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Form 990-PF

Department of the Treasury

Internal Revenue Service

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0052

2020

Open to Public Inspection

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

Name of foundation

Dudley T Dougherty Foundation Inc

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

PO Box 4310

Room/suite

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

Beeville, TX 78104

G Check all that apply:

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

\$ 4,543,289

J Accounting method:

☒ Cash

☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

94-3418539

B Telephone number (see instructions)

(361) 358-1244

C If exemption application is pending, check here

☐

D 1. Foreign organizations, check here.....

☐

2. Foreign organizations meeting the 85% test, check here and attach computation ...

☐

E If private foundation status was terminated under section 507(b)(1)(A), check here

☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

☐

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)	650,000		
	2 Check ☐ if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments	693	693	
	4 Dividends and interest from securities	72,635	72,635	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	18,798		
	b Gross sales price for all assets on line 6a	582,520		
	7 Capital gain net income (from Part IV, line 2)		18,798	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	10,133	10,133		
12 Total. Add lines 1 through 11	752,259	102,259		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	5,103		5,103
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)	3,383		3,383
	b Accounting fees (attach schedule)	3,972	1,986	1,986
	c Other professional fees (attach schedule)	44,261	29,922	14,339
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	6,000		
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings	4,230		4,230
	22 Printing and publications			
	23 Other expenses (attach schedule)	19,859		19,859
	24 Total operating and administrative expenses. Add lines 13 through 23	86,808	31,908	48,900
	25 Contributions, gifts, grants paid	357,000		357,000
26 Total expenses and disbursements. Add lines 24 and 25	443,808	31,908	405,900	
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses and disbursements	308,451		
	b Net investment income (if negative, enter -0-)		70,351	
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat. No. 11289X

Form 990-PF (2020)

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	186,372	504,385	504,385
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	3,326,035	3,316,473	4,008,506
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	580	580	30,398
	14 Land, buildings, and equipment: basis ▶ <u>15,355</u> Less: accumulated depreciation (attach schedule) ▶ <u>15,355</u>			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,512,987	3,821,438	4,543,289	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
	Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.		
24 Net assets without donor restrictions				
25 Net assets with donor restrictions				
Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.				
26 Capital stock, trust principal, or current funds				
27 Paid-in or capital surplus, or land, bldg., and equipment fund				
28 Retained earnings, accumulated income, endowment, or other funds		3,512,987	3,821,438	
29 Total net assets or fund balances (see instructions)		3,512,987	3,821,438	
30 Total liabilities and net assets/fund balances (see instructions) .		3,512,987	3,821,438	

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	3,512,987
2 Enter amount from Part I, line 27a	2	308,451
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	3,821,438
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	3,821,438

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a Publicly traded securities			
b Capital gain distributions			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 525,790		563,722	-37,932
b 56,730			56,730
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-37,932
b			56,730
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	18,798
	3	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		

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**

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
2 Reserved	2		
3 Reserved.	3		
4 Reserved	4		
5 Reserved	5		
6 Reserved	6		
7 Reserved	7		
8 Reserved ,	8		

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Reserved.	1	978
c	All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	978
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.	5	978
6	Credits/Payments:		
a	2020 estimated tax payments and 2019 overpayment credited to 2020	6a	5,626
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	6,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	11,626
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed .	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid .	10	10,648
11	Enter the amount of line 10 to be: Credited to 2021 estimated tax 10,648 Refunded	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>dudleytdoughertyfoundation.org</u>	13	Yes	
14	The books are in care of ► <u>Blazek & Vetterling</u> Telephone no. ► <u>(713) 439-5739</u>			

Located at ► 2900 Wesleyan Ste 200 Houston TXZIP+4 ► 77027

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here	☐		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 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?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b	No
	Organizations relying on a current notice regarding disaster assistance check here. ► ☐		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2020?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 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.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2020?	4b	No

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

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

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

Part IX-A Summary of Direct Charitable Activities

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

1	Expenses

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	3,618,764
b	Average of monthly cash balances.	1b	185,430
c	Fair market value of all other assets (see instructions).	1c	30,398
d	Total (add lines 1a, b, and c).	1d	3,834,592
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	3,834,592
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	57,519
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,777,073
6	Minimum investment return. Enter 5% of line 5.	6	188,854

