .                                           | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:                                                                                         |           |           |
| <b>a</b> | Suitability test (prior IRS approval required). . . . .                                                                                                      | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule). . . . .                                                                                               | <b>3b</b> |           |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                            | <b>4</b>  | 4,579,239 |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions. . . . . | <b>5</b>  |           |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .                                                                               | <b>6</b>  | 4,579,239 |

**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)<br>Corpus | (b)<br>Years prior to 2019 | (c)<br>2019 | (d)<br>2020 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2020 from Part XI, line 7                                                                                                                                |               |                            |             | 1,562,557   |
| <b>2</b> Undistributed income, if any, as of the end of the 2020:                                                                                                                          |               |                            |             |             |
| <b>a</b> Enter amount for 2019 only. . . . .                                                                                                                                               |               |                            |             |             |
| <b>b</b> Total for prior years: 20____, 20____, 20____                                                                                                                                     |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2020:                                                                                                                                  |               |                            |             |             |
| <b>a</b> From 2015. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>b</b> From 2016. . . . .                                                                                                                                                                |               |                            |             |             |
| <b>c</b> From 2017. . . . .                                                                                                                                                                |               |                            |             | 545,592     |
| <b>d</b> From 2018. . . . .                                                                                                                                                                |               |                            |             | 2,128,469   |
| <b>e</b> From 2019. . . . .                                                                                                                                                                |               |                            |             | 2,372,620   |
| <b>f</b> <b>Total</b> of lines 3a through e. . . . .                                                                                                                                       | 5,046,681     |                            |             |             |
| <b>4</b> Qualifying distributions for 2020 from Part XII, line 4: ► \$ 4,579,239                                                                                                           |               |                            |             |             |
| <b>a</b> Applied to 2019, but not more than line 2a                                                                                                                                        |               |                            |             |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .                                                                                      |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .                                                                                              |               |                            |             |             |
| <b>d</b> Applied to 2020 distributable amount. . . . .                                                                                                                                     |               |                            |             | 1,562,557   |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                                        | 3,016,682     |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2020.<br>(If an amount appears in column (d), the same amount must be shown in column (a).)                                             |               |                            |             |             |
| <b>6 Enter the net total of each column as indicated below:</b>                                                                                                                            |               |                            |             |             |
| <b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5                                                                                                                                 | 8,063,363     |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .                                                                                                         |               |                            |             |             |
| <b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . . |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions. . . . .                                                                                                           |               |                            |             |             |
| <b>e</b> Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions. . . . .                                                                            |               |                            |             |             |
| <b>f</b> Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020. . . . .                                                              |               |                            |             | 0           |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .       |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2015 not applied on line 5 or line 7 (see instructions). . . . .                                                                              |               |                            |             |             |
| <b>9 Excess distributions carryover to 2021.</b><br>Subtract lines 7 and 8 from line 6a. . . . .                                                                                           | 8,063,363     |                            |             |             |
| <b>10</b> Analysis of line 9:                                                                                                                                                              |               |                            |             |             |
| <b>a</b> Excess from 2016. . . . .                                                                                                                                                         |               |                            |             |             |
| <b>b</b> Excess from 2017. . . . .                                                                                                                                                         |               |                            |             | 545,592     |
| <b>c</b> Excess from 2018. . . . .                                                                                                                                                         |               |                            |             | 2,128,469   |
| <b>d</b> Excess from 2019. . . . .                                                                                                                                                         |               |                            |             | 2,372,620   |
| <b>e</b> Excess from 2020. . . . .                                                                                                                                                         |               |                            |             | 3,016,682   |

**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 2020, 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) 2020 | (b) 2019      | (c) 2018 | (d) 2017 |           |
| <b>b</b> 85% of line 2a . . . . .                                                                                                                                  |          |               |          |          |           |
| <b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .                                                                             |          |               |          |          |           |
| <b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .                                                           |          |               |          |          |           |
| <b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .                                   |          |               |          |          |           |
| <b>3</b> Complete 3a, b, or c for the alternative test relied upon:                                                                                                |          |               |          |          |           |
| <b>a</b> "Assets" alternative test—enter:                                                                                                                          |          |               |          |          |           |
| <b>(1)</b> Value of all assets . . . . .                                                                                                                           |          |               |          |          |           |
| <b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)                                                                                               |          |               |          |          |           |
| <b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .                                    |          |               |          |          |           |
| <b>c</b> "Support" alternative test—enter:                                                                                                                         |          |               |          |          |           |
| <b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . |          |               |          |          |           |
| <b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .                                       |          |               |          |          |           |
| <b>(3)</b> Largest amount of support from an exempt organization                                                                                                   |          |               |          |          |           |
| <b>(4)</b> Gross investment income                                                                                                                                 |          |               |          |          |           |

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

**1 Information Regarding Foundation Managers:**

**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

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

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

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

**a** The name, address, and telephone number or 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,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|-------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or business)                               |                                                                                                                    |                                      |                                     |           |
| <b>a</b> <i>Paid during the year</i><br>See Additional Data Table |                                                                                                                    |                                      |                                     |           |
| <b>Total</b> . . . . .                                            |                                                                                                                    |                                      | <b>3a</b>                           | 4,350,000 |
| <b>b</b> <i>Approved for future payment</i>                       |                                                                                                                    |                                      |                                     |           |
|                                                                   |                                                                                                                    |                                      |                                     |           |
| <b>Total</b> . . . . .                                            |                                                                                                                    |                                      | <b>3b</b>                           |           |

Enter gross amounts unless otherwise indicated.

|                                                                                                                                 | (a)<br>Business code | (b)<br>Amount | (c)<br>Exclusion code | (d)<br>Amount | (e)<br>(See instructions.) |
|---------------------------------------------------------------------------------------------------------------------------------|----------------------|---------------|-----------------------|---------------|----------------------------|
| <b>1</b> Program service revenue:                                                                                               |                      |               |                       |               |                            |
| <b>a</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>b</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>c</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>d</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>e</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>f</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>g</b> Fees and contracts from government agencies                                                                            |                      |               |                       |               |                            |
| <b>2</b> Membership dues and assessments. . . . .                                                                               |                      |               |                       |               |                            |
| <b>3</b> Interest on savings and temporary cash investments . . . . .                                                           |                      |               | 14                    | 201,674       |                            |
| <b>4</b> Dividends and interest from securities. . . . .                                                                        |                      |               | 14                    | 389,189       |                            |
| <b>5</b> Net rental income or (loss) from real estate:                                                                          |                      |               |                       |               |                            |
| <b>a</b> Debt-financed property. . . . .                                                                                        |                      |               |                       |               |                            |
| <b>b</b> Not debt-financed property. . . . .                                                                                    |                      |               |                       |               |                            |
| <b>6</b> Net rental income or (loss) from personal property                                                                     |                      |               |                       |               |                            |
| <b>7</b> Other investment income. . . . .                                                                                       |                      |               |                       |               |                            |
| <b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .                                                     | 900099               | 76,940        | 18                    | 3,172         | 4,408,836                  |
| <b>9</b> Net income or (loss) from special events:                                                                              |                      |               |                       |               |                            |
| <b>10</b> Gross profit or (loss) from sales of inventory                                                                        |                      |               |                       |               |                            |
| <b>11</b> Other revenue: <b>a</b> See Additional Data Table                                                                     |                      |               |                       |               |                            |
| <b>b</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>c</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>d</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>e</b> _____                                                                                                                  |                      |               |                       |               |                            |
| <b>12</b> Subtotal. Add columns (b), (d), and (e). .                                                                            |                      | -77,654       |                       | 594,035       | 4,408,836                  |
| <b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.) |                      |               | <b>13</b>             |               | <b>4,925,217</b>           |

[illegible]

**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

|                                                                                                                                                                                                                                                  |              |            |           |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------|-----------|
| <b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? |              | <b>Yes</b> | <b>No</b> |
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:                                                                                                                                                      |              |            |           |
| <b>(1)</b> Cash. . . . .                                                                                                                                                                                                                         | <b>1a(1)</b> |            | <b>No</b> |
| <b>(2)</b> Other assets. . . . .                                                                                                                                                                                                                 | <b>1a(2)</b> |            | <b>No</b> |
| <b>b</b> Other transactions:                                                                                                                                                                                                                     |              |            |           |
| <b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .                                                                                                                                                                       | <b>1b(1)</b> |            | <b>No</b> |
| <b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .                                                                                                                                                                 | <b>1b(2)</b> |            | <b>No</b> |
| <b>(3)</b> Rental of facilities, equipment, or other assets. . . . .                                                                                                                                                                             | <b>1b(3)</b> |            | <b>No</b> |
| <b>(4)</b> Reimbursement arrangements. . . . .                                                                                                                                                                                                   | <b>1b(4)</b> |            | <b>No</b> |
| <b>(5)</b> Loans or loan guarantees. . . . .                                                                                                                                                                                                     | <b>1b(5)</b> |            | <b>No</b> |
| <b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .                                                                                                                                                           | <b>1b(6)</b> |            | <b>No</b> |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .                                                                                                                                               | <b>1c</b>    |            | <b>No</b> |

**d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

| (a) Line No. | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|--------------|---------------------|-----------------------------------------------|----------------------------------------------------------------------|
|              |                     |                                               |                                                                      |
|              |                     |                                               |                                                                      |
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|              |                     |                                               |                                                                      |
|              |                     |                                               |                                                                      |

**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 |
|--------------------------|--------------------------|---------------------------------|
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

|                  |                                                                                                                                                                                                                                                                                                                        |                              |                                                                                                                                                                                                                   |
|------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Sign Here</b> | Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. | *****<br>2021-10-13<br>***** | Signature of officer or trustee<br>Date<br>Title                                                                                                                                                                  |
|                  |                                                                                                                                                                                                                                                                                                                        |                              | <div style="border: 1px solid black; padding: 5px;">           May the IRS discuss this return with the preparer shown below (see instr.) <input type="checkbox"/> Yes <input type="checkbox"/> No         </div> |

|                               |                                                                             |                      |            |                                                            |                                |
|-------------------------------|-----------------------------------------------------------------------------|----------------------|------------|------------------------------------------------------------|--------------------------------|
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name                                                  | Preparer's Signature | Date       | Check if self-employed <input checked="" type="checkbox"/> | PTIN                           |
|                               | PETER E DEMING                                                              |                      | 2021-10-13 |                                                            | P00845027                      |
|                               | Firm's name <b>►</b> JACOBS COHEN & ASSOCIATES PLLC                         |                      |            |                                                            | Firm's EIN <b>►</b> 62-1839123 |
|                               | Firm's address <b>►</b> 480 JAMES ROBERTSON PKWY<br>NASHVILLE, TN 372193019 |                      |            |                                                            | Phone no. (615) 742-2525       |