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

1	Minimum investment return from Part X, line 6.	1	188,854
2a	Tax on investment income for 2020 from Part VI, line 5.	2a	978
b	Income tax for 2020. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	978
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	187,876
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	187,876
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	187,876

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	405,900
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	405,900
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	405,900

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				187,876
2 Undistributed income, if any, as of the end of the 2020:				
a Enter amount for 2019 only.			179,556	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2020:				
a From 2015.				
b From 2016.				
c From 2017.				
d From 2018.				
e From 2019.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2020 from Part XII, line 4: ► \$ 405,900				
a Applied to 2019, but not more than line 2a			179,556	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2020 distributable amount.				187,876
e Remaining amount distributed out of corpus	38,468			
5 Excess distributions carryover applied to 2020. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	38,468			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount—see instructions.				
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2015 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a.	38,468			
10 Analysis of line 9:				
a Excess from 2016.				
b Excess from 2017.				
c Excess from 2018.				
d Excess from 2019.				
e Excess from 2020.	38,468			

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

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

1 Information Regarding Foundation Managers:

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

Mary Patricia Dougherty

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

Dudley T Dougherty Foundation Inc
PO Box 4310
Beeville, TX 78104
(361) 358-1244
contact@dudleytdoughertyfoundation.org

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

Requests should be made by letter or email giving the information about the organization, its project, and the amount requested. A copy of the IRS determination letter should also be enclosed. Only requests received six (6) weeks prior to the board meeting are considered - other requests are held for the next meeting. While there is no fixed times for the board meeting, it is usually held in the fall.

c Any submission deadlines:

Six weeks prior to board meeting.

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

No grants made to individuals.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	357,000
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

Form **990-PF** (2020)

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

		Yes	No
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1a(1)	No
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1a(2)		No
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1b(1)	No
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1b(2)		No
--------------	--	-----------

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

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

1b(5)		No
--------------	--	-----------

1b(6)		No
--------------	--	-----------

1c		No
-----------	--	-----------

value
ue[illegible]