| 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)                                                                      |                                                                                                           |                                |                                   |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                   |           |
| ACKLAND ART MUSEUM<br>101 S COLUMBIA ST<br>CHAPEL HILL, NC 27599                                         | NONE                                                                                                      | PC                             | SPONSORSHIP FOR TRANSAMERICA      | 10,000    |
| ACLU FOUNDATION OF NC<br>PO BOX 28004<br>RALEIGH, NC 27611                                               | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT         | 75,000    |
| ASTRAEA LESBIAN FOUNDATION<br>116 EAST 16TH STREET<br>7TH FLOOR<br>NEW YORK, NY 10003                    | NONE                                                                                                      | PC                             | SUPPORT LGBTQ RACIAL JUSTICE FUND | 50,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                   | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| AUBURN UNIVERSITY221 DUDLEY HALL<br>AUBURN, AL 36849                                                     | NONE                                                                                                      | PC                             | PRISON ARTS & EDUCATION PROJECT  | 80,000    |
| BLACK AND PINK NATIONAL<br>2406 FOWLER AVE<br>SUITE 316<br>OMAHA, NE 68111                               | NONE                                                                                                      | PC                             | SUPPORT FOR REENTRY PROGRAM      | 25,000    |
| BOREALIS PHILANTHROPYPO BOX 3295<br>MINNEAPOLIS, MN 55403                                                | NONE                                                                                                      | PC                             | TRANS GENERATIONS                | 125,000   |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| CAMPAIGN FOR SOUTHERN EQUALITY<br>PO BOX 364<br>ASHEVILLE, NC 28802                                      | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 100,000   |
| CAMPAIGN FOR SOUTHERN EQUALITY<br>PO BOX 364<br>ASHEVILLE, NC 28802                                      | NONE                                                                                                      | PC                             | SOUTHERN EQUALITY FUND           | 75,000    |
| CENTER FOR EMPLOYMENT OPPORTUNITIES<br>50 BROADWAY<br>SUITE 1604<br>NEW YORK, NY 10004                   | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 15,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| CIRCLE FOR JUSTICE INNOVATIONS<br>147 PRINCE ST<br>SUITE 4-20<br>BROOKLYN, NY 11201                      | NONE                                                                                                      | PC                             | EMERGENCY RESPONSE FUND          | 85,000    |
| CLAFLIN UNIVERSITY400 MAGNOLIA ST<br>ORANGEBURG, SC 29115                                                | NONE                                                                                                      | PC                             | PLANNING GRANT                   | 40,000    |
| COLLEGE AND COMMUNITY FELLOWSHIP<br>475 RIVERSIDE DR 1626<br>NEW YORK, NY 10115                          | NONE                                                                                                      | PC                             | SUPPORT PELL GRANT<br>ADVOCACY   | 60,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| COMMUNITY PARTNERS<br>1000 N ALAMEDA STREET<br>SUITE 240<br>LOS ANGELES, CA 90012                        | NONE                                                                                                      | PC                             | AHEP GENERAL OPERATING SUPPORT   | 80,000    |
| CONCERNED CITIZENS FOR JUSTICE<br>230 PEACHTREE ST<br>SUITE 2700<br>ATLANTA, GA 30303                    | NONE                                                                                                      | PC                             | CCFJ PARTICIPATORY DEFENSE FUND  | 10,000    |
| DIVERSITY RICHMOND<br>1407 SHERWOOD AVE<br>RICHMOND, VA 23220                                            | NONE                                                                                                      | PC                             | INTERIM GRANT PAYMENT            | 25,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| EL CENTRO HISPANO<br>2000 CHAPEL HILL ROAD<br>SUITE 26A<br>DURHAM, NC 27707                              | NONE                                                                                                      | PC                             | LGBTQ PROGRAM SUPPORT            | 55,000    |
| EMANCIPATE NC115 MARKET ST 204<br>DURHAM, NC 27701                                                       | NONE                                                                                                      | PC                             | GENERAL OPERATIONS               | 25,000    |
| EQUALITY FEDERATION<br>567 SUTTER ST 3RD FLOOR<br>SAN FRANCISCO, CA 94102                                | NONE                                                                                                      | PC                             | SOUTHERN SUMMIT                  | 30,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| EQUALITY OF NCPO BOX 28768<br>RALEIGH, NC 27611                                                          | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 100,000   |
| EQUALITY VA403 N ROBINSON ST<br>RICHMOND, VA 23220                                                       | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 100,000   |
| EQUALITY VA403 N ROBINSON ST<br>RICHMOND, VA 23220                                                       | NONE                                                                                                      | PC                             | TRANS INITIATIVE PROJECT         | 50,000    |
| <b>Total . . . . .</b> ► <b>3a</b>                                                                       |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| EXCHANGE FOR CHANGE<br>2103 CORAL WAY 2ND FL<br>MIAMI, FL 33145                                          | NONE                                                                                                      | PC                             | FLORIDA PRISON ED COALITION      | 3,500     |
| FLORIDA JUSTICE CENTER<br>3469 N DIXIE HWY<br>OAKLAND PARK, FL 33334                                     | NONE                                                                                                      | PC                             | CASE MGMT & WRAP AROUND<br>SVCS  | 25,000    |
| FLORIDA PRISON EDUCATION PROJECT<br>12400 AQUARIUS AGORA DR<br>ORLANDO, FL 32816                         | NONE                                                                                                      | PC                             | PROGRAM SUPPORT FOR FPEP         | 60,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| FLORIDA RIGHTS RESTORATION COALITION EDUCATION FUND<br>PO BOX 618147<br>ORLANDO, FL 32861                | NONE                                                                                                      | PC                             | FRRC EDUCATION FUND              | 15,000    |
| FREE HEARTS6339 CHARLOTTE PIKE SUITE 668<br>NASHVILLE, TN 37209                                          | NONE                                                                                                      | PC                             | GENERAL OPERATIONS               | 20,000    |
| FREEDOM CENTER FOR SOCIAL JUSTICE<br>4921 ALBEMARLE RD<br>SUITE 201<br>CHARLOTTE, NC 28205               | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 110,000   |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

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

| Recipient                                                                                | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or business)                                                      |                                                                                                                    |                                      |                                     |           |
| <b>a</b> <i>Paid during the year</i>                                                     |                                                                                                                    |                                      |                                     |           |
| FUNDERS FOR LGBTQ ISSUES<br>45 W 36TH ST 8TH FLOOR<br>NEW YORK, NY 10018                 | NONE                                                                                                               | PC                                   | OITS INITIATIVE                     | 125,000   |
| GEORGIA STATE UNIVERSITY<br>FOUNDATION<br>PO BOX 2668<br>ATLANTA, GA 30301               | NONE                                                                                                               | PC                                   | PRISON EDUCATION PROGRAM            | 70,000    |
| GUILFORD COLLEGE<br>WISER JUSTICE PROGRAM<br>5800 W FRIENDLY AVE<br>GREENSBORO, NC 27410 | NONE                                                                                                               | PC                                   | PROGRAM SUPPORT                     | 65,000    |
| <b>Total . . . . . ▶ 3a</b>                                                              |                                                                                                                    |                                      |                                     | 4,350,000 |

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

| Recipient                                                                                     | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|-----------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or business)                                                           |                                                                                                                    |                                      |                                     |           |
| <b>a</b> <i>Paid during the year</i>                                                          |                                                                                                                    |                                      |                                     |           |
| HEALTH BRIGADE1010 N THOMPSON ST<br>RICHMOND, VA 23230                                        | NONE                                                                                                               | PC                                   | LGBTQ PROGRAM SUPPORT               | 40,000    |
| HORIZONS FOUNDATION<br>550 MONTGOMERY ST<br>SUITE 700<br>SAN FRANCISCO, CA 94111              | NONE                                                                                                               | PC                                   | GIVE OUT DAY 2020                   | 20,000    |
| SECOND CHANCE EDUCATIONAL<br>ALLIANCE<br>360 BLOOMFIELD AVE<br>SUITE 301<br>WINDSOR, CT 06095 | NONE                                                                                                               | PC                                   | PROJECT FREEDOM                     | 50,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                   |                                                                                                                    |                                      |                                     | 4,350,000 |

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

| Recipient                                                          | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|--------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or business)                                |                                                                                                                    |                                      |                                     |           |
| <b>a</b> <i>Paid during the year</i>                               |                                                                                                                    |                                      |                                     |           |
| JUST LEADERSHIP USAPO BOX 1730<br>NEW YORK, NY 10037               | NONE                                                                                                               | PC                                   | COVID PREPAREDNESS                  | 20,000    |
| LGBT CENTER OF RALEIGH<br>324 S HARRINGTON ST<br>RALEIGH, NC 27603 | NONE                                                                                                               | PC                                   | GENERAL OPERATING                   | 85,000    |
| LGBTQ CENTER OF DURHAM<br>114 HUNT STREET<br>DURHAM, NC 27701      | NONE                                                                                                               | PC                                   | VIRTUAL FUNDRAISING<br>PLATFORM     | 2,000     |
| <b>Total . . . . . ▶ 3a</b>                                        |                                                                                                                    |                                      |                                     | 4,350,000 |

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

| Recipient                                                     | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|---------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or business)                           |                                                                                                                    |                                      |                                     |           |
| <b>a</b> <i>Paid during the year</i>                          |                                                                                                                    |                                      |                                     |           |
| LGBTQ CENTER OF DURHAM<br>114 HUNT STREET<br>DURHAM, NC 27701 | NONE                                                                                                               | PC                                   | GENERAL OPERATING SUPPORT           | 80,000    |
| LGBT LIFE CENTER222 W 21ST ST<br>F308<br>NORFOLK, VA 23517    | NONE                                                                                                               | PC                                   | GENERAL OPERATING SUPPORT           | 75,000    |
| LIFE UNIVERSITY1969 BARCLAY CIRCLE<br>MARIETTA, GA 30060      | NONE                                                                                                               | PC                                   | PROGRAM SUPPORT FOR<br>CHILON PROJ  | 75,000    |
| <b>Total . . . . . ▶ 3a</b>                                   |                                                                                                                    |                                      |                                     | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                   |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                   |           |
| LYNCHBURG DIVERSITY CENTER<br>901 JEFFERSON ST<br>SUITE 201<br>LYNCHBURG, VA 24504                       | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT         | 20,000    |
| MIAMI DADE COLLEGE11 ISLAND AVE<br>SUITE 1008<br>MIAMI BEACH, FL 33139                                   | NONE                                                                                                      | PC                             | PROGRAM SUPPORT FOR IEE           | 60,000    |
| NASHVILLE COMMUNITY BAIL FUND<br>PO BOX 70120<br>NASHVILLE, TN 37207                                     | NONE                                                                                                      | PC                             | SUPPORT FOR DECARCERATION EFFORTS | 20,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                   | 4,350,000 |

| 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)                                                                                            |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                                           |                                                                                                           |                                |                                  |           |
| NATIONAL CTR FOR CIVIC INNOVATION<br>THE FUND FOR THE CITY OF NY<br>121 AVE OF THE AMERICAS<br>6TH FLOOR<br>NEW YORK, NY 10013 | NONE                                                                                                      | PC                             | LGBTQ WOMEN'S RESEARCH           | 50,000    |
| NATIONAL LGBTQ TASK FORCE<br>1050 CONNECTICUT AVE NW<br>SUITE 65500<br>WASHINGTON, DC 20035                                    | NONE                                                                                                      | PC                             | CREATING CHANGE CONFERENCE       | 25,000    |
| NATIONZ FOUNDATION4794 FINLAY ST<br>SUITE 1<br>RICHMOND, VA 23231                                                              | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 80,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                                                    |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| OPERATION RESTORATION<br>PO BOX 56894<br>NEW ORLEANS, LA 70156                                           | NONE                                                                                                      | PC                             | SAFETY & FREEDOM FUND            | 20,000    |
| OPERATION RESTORATION<br>PO BOX 56894<br>NEW ORLEANS, LA 70156                                           | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 100,000   |
| OUTRIGHT YOUTH OF CATAWBA VALLEY<br>INCPO BOX 2222<br>HICKORY, NC 28603                                  | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 25,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