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

**Sign
Here**

2021-10-04

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's Signature

Date _____

Check if self-employed ► ☐

PTIN

P01386215

Firm's name ► Blazek & Vetterling

Firm's EIN ► 76-0269860

Firm's address ► 2900 Wesleyan Suite 200

Phone no. (713) 439-5739

Houston, TX 77027

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Mary Patricia Dougherty	President/Dir 8.00	0		
PO Box 4310 Beeville, TX 78104				
Erin Marcotte	Secretary/Dir 1.00	0		
PO Box 4310 Beeville, TX 78104				
Melissa Dougherty	Director 1.00	0		
PO Box 4310 Beeville, TX 78104				
Frances Tarlton Farenthold	Director 1.00	0		
PO Box 4310 Beeville, TX 78104				
Petra Annie Wijngaard	Director 8.00	5,103		
PO Box 4310 Beeville, TX 78104				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Adelante Mujeres2030 Main St Ste A Forest Grove, OR 97116	N/A	PC	Building Latinx learners	8,000
Afara International Inc 1732 First Ave 20479 New York, NY 10128	N/A	PC	Public education and health worker support during COVID-19	10,000
Artists For Humanity100 West 2nd St Boston, MA 02127	N/A	PC	Youth Arts Enterprise	1,200
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Beacon Hill Preparatory Institute 1402 Corinth St Ste 257 Dallas, TX 75215	N/A	PC	Reading and math tutoring	5,000
Beeville Boys Girls Club IncPO Box 131 Beeville, TX 78104	N/A	PC	Youth development	10,000
Black Ensemble Theater4450 N Clark St Chicago, IL 60640	N/A	PC	Eradicating racism through theater arts	2,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Brooklyn Center for the Arts 68 Stratford Rd Apt 6 Brooklyn, NY 11218	N/A	PC	General support	5,000
Bulletin of the Atomic Scientists 1307 East 60th St Ste 3077 Chicago, IL 60637	N/A	PC	General support	10,000
Burn Institute8825 Aero Dr Unit 200 San Diego, CA 92123	N/A	PC	Emergency and special assistance needs	1,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
California Aquatic Therapy Wellness 6801 Long Beach Blvd Long Beach, CA 90805	N/A	PC	Telehealth and wellness services	3,000
California Greenworks Inc 9800 S La Cienega Blvd Ste 200 Inglewood, CA 90301	N/A	PC	South Los Angeles urban community greening project	10,000
Cambridge Community Center 5 Callender St Cambridge, MA 02139	N/A	PC	The Hip Hop Transformation	10,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Ctr for Community Action and Enviro 3840 Sunnyhill Dr Jurupa Valley, CA 92509	N/A	PC	General support	5,000
Center on Contemporary Art 114 3rd Ave S Seattle, WA 98104	N/A	PC	Gallery lighting redesign	2,200
Coral Springs Nature Center and Wil 3000 Sportsplex Dr Coral Springs, FL 33065	N/A	PC	Environmental stewardship	2,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Corpus Christi Metro Ministries 1919 Leopard St Corpus Christi, TX 78408	N/A	PC	General support	10,000
Corpus Christi Symphony Society Inc PO Box 495 Corpus Christi, TX 78403	N/A	PC	Education and outreach program	5,000
Darkness RISING Project 1870 Prospect Place Apt 1 Brooklyn, NY 11233	N/A	PC	Mental health workshop series	3,500
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Dian Fossey Gorilla Fund 800 Cherokee Ave SE Atlanta, GA 30315	N/A	PC	General support	1,500
Dominican Sisters of Houston 6501 Almeda Rd Houston, TX 77021	N/A	PC	Tuition assistance	7,500
Downeast Ins for App Marine Researc 39 Wildflower Ln Beals, ME 04611	N/A	PC	Let's Find Out	6,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Earth Economics107 N Tacoma Ave Tacoma, WA 98403	N/A	PC	Green infrastructure for water insecure South Asian cities	1,100
EcoLogic Development Fund PO Box 381571 Cambridge, MA 02238	N/A	PC	General support	7,500
Flint STRIVE1108 Lapeer Rd Flint, MI 48503	N/A	PC	Resources for the underserved Flint community	5,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Genesis Womens Shelter 4411 Lemmon Ave Ste 201 Dallas, TX 75219	N/A	PC	Genesis emergency shelter	10,000
Girls Empowerment Network PO Box 3122 Austin, TX 78764	N/A	PC	Girl Connect, the Connectline, and Spark K	5,000
Honor the EarthPO Box 63 Callaway, MN 56521	N/A	PC	The Oshki-Filmmakers Project	6,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Islamic Center of Detroit Inc 14350 Tireman Ave Detroit, MI 48228	N/A	PC	Islamic Center of Detroit emergency Covid-19 relief program	4,000
Justice For Our Neighbors Houston 2220 Broadway St Houston, TX 77012	N/A	PC	Keeping Families Together	21,000
Mount Saint Mary's University 10 Chester Place Los Angeles, CA 90007	N/A	PC	Community student ambassadors program	10,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Native Justice CoalitionPO Box 1052 Manistee, MI 49660	N/A	PC	Anishinaabe healing stories on racial justice	13,000
Native Public MediaPO Box 3955 Flagstaff, AZ 86003	N/A	PC	Communications advocacy	15,000
Oficina Legal del Pueblo Unido 1405 Montopolis Dr Austin, TX 78741	N/A	PC	Reforming the injustices in Texas' criminal legal system	10,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
RAIN Inc601 E 5th St Ste 470 Charlotte, NC 28202	N/A	PC	Health care emergency assistance	5,000
Rothko Chapel1409 Sul Ross Houston, TX 77006	N/A	PC	General support	10,000
Ruskin Group Theatre3000 Airport Ave Santa Monica, CA 90405	N/A	PC	Artistic production	20,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
See Stories2129 Casey Cusack Loop Anchorage, AK 99515	N/A	PC	Indigenous Alaskan teens and elders document enslavement histories	15,000
South Texas Lighthouse for the Bli 4421 Agnes St Corpus Christi, TX 78405	N/A	PC	General support	20,000
South Texas Zoological Society 110 Memorial Dr Victoria, TX 77901	N/A	PC	Birds of Prey Campaign at the Texas Zoo	8,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
SPOON135 SE Main St Ste 201 Portland, OR 97214	N/A	PC	General support	3,500
Sunsar Maya1457 Jefferson St San Francisco, CA 94123	N/A	PC	General support	1,200
The Center at Hampton House 1456 Hampton Rd Rydal, PA 19046	N/A	PC	Getting Your Future in Focus	1,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
The Corpus Christi Area Council For 5151 McArdle Rd Corpus Christi, TX 78411	N/A	PC	Tutoring support	5,000
The Crusade of Love 1444 Jeffreys Rd Ste 106 Rocky Mount, NC 27804	N/A	PC	General support	7,000
The Salvation Army Corpus Christi PO Box 2507 Corpus Christi, TX 78403	N/A	PC	Shelter and food program	5,000
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
The Sarah Roberts French Home 1315 Texas Ave San Antonio, TX 78201	N/A	PC	General support	5,000
The Spectrum Works 3579 E Foothill Blvd 220 Pasadena, CA 91107	N/A	PC	General support	5,000
Urban Autism Solutions 1212 W Flournoy St Chicago, IL 60607	N/A	PC	West Side Transition Academy	3,300
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
USA ReadsPO Box 44 Grandville, MI 49468	N/A	PC	Reading and educational materials	5,000
Volunteer Legal Services of Central 8001 Centre Park Dr Ste 120 Austin, TX 78754	N/A	PC	Eviction prevention	5,000
Wesley Community CenterPO Box 586 Robstown, TX 78380	N/A	PC	Wesley Food Pantries	500
Total ▶ 3a				357,000