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

| Recipient                                                        | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| Name and address (home or business)                              |                                                                                                                    |                                      |                                     |           |
| <b>a</b> <i>Paid during the year</i>                             |                                                                                                                    |                                      |                                     |           |
| RAPPAHANNOCK COMMUNITY COLLEGE<br>PO BOX 923<br>WARSAW, VA 22572 | NONE                                                                                                               | PC                                   | PRISON EDUCATION PROGRAM<br>SUPPORT | 70,000    |
| RESTORE HER3435 ROOSEVELT HWY<br>UNIT 141<br>RED OAK, GA 30272   | NONE                                                                                                               | PC                                   | SUPPORT FOR WOMEN IN<br>REENTRY     | 25,000    |
| SHIFT NC3710 UNIVERSITY DR<br>SUITE 310<br>DURHAM, NC 27707      | NONE                                                                                                               | PC                                   | GENERAL OPERATING SUPPORT           | 30,000    |
| <b>Total . . . . . ▶ 3a</b>                                      |                                                                                                                    |                                      |                                     | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| SIDE BY SIDEPO BOX 5542<br>RICHMOND, VA 23220                                                            | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 75,000    |
| SOUTHERN VISION ALLIANCE<br>1410 W CHAPEL HILL ST<br>DURHAM, NC 27701                                    | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 40,000    |
| SOUTHERN VISION ALLIANCE<br>1410 W CHAPEL HILL ST<br>DURHAM, NC 27701                                    | NONE                                                                                                      | PC                             | FRONTLINES FUNDS                 | 35,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                    |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                    |           |
| SOUTHERNERS ON NEW GROUND<br>PO BOX 11250<br>ATLANTA, GA 30310                                           | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT          | 125,000   |
| SOUTHERNERS ON NEW GROUND<br>PO BOX 11250<br>ATLANTA, GA 30310                                           | NONE                                                                                                      | PC                             | SOUTHERN POWER FUND                | 304,500   |
| SOUTHSIDE VIRGINIA COMMUNITY COLLEGE FDN109 CAMPUS DR<br>ALBERTA, VA 23821                               | NONE                                                                                                      | PC                             | CAMPUS WITHIN WALLS PROGRAM COORD. | 70,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                    | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                     |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                     |           |
| STETSON UNIVERSITY<br>421 N WOODLAND BLVD<br>UNIT 8279<br>DELAND, FL 32723                               | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT           | 70,000    |
| TENNESSEE HIGHER EDUCATION INITIATIVE<br>1006 SHELBY AVE<br>NASHVILLE, TN 37206                          | NONE                                                                                                      | PC                             | SUPPORT TN PRISON COLLEGE COALITION | 45,000    |
| TENNESSEE HIGHER EDUCATION INITIATIVE<br>1006 SHELBY AVE<br>NASHVILLE, TN 37206                          | NONE                                                                                                      | PC                             | PROGRAM SUPPORT                     | 70,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                     | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                      |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                      |           |
| TENNESSEE HIGHER EDUCATION INITIATIVE1006 SHELBY AVE<br>NASHVILLE, TN 37206                              | NONE                                                                                                      | PC                             | SOUTHERN HEP COLLECTIVE              | 30,000    |
| THE EDUCATION TRUST1501 K ST NW<br>SUITE 200<br>WASHINGTON, DC 20005                                     | NONE                                                                                                      | PC                             | JUSTICE IMPACTED FELLOWSHIP & ADV BD | 50,000    |
| THE FAIRNESS EDUCATION FUND<br>2263 FRANKFORT AVE<br>LOUISVILLE, KY 40206                                | NONE                                                                                                      | PC                             | LGBTQ TRAINING PROGRAM               | 25,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                      | 4,350,000 |

| 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)                                                                               |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                              |                                                                                                           |                                |                                  |           |
| THE FIRST 722915 PERDIDO ST<br>NEW ORLEANS, LA 70119                                                              | NONE                                                                                                      | PC                             | SUPPORT REENTRY PROGRAM          | 25,000    |
| THE ORDINARY PEOPLE'S SOCIETY<br>403 WEST POWELL ST<br>DOTHAN, AL 36303                                           | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 25,000    |
| THE VIRGINIA FOUNDATION FOR<br>COMMUNITY COLLEGE EDUCATION<br>300 ARBORETUM PL<br>SUITE 200<br>RICHMOND, VA 23236 | NONE                                                                                                      | PC                             | VA HIGHER EDUCATION IN PRISON    | 40,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                                       |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| TIDES FOUNDATION594 DEAN STREET<br>SUITE 12<br>BROOKLYN, NY 11238                                        | NONE                                                                                                      | PC                             | TRANS JUSTICE FUNDING PROJECT    | 100,000   |
| TIME OUT YOUTH3800 MONROE RD<br>CHARLOTTE, NC 28205                                                      | NONE                                                                                                      | PC                             | VIRTUAL YOUTH CENTER             | 30,000    |
| TIME OUT YOUTH CENTER<br>3800 MONROE RD<br>CHARLOTTE, NC 28205                                           | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 100,000   |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| TRANSCENDING BARRIERS<br>1755 THE EXCHANGE<br>SUITE 115<br>ATLANTA, GA 30339                             | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 25,000    |
| TRANZMISSION70 WOODFIN PLACE<br>ASHEVILLE, NC 28801                                                      | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 50,000    |
| TURNING LEAF PROJECT<br>3765 LEEDS AVE<br>NORTH CHARLESTON, SC 29405                                     | NONE                                                                                                      | PC                             | REENTRY PROGRAM                  | 20,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                    |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                    |           |
| UNHEARD VOICES OUTREACH<br>1623 HAYNES MEADE CIR<br>NASHVILLE, TN 37207                                  | NONE                                                                                                      | PC                             | REENTRY WORK                       | 15,000    |
| UNIVERSITY OF NORTH ALABAMA<br>1 HARRISON PLAZA<br>FLORENCE, AL 35632                                    | NONE                                                                                                      | PC                             | PLANNING GRANT FOR INSIDE OUT PROG | 40,000    |
| UNIVERSITY OF UTAH<br>1721 CAMPUS CENTER DRIVE<br>SAEC 1230<br>SALT LAKE CITY, UT 84112                  | NONE                                                                                                      | PC                             | HIGHER EDUCATION IN PRISON         | 50,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                    | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> Paid during the year                                                                            |                                                                                                           |                                |                                  |           |
| VERA INSTITUTE OF JUSTICE<br>34 35TH STREET 4-2A<br>BROOKLYN, NY 11232                                   | NONE                                                                                                      | PC                             | UNLOCKING POTENTIAL CAMPAIGN     | 60,000    |
| VIRGINIA ANTI-VIOLENCE PROJECT<br>PO BOX 7445<br>RICHMOND, VA 23221                                      | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 65,000    |
| VIRGINIA CENTER FOR INCLUSIVE COMMUNITIES<br>5511 STAPLES MILL RD SUITE 202<br>RICHMOND, VA 23228        | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 40,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

| 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)                                                                      |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                     |                                                                                                           |                                |                                  |           |
| WOMEN ON THE RISE<br>236 FORSYTH ST SW<br>SUITE 302<br>ATLANTA, GA 30303                                 | NONE                                                                                                      | PC                             | SUPPORT FOR DEPOPULATING JAILS   | 20,000    |
| YOUTH OUTRIGHT WNC INC<br>PO BOX 1893<br>ASHEVILLE, NC 28802                                             | NONE                                                                                                      | PC                             | GENERAL OPERATING SUPPORT        | 25,000    |
| <b>Total . . . . . ▶ 3a</b>                                                                              |                                                                                                           |                                |                                  | 4,350,000 |

**Form 990PF Part XVI-A Line 11 - Other revenue:**

| Enter gross amounts unless otherwise indicated. | Unrelated business income      |                      | Excluded by section 512, 513, or 514 |                      | <b>(e)</b><br>Related or<br>exempt<br>function income<br>(See the<br>instructions.) |
|-------------------------------------------------|--------------------------------|----------------------|--------------------------------------|----------------------|-------------------------------------------------------------------------------------|
| <b>11</b> Other revenue:                        | <b>(a)</b><br>Business<br>code | <b>(b)</b><br>Amount | <b>(c)</b><br>Exclusion code         | <b>(d)</b><br>Amount |                                                                                     |
| <b>a</b> ARAVAIPA                               | 900099                         | -10,486              |                                      |                      |                                                                                     |
| <b>b</b> ECOTRUST II                            | 900099                         | -50,566              |                                      |                      |                                                                                     |
| <b>c</b> IMPACT AMERICA FUND L.P.               | 900099                         | -7,427               |                                      |                      |                                                                                     |
| <b>d</b> CLEAN GROWTH FUND                      | 900099                         | -6,876               |                                      |                      |                                                                                     |
| <b>e</b> COASTAL VENTURES                       | 900099                         | -19,909              |                                      |                      |                                                                                     |
| <b>f</b> JUMPFUND II                            | 900099                         | -5,985               |                                      |                      |                                                                                     |
| <b>g</b> ARBORVIEW CAPITAL PARTNERS             | 900099                         | -10,461              |                                      |                      |                                                                                     |
| <b>h</b> ECOTRUST III                           | 900099                         | -36,152              |                                      |                      |                                                                                     |
| <b>i</b> IMPACT AMERICA FUND II                 | 900099                         | -6,379               |                                      |                      |                                                                                     |
| <b>j</b> ENVIVA PARTNERS LP                     | 900099                         | -353                 |                                      |                      |                                                                                     |

**TY 2020 Accounting Fees Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289

| <b>Category</b>          | <b>Amount</b> | <b>Net Investment<br/>Income</b> | <b>Adjusted Net<br/>Income</b> | <b>Disbursements<br/>for Charitable<br/>Purposes</b> |
|--------------------------|---------------|----------------------------------|--------------------------------|------------------------------------------------------|
| INDIRECT ACCOUNTING FEES | 5,074         |                                  |                                |                                                      |

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

## TY 2020 Depreciation Schedule

**Name:** LAUGHING GULL FOUNDATION

**EIN:** 36-4749289

### Depreciation Schedule

| Description of Property       | Date Acquired | Cost or Other Basis | Prior Years' Depreciation | Computation Method | Rate / Life (# of years) | Current Year's Depreciation Expense | Net Investment Income | Adjusted Net Income | Cost of Goods Sold Not Included |
|-------------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|
| OFFICE FURNITURE AND EQUIP    | 2016-07-01    | 5,340               | 4,506                     | 200DB              | 7.0000                   | 238                                 |                       |                     |                                 |
| OFFICE BUILDOUT               | 2020-09-15    | 176,032             |                           | S/L                | 15.0000                  | 5,868                               |                       |                     |                                 |
| CC LAPTOP                     | 2020-10-02    | 1,471               |                           | 200DB              | 5.0000                   | 294                                 |                       |                     |                                 |
| CC PRINTER                    | 2020-10-02    | 85                  |                           | 200DB              | 5.0000                   | 17                                  |                       |                     |                                 |
| CC FILE CABINET               | 2020-10-02    | 119                 |                           | 200DB              | 7.0000                   | 17                                  |                       |                     |                                 |
| HEADPHONES                    | 2020-11-03    | 903                 |                           | 200DB              | 5.0000                   | 181                                 |                       |                     |                                 |
| KEYBOARDS, MICE               | 2020-11-03    | 152                 |                           | 200DB              | 5.0000                   | 30                                  |                       |                     |                                 |
| FRIDGE, DISHWASHER, MICROWAVE | 2020-12-01    | 2,570               |                           | 200DB              | 7.0000                   | 367                                 |                       |                     |                                 |
| OFFICE FURNITURE              | 2020-12-03    | 79,125              |                           | 200DB              | 7.0000                   | 11,304                              |                       |                     |                                 |
| MONITOR FOR KAREN             | 2020-12-23    | 183                 |                           | 200DB              | 5.0000                   | 37                                  |                       |                     |                                 |
| STORAGE ROOM CABINETS         | 2020-12-23    | 1,887               |                           | 200DB              | 5.0000                   | 377                                 |                       |                     |                                 |
| SECURITY DOOR                 | 2020-12-23    | 2,354               |                           | S/L                | 15.0000                  | 78                                  |                       |                     |                                 |
| BLINDS                        | 2020-12-23    | 7,052               |                           | 200DB              | 7.0000                   | 1,007                               |                       |                     |                                 |