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)				
a <i>Paid during the year</i>				
Womens Voices Now 46-E Peninsula Center Rolling Hills Estates, CA 90274	N/A	PC	Womens Voices Now online film festival	7,000
Total  3a				357,000

TY 2020 Accounting Fees Schedule**Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting fees	372	186	0	186
Tax compliance	3,600	1,800	0	1,800

TY 2020 Investments Corporate Stock Schedule**Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
See attachment	3,316,473	4,008,506

TY 2020 Investments - Other Schedule**Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Royalty interests	AT COST	580	30,398

**TY 2020 Land, Etc.
Schedule****Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	15,355	15,355		

TY 2020 Legal Fees Schedule**Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estate planning coordination	3,383	0	0	3,383

TY 2020 Other Expenses Schedule**Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Information technology	17,736			17,736
Insurance	1,678			1,678
Office expense	445			445

TY 2020 Other Income Schedule**Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Royalties	10,133	10,133	

TY 2020 Other Professional Fees Schedule**Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative services	14,339	0	0	14,339
Investment fees	29,922	29,922	0	0

**TY 2020 Substantial Contributors
Schedule****Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0**Name****Address**

Mary Patricia Dougherty

PO Box 4310
Beeville, TX 78104

TY 2020 Taxes Schedule**Name:** Dudley T Dougherty Foundation Inc**EIN:** 94-3418539**Software ID:** 20011551**Software Version:** 2020v4.0**Taxes Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise tax	6,000			

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491277005201	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.			OMB No. 1545-0047
					2020
Name of the organization Dudley T Dougherty Foundation Inc				Employer identification number 94-3418539	

Organization type (check one):

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

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

General Rule

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

Special Rules

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

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

Name of organization
Dudley T Dougherty Foundation Inc

Employer identification number
94-3418539

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Mary Patricia Dougherty 725 Adelaide Place Santa Monica, CA 90402	\$ 650,000	☒ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization Dudley T Dougherty Foundation Inc	Employer identification number 94-3418539
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given (see instructions). Use duplicate copies of Part II if additional space is needed.	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Name of organization Dudley T Dougherty Foundation Inc	Employer identification number 94-3418539
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Part III

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

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

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

Fixed income

Mutual funds - fixed income

Description (Symbol)	Market value last period Quantity	Current market value	% of total portfolio	Total tax cost Avg. tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Current price per unit						
BLACKROCK TOTAL RETURN I (MAHQX)			8.88 %	\$251,072.50	\$15,755.79	2.39 %	\$6,370.72	\$32.68
PNC	21,817.522	\$12.2300		\$11.51				
BLACKROCK TOTAL RETURN I (MAHQX)	275,991.65		0.01 %					495.16
INSTITUTIONAL TOTAL RETURN MF/ET		12.2300						
DOUBLELINE FLEXIBLE INC-I (DFLEX)		112,524.91	3.75 %	113,210.89	- 686.88	3.97 %	4,458.72	395.42
PNC	11,733.473	9.5900		9.65				
MFS EMERGING MKTS DEBT FD-R6 (MEDHX)		70,623.49	2.35 %	65,792.72	4,830.77	4.18 %	2,948.76	35.11
PNC	4,585.941	15.4000		14.35				
MFS EMERGING MKTS DEBT FD-R6 (MEDHX)	69,431.15		0.01 %					253.20
INSTITUTIONAL TOTAL RETURN MF/ET		15.4000						

Fixed income

Mutual funds - fixed income

Description (Symbol)	Market value last period	Current market value	% of total portfolio	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Current price per unit						
PGIM HIGH YIELD FUND (PHYQX)		91.46191	3.05 %	90,378.18	1,083.73	6.08 %	5,560.75	29.88
CLASS R6	16,599.257	5.5100		5.45				
PNC								
PGIM HIGH YIELD FUND (PHYQX)	90,465.95	5.5100	0.01 %					410.35
CLASS R6								
INSTITUTIONAL TOTAL RETURN MF/ET								
T ROWE PRICE INSTITUTIONAL (PFFRX)		90,821.92	3.02 %	92,376.54	- 1,554.62	4.18 %	3,790.50	49.39
FLOATING RATE FUND	9,382.430	9.6800		9.85				
FD #430								
PNC								
T ROWE PRICE INSTITUTIONAL (PFFRX)	90,071.33	9.6800	0.01 %					324.45
FLOATING RATE FUND								
FD #430								
INSTITUTIONAL TOTAL RETURN MF/ET								
WESTERN ASSET CORE PLUS BOND FD (WACPX)		273,815.76	9.11 %	250,163.45	23,652.31	2.70 %	7,390.41	89.76
CLASS I FD #287	21,800.618	12.5600		11.48				
PNC								
WESTERN ASSET CORE PLUS BOND FD (WACPX)	275,995.82	12.5600	0.01 %					544.91
CLASS I FD #287								
INSTITUTIONAL TOTAL RETURN MF/ET								
Total mutual funds - fixed income		\$906,075.38	30.12 %	\$862,994.28	\$43,081.10	3.37 %	\$30,519.86	\$2,660.31
Total fixed income		\$906,075.38	30.12 %	\$862,994.28	\$43,081.10	3.37 %	\$30,519.86	\$2,660.31

Equities

Etf - equity

Description (Symbol)	Market value last period	Current market value	% of total portfolio	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity price per unit						
FIDELITY REAL ESTATE ETF (FREL)								
ETF								
PNC	5,066	\$128,575.08	4.28 %	\$21.89	\$17,684.47	5.02 %	\$6,454.08	
INVESTCO QQQ TRUST (QQQ)								
ETF	501	157,183.74	5.23 %	124,940.28	32,243.46	0.56 %	870.24	
PNC		313.7400		249.38				
ISHARES CORE S&P 500 (IVV)								
ETF	269	100,979.91	3.36 %	78,580.28	22,399.63	1.58 %	1,589.25	
PNC		375.3900		292.12				
ISHARES CORE MSCI EAFE ETF (IEFA)								
ETF	1,441	99,558.69	3.31 %	89,541.07	10,017.62	1.90 %	1,890.59	
PNC		69.0900		62.14				
WISDOMTREE U.S. QUALITY DIVI (DGRW)								
ETF	1,469	79,267.24	2.64 %	67,107.15	12,160.09	1.90 %	1,505.73	25.85
PNC		53.9600		45.68				
Total etf - equity		\$565,564.66	18.80 %	\$471,059.39	\$94,505.27	2.18 %	\$12,309.89	\$25.85

Mutual funds - equity

Description (Symbol)	Market value last period	Current market value	% of total portfolio	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity price per unit						
CAMBIAR INTL EQUITY FUND-INS (CAMYX)								
PNC	5,620.516	\$148,044.39	4.93 %	\$146,829.21	\$1,215.18	1.34 %	\$1,978.42	\$1,981.23
SEAFARER OVERSEAS GROWTH & (SIGIX)								
INCOME INSTL CLASS	4,364.114	64,196.12	2.14 %	51,243.23	12,952.89	1.25 %	798.63	
FD # 11602		14.7100		11.74				
PNC								
HARBOR FD (HVLX)								
LARGE CAP VALUE FD INSTL CL	8,935.615	171,831.88	5.72 %	136,625.55	35,206.33	0.76 %	1,295.66	
PNC		19.2300		15.29				