**TY 2020 Investments Corporate Bonds Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289**Investments Corporate Bonds Schedule**

| <b>Name of Bond</b>   | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|-----------------------|-------------------------------|--------------------------------------|
| SEE ATTACHED SCHEDULE | 4,384,664                     | 4,626,641                            |

**TY 2020 Investments Corporate Stock Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289**Investments Corporation Stock Schedule**

| <b>Name of Stock</b>  | <b>End of Year Book Value</b> | <b>End of Year Fair Market Value</b> |
|-----------------------|-------------------------------|--------------------------------------|
| SEE ATTACHED SCHEDULE | 15,049,238                    | 21,995,847                           |

**TY 2020 Investments - Other Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289**Investments Other Schedule 2**

| <b>Category/ Item</b>      | <b>Listed at Cost or FMV</b> | <b>Book Value</b> | <b>End of Year Fair Market Value</b> |
|----------------------------|------------------------------|-------------------|--------------------------------------|
| RSF SOCIAL INVESTMENT FUND | AT COST                      | 275,000           | 310,230                              |
| ARAVAIPA VENTURE FUND, LLC | AT COST                      | 210,536           | 575,000                              |
| ECOTRUST FORESTS II, LLC   | AT COST                      | 651,560           | 1,393,508                            |
| IMPACT AMERICA FUND, LP    | AT COST                      | 81,602            | 133,756                              |
| JUMPFUND II, LP            | AT COST                      | 192,771           | 198,365                              |
| COASTAL VENTURES IV LP     | AT COST                      | 252,534           | 324,032                              |
| CLEAN GROWTH FUND IV LP    | AT COST                      | 134,795           | 190,346                              |
| ARBORVIEW CAPITAL PARTNERS | AT COST                      | 161,655           | 207,211                              |
| ECOTRUST III               | AT COST                      | 30,041            | 100,680                              |
| IMPACT AMERICA FUND II     | AT COST                      | 67,895            | 71,210                               |
| ENVIVA PARTNERS LP         | AT COST                      | 9,540             | 12,400                               |

**TY 2020 Land, Etc.  
Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289

| Category / Item | Cost / Other<br>Basis | Accumulated<br>Depreciation | Book Value | End of Year Fair<br>Market Value |
|-----------------|-----------------------|-----------------------------|------------|----------------------------------|
|                 | 277,273               | 24,321                      | 252,952    |                                  |

**TY 2020 Other Decreases Schedule**

**Name:** LAUGHING GULL FOUNDATION

**EIN:** 36-4749289

| Description                     | Amount  |
|---------------------------------|---------|
| FMV>COST DONATIONS/K1 BASIS ADJ | 508,682 |

**TY 2020 Other Expenses Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289**Other Expenses Schedule**

| Description                | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|----------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| EXPENSES                   |                                |                       |                     |                                       |
| INSURANCE                  | 2,147                          |                       |                     |                                       |
| DUES & MEMBERSHIPS         | 21,488                         |                       |                     |                                       |
| OFFICE EXPENSE             | 2,684                          |                       |                     |                                       |
| WORKERS COMP INSURANCE     | 593                            |                       |                     |                                       |
| MISCELLANEOUS              | 6,495                          |                       |                     |                                       |
| BOARD MEETINGS             | 5,426                          |                       |                     | 4,069                                 |
| ADR FEES                   | 1,263                          | 1,263                 |                     |                                       |
| NONDEDUCTIBLE EXPENSES K-1 | 3,784                          |                       |                     |                                       |
| 403B PLAN FEES             | 1,125                          |                       |                     |                                       |

**TY 2020 Other Income Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289**Other Income Schedule**

| Description                | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|----------------------------|-----------------------------------|--------------------------|---------------------|
| ARAVAIPA                   | -10,486                           |                          |                     |
| ECOTRUST II                | -50,566                           |                          |                     |
| IMPACT AMERICA FUND L.P.   | -7,427                            |                          |                     |
| CLEAN GROWTH FUND          | -6,876                            |                          |                     |
| COASTAL VENTURES           | -19,909                           |                          |                     |
| JUMPFUND II                | -5,985                            |                          |                     |
| ARBORVIEW CAPITAL PARTNERS | -10,461                           |                          |                     |
| ECOTRUST III               | -36,152                           |                          |                     |
| IMPACT AMERICA FUND II     | -6,379                            |                          |                     |
| ENVIVA PARTNERS LP         | -353                              |                          |                     |

**TY 2020 Other Liabilities Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289

| Description        | Beginning of Year<br>- Book Value | End of Year -<br>Book Value |
|--------------------|-----------------------------------|-----------------------------|
| FEDERAL EXCISE TAX | 9,137                             | 9,033                       |

**TY 2020 Other Notes/Loans Receivable Short Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289

| <b>Name of 501(c)(3) Organization</b> | <b>Balance Due</b> |
|---------------------------------------|--------------------|
| NATURAL CAPITAL INV FD 102213 2       | 500,000            |
| CLEAR COMFORT WATER LLC 06012019      | 250,000            |

**TY 2020 Other Professional Fees Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289

| <b>Category</b>         | <b>Amount</b> | <b>Net Investment<br/>Income</b> | <b>Adjusted Net<br/>Income</b> | <b>Disbursements<br/>for Charitable<br/>Purposes</b> |
|-------------------------|---------------|----------------------------------|--------------------------------|------------------------------------------------------|
| SYNOVUS                 | 196,504       | 127,728                          |                                | 19,650                                               |
| SYNOVUS INVESTMENT FEES | 11,298        | 11,298                           |                                |                                                      |
| CONSULTING              | 318,242       |                                  |                                | 194,128                                              |

**TY 2020 Taxes Schedule****Name:** LAUGHING GULL FOUNDATION**EIN:** 36-4749289**Taxes Schedule**

| <b>Category</b>        | <b>Amount</b> | <b>Net Investment<br/>Income</b> | <b>Adjusted Net<br/>Income</b> | <b>Disbursements<br/>for Charitable<br/>Purposes</b> |
|------------------------|---------------|----------------------------------|--------------------------------|------------------------------------------------------|
| FOREIGN TAXES WITHHELD | 38,423        | 38,423                           |                                |                                                      |
| EXCISE TAX             | 67,033        |                                  |                                |                                                      |