Mutual funds - equity

Description (Symbol)	Market value last period	Current market value		% of total portfolio	Total tax cost	Unrealized gain/loss	Current yield	Estimated annual income	Accrued income
		Quantity	Current price per unit						
OAKMARK INTL SM CAP INST (OANEX) #2882 PNC		4,877.036	82,226.83 16.8600	2.74 %	71,912.87 14.75	10,313.96	2.06 %	1,692.33	
WCM FOCUSED INTL GROWTH-INS (WCMIX) PNC		5,625.708	139,236.27 24.7500	4.63 %	92,149.11 16.38	47,087.16	0.06 %	80.84	
JENSEN QUALITY GROWTH-Y (JENYX) PNC		2,319.869	128,543.94 55.4100	4.28 %	116,351.64 50.15	12,192.30	1.24 %	1,593.75	
LAZARD GLOBAL LISTED (GLIFX) INFRASTRUCTURE PORTFOLIO FUND# 1243 PNC		7,807.922	114,386.06 14.6500	3.81 %	120,498.12 15.43	- 6,112.06	3.67 %	4,192.85	
PRINCIPAL MIDCAP FUND R6 (PMAQX) PNC		3,375.809	121,967.98 36.1300	4.06 %	94,387.62 27.96	27,580.36	0.50 %	600.89	
TOUCHSTONE SANDS EM GR INST (TSEGX) FUND# 565 PNC		2,916.369	63,926.81 21.9200	2.13 %	38,991.86 13.37	24,934.95	0.47 %	297.47	
TOUCHSTONE MID CAP GROW-INST (TEGIX) PNC		2,606.559	105,539.57 40.4900	3.51 %	82,627.92 31.70	22,911.65	0.18 %	189.34	
TRANSAMERICA SM CAP GROW-12 (TSPIX) PNC		9,106.392	74,672.41 8.2000	2.49 %	61,286.02 6.73	13,386.39			
TRIBUTARY SMALL COMPANY FD INST (FOSBX) PLUS FD# 1705 PNC		3,404.292	101,754.29 29.8900	3.39 %	94,665.18 27.81	7,089.11	0.33 %	330.93	
WASATCH INTL OPPORTUNIT-INST (WIOX) PNC		11,746.662	61,787.44 5.2600	2.06 %	40,341.97 3.43	21,445.47			
Total mutual funds - equity			\$1,378,113.99	45.82 %	\$1,147,910.30	\$230,203.69	0.95 %	\$13,051.11	\$1,981.23
Total equities			\$1,943,678.65	64.62 %	\$1,618,969.69	\$324,708.96	1.31 %	\$25,361.00	\$2,007.08

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
Equity Securities - Large Cap									
ABBOTT LABORATORIES, COMMON STOCK, NO PAR (ABT)	\$109.490	35.00	\$3,832.15	\$1,427.11	\$2,405.04		\$44.80	1.2%	0.7%
ABBVIE INC COM UNDO.01 (ABBV)	107.150	19.00	2,035.85	1,587.55	448.30		81.32	4.0%	0.4%
ALPHABET INC CAP STK USD0.001 CL C (GOOG)	1,751.880	8.00	14,015.04	2,567.00	11,448.04				2.5%
ALPHABET INC CAPITAL STOCK UNDO.001 CL A (GOOGL)	1,752.640	4.00	7,010.56	775.05	6,235.51				1.2%
AMERICAN TOWER CORP (AMT)	274.460	93.00	5,162.58	1,664.77	3,497.81	27.83	83.03	1.6%	0.9%
APPLE INC COM STK (AAPL)	132.690	248.00	32,907.12	547.57	32,359.55		203.36	0.6%	5.8%
BAXTER INTL INC (COMMON STOCK) (BAX)	50.240	39.00	3,129.36	1,436.68	1,692.68	9.55	34.32	1.1%	0.6%
BECTON, DICKINSON AND CO., COMMON STOCK, \$1 PAR (BDX)	250.220	2.00	500.44	420.64	71.80		6.16	1.2%	0.1%
BIOGEN INC COMMON STOCK (BIIB)	244.560	9.00	2,203.74	2,366.31	(162.57)				0.4%
BRISTOL MYERS SQUIBB CO COMMON STOCK (BMY)	62.030	78.00	4,838.34	4,171.19	667.15	38.22	140.40	2.9%	0.9%
CHEVRON CORP COM (CVX)	84.450	20.00	1,689.00	1,397.25	291.75		103.20	6.1%	0.3%
CIGNA CORP NEW COM (CI)	208.180	16.00	3,330.88	2,914.95	415.93		0.64	0.0%	0.6%
CHICORP INC COM NEW COM NEW (C)	61.660	62.00	3,822.92	3,082.78	740.14		126.48	3.3%	0.7%
COCA COLA CO COM (KO)	54.840	65.00	3,400.08	2,727.35	672.73		99.20	2.9%	0.6%

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
CONYCO WHOLESALE CORP NEW COM [COST]	376.780	15.00	5,651.70	974.14	4,677.56		39.00	0.7%	1.0%
CVS HEALTH CORP COM [CVN]	68.300	54.00	3,688.20	2,405.04	1,283.16		108.00	2.9%	0.7%
DUKE ENERGY CORP NEW COM NEW COM NEW [DUK]	91.560	12.00	1,098.72	862.68	236.04		46.32	4.2%	0.2%
ESTEE LAUDER COMPANIES INC CL A USD0.05 [EL]	266.190	24.00	6,390.56	2,043.91	4,346.65		41.28	0.6%	1.1%
EXXON MOBILE CORP COM [XOM]	41.220	50.00	2,061.00	2,274.57	(213.57)		174.00	8.4%	0.4%
GENERAL ELECTRIC CO [GE]	10.800	136.00	1,468.80	2,570.49	(1,101.69)	1.36	20.40	1.4%	0.3%
ORBIS SCIENCES INC [ORBI]	58.260	21.00	1,223.46	1,529.62	(306.16)		52.92	4.3%	0.2%
HOME DEPOT INC., COMMON STOCK, \$.05 PAR [HD]	265.620	22.00	5,843.64	978.98	4,864.66		119.68	2.0%	1.0%
INTEL CORP COM [INTC]	49.820	78.00	3,885.96	2,778.35	1,107.61		98.28	2.5%	0.7%
INTERCONTINENTAL EXCHANGE INC COM [ICE]	115.290	78.00	8,992.62	2,223.39	6,769.23		85.80	1.0%	1.6%
JPMORGAN CHASE & CO COM [JPM]	127.070	82.00	10,419.74	2,473.80	7,945.94		295.20	2.8%	1.9%
MCDONALDS CORP, COMMON STOCK, NO PAR [MCD]	214.580	20.00	4,291.60	1,688.18	2,603.42		100.00	2.3%	0.8%
MFB NORTHERN FUNDS SIX INDEX FD [NOSIX]	41.990	2,922.49	122,715.36	47,525.80	75,189.56		1,882.23	1.5%	21.8%
MONSIEUR INTL INC COM [MONI]	58.470	73.00	4,268.31	2,327.19	1,941.12	22.99	91.98	2.2%	0.5%
MORGAN STANLEY COM SIX USD0.01 [MS]	68.530	33.00	2,261.49	1,141.30	1,120.19		46.20	2.0%	0.4%
NIKE INC CL B CL B [NKE]	141.470	62.00	8,771.14	1,538.66	7,232.48		68.20	0.8%	1.6%

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
NORFOLK SOUTHERN CORP. COM (NSC)	237.610	24.00	5,702.64	1,620.12	4,082.52		90.24	1.6%	1.0%
ORACLE CORPORATION COM (ORCL)	64.690	93.00	6,016.17	2,813.48	3,202.69		89.28	1.5%	1.1%
QUALCOMM INC COM (QCOM)	152.340	24.00	3,656.16	1,190.70	2,465.46		62.40	1.7%	0.6%
SALESFORCE COM INC COM STK (CRM)	222.530	47.00	10,458.91	2,680.02	7,778.89				1.9%
SCHWAB CHARLES CORP COMMON STOCK NEW (SCHW)	53.040	66.00	3,500.64	1,643.75	1,856.86		47.52	1.4%	0.6%
STARBUCKS CORP COM (SBUX)	106.980	39.00	4,172.22	881.38	3,290.84		70.20	1.7%	0.7%
TWITTER INC COM (TWTR)	54.150	55.00	2,978.25	1,682.32	1,295.93				0.5%
WALT DISNEY CO (DIS)	181.180	58.00	10,508.44	3,046.64	7,461.80				1.9%
WELLS FARGO & CO NEW COM STK (WFC)	90.180	91.00	2,746.38	2,619.21	127.17		36.40	1.3%	0.5%
Total Large Cap			5330,648.17	5120,608.45	5210,039.72	\$99.95	54,588.44	1.4%	58.7%