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  |                                                                                                                                                                                              |  |                                                 |                                              |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|-------------------------------------------------|----------------------------------------------|
| efile GRAPHIC print - DO NOT PROCESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  | As Filed Data -                                                                                                                                                                              |  | DLN: 93491288000301                             |                                              |
| <div>Schedule B<br/>(Form 990, 990-EZ, or 990-PF)<br/>Department of the Treasury<br/>Internal Revenue Service</div>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  | <div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.<br/>▶ Go to <a href="http://www.irs.gov/Form990">www.irs.gov/Form990</a> for the latest information.</div> |  |                                                 | <div>OMB No. 1545-0047</div> <div>2020</div> |
| Name of the organization<br>LAUGHING GULL FOUNDATION                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                                                                                                                              |  | Employer identification number<br>36-4749289    |                                              |
| Organization type (check one):                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |                                                                                                                                                                                              |  |                                                 |                                              |
| Filers of:                      Section:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |                                                                                                                                                                                              |  |                                                 |                                              |
| Form 990 or 990-EZ                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  | <input type="checkbox"/> 501(c)( ) (enter number) organization                                                                                                                               |  |                                                 |                                              |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation                                                                                    |  |                                                 |                                              |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | <input type="checkbox"/> 527 political organization                                                                                                                                          |  |                                                 |                                              |
| Form 990-PF                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  | <input checked="" type="checkbox"/> 501(c)(3) exempt private foundation                                                                                                                      |  |                                                 |                                              |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | <input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation                                                                                               |  |                                                 |                                              |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | <input type="checkbox"/> 501(c)(3) taxable private foundation                                                                                                                                |  |                                                 |                                              |
| Check if your organization is covered by the <b>General Rule</b> or a <b>Special Rule</b> .                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                                                                                                                                                                                              |  |                                                 |                                              |
| <b>Note:</b> Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                                                                                                                              |  |                                                 |                                              |
| General Rule                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                                                                                                              |  |                                                 |                                              |
| <input checked="" type="checkbox"/> For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.                                                                                                                                                                                                                                                                                                                                                                                              |  |                                                                                                                                                                                              |  |                                                 |                                              |
| Special Rules                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |  |                                                                                                                                                                                              |  |                                                 |                                              |
| <input type="checkbox"/> For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 <sup>1</sup> / <sub>3</sub> % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of <b>(1)</b> \$5,000 or <b>(2)</b> 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.                                                                                                                                                      |  |                                                                                                                                                                                              |  |                                                 |                                              |
| <input type="checkbox"/> For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.                                                                                                                                                                                                                                                                                                           |  |                                                                                                                                                                                              |  |                                                 |                                              |
| <input type="checkbox"/> For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions <i>exclusively</i> for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the <b>General Rule</b> applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year . . . . . ▶ \$ |  |                                                                                                                                                                                              |  |                                                 |                                              |
| <b>Caution:</b> An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it <b>must</b> answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).                                                                                                                                                                                                                                                                                                  |  |                                                                                                                                                                                              |  |                                                 |                                              |
| For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  | Cat. No. 30613X                                                                                                                                                                              |  | Schedule B (Form 990, 990-EZ, or 990-PF) (2020) |                                              |

Name of organization  
LAUGHING GULL FOUNDATION

Employer identification number  
36-4749289

**Part I**

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

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                                          | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                         |
|------------|--------------------------------------------------------------------------------------------|----------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1          | SYNOVUS FAMILY MANAGEMENT CUSTODIAN<br>1033 DEMONBREUN ST SUITE 200<br>NASHVILLE, TN 37203 | \$ 3,523,485               | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input checked="" type="checkbox"/> Noncash<br>(Complete Part II for noncash contributions.) |
|            |                                                                                            | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br>(Complete Part II for noncash contributions.)            |
|            |                                                                                            | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br>(Complete Part II for noncash contributions.)            |
|            |                                                                                            | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br>(Complete Part II for noncash contributions.)            |
|            |                                                                                            | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br>(Complete Part II for noncash contributions.)            |
|            |                                                                                            | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br>(Complete Part II for noncash contributions.)            |
|            |                                                                                            | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br>(Complete Part II for noncash contributions.)            |
|            |                                                                                            | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br>(Complete Part II for noncash contributions.)            |
|            |                                                                                            | \$                         | <input type="checkbox"/> Person<br><input type="checkbox"/> Payroll<br><input type="checkbox"/> Noncash<br>(Complete Part II for noncash contributions.)            |

|                                                  |                                              |
|--------------------------------------------------|----------------------------------------------|
| Name of organization<br>LAUGHING GULL FOUNDATION | Employer identification number<br>36-4749289 |
|--------------------------------------------------|----------------------------------------------|

| Part II Noncash Property  |                                                                                                                                    |                                                |                      |
|---------------------------|------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|----------------------|
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given<br>(see instructions). Use duplicate copies of Part II if additional space is needed. | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| 1                         | PUBLICLY TRADED SECURITIES                                                                                                         | \$ 3,523,485                                   | 2020-01-15           |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given                                                                                       | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         |                                                                                                                                    | \$                                             |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given                                                                                       | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         |                                                                                                                                    | \$                                             |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given                                                                                       | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         |                                                                                                                                    | \$                                             |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given                                                                                       | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         |                                                                                                                                    | \$                                             |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given                                                                                       | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         |                                                                                                                                    | \$                                             |                      |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given                                                                                       | (c)<br>FMV (or estimate)<br>(See instructions) | (d)<br>Date received |
| -                         |                                                                                                                                    | \$                                             |                      |

|                                                  |                                              |
|--------------------------------------------------|----------------------------------------------|
| Name of organization<br>LAUGHING GULL FOUNDATION | Employer identification number<br>36-4749289 |
|--------------------------------------------------|----------------------------------------------|

Part III

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

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

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