Equity Securities - Mid Cap

ALEXION PHARMACEUTICALS INC COM (ALXN)	\$156.240	15.00	\$2,343.60	\$1,603.78	\$739.82				0.4%
ALLSTATE CORP COMMON STOCK (ALL)	109.930	35.00	3,847.55	2,356.64	1,490.91	18.90	70.00	1.8%	0.7%
EOG RESOURCES INC COM (EOG)	49.370	23.00	1,147.01	1,757.66	(610.65)		26.45	2.3%	0.2%
FOX CORP CL A CL A (FOXA)	29.120	36.00	1,048.32	1,467.72	(419.40)		16.56	1.6%	0.2%
GRANGER R. W. W. INC. COMMON STOCK, \$1 PAR (GWW)	408.340	6.00	2,450.04	1,357.58	1,092.46		34.56	1.4%	0.4%
MASCO CORP. COMMON STOCK, \$1 PAR (MAS)	54.930	70.00	3,845.10	1,809.97	2,035.13		37.80	1.0%	0.7%

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
MIB NORTHERN EQUITY INDEX FUNDS MID CAP INDEX (NOMIX)	20.940	2,426.78	50,816.77	41,627.58	9,189.19		639.66	1.3%	9.0%
NUCOR CORP. COMMON STOCK, \$40 PAR (NUL)	53.190	35.00	1,861.65	1,543.11	318.54	14.17	56.70	3.0%	0.3%
PALO ALTO NETWORKS INC. COM USD0.0001 (PANW)	355.390	8.00	2,843.12	904.93	1,938.19				0.5%
SCHLUMBERGER LTD. COM COM (SLN)	21.830	35.00	764.05	2,874.70	(2,110.65)	4.37	17.50	2.3%	0.1%
ZIMMER BIOMET HOLDING INC. COM (ZBH)	154.090	23.00	3,544.07	2,445.24	1,098.83	5.50	22.08	0.6%	0.6%
Total Mid Cap			\$74,511.28	\$59,748.91	\$14,762.37	\$42.96	\$921.31	1.2%	13.2%
Equity Securities - Small Cap									
MIB NORTHERN FUNDS SMALL CAP INDEX FID (NSIDX)	\$15.300	2,740.32	\$42,049.30	\$30,360.00	\$11,689.30		\$406.59	1.0%	7.5%
Total Small Cap			\$42,049.30	\$30,360.00	\$11,689.30		\$406.59	1.0%	7.5%
Equity Securities - International Developed									
MIB NORTHERN ACTIVE INTERNATIONAL EQUITY FUND (INMEX)	\$12.210	7,883.18	\$96,253.63	\$52,691.40	\$43,562.23		\$2,294.01	2.4%	17.1%
Total International Region - USD			\$96,253.63	\$52,691.40	\$43,562.23		\$2,294.01	2.4%	17.1%
Total International Developed			\$96,253.63	\$52,691.40	\$43,562.23		\$2,294.01	2.4%	17.1%
Equity Securities - International Emerging									
MIB NORTHERN FUNDS EMERGING MARKETS EQUITY INDEX (NOEMAX)	\$13.990	1,399.98	\$19,585.72	\$11,507.83	\$8,077.89		\$461.44	2.4%	3.5%

	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
Total Emerging Markets Region - USD			\$19,585.72	\$11,507.83	\$8,077.89		\$461.44	2.4%	3.5%
Total International Emerging			\$19,585.72	\$11,507.83	\$8,077.89		\$461.44	2.4%	3.5%
Total Equity Securities			\$563,048.10	\$274,917.39	\$288,130.71	\$142.91	\$8,671.78	1.5%	100.0%
	Market Price	Par Value/ Rating	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield/ YTM	% of Assets
Fixed Income Securities - Corporate/ Government									
Funds									
AMF NORTHERN FUNDS ULTRA SHORT FIXED INCOME FUND (NUSIX)	\$10,330	23,333.78	\$241,037.95	\$238,238.97	\$2,798.98		\$3,591.52	1.5%	44.2%
AMF NORTHERN FUNDS BD INDEX FUND (NOBOX)	11,190	21,526.65	240,883.21	217,454.95	23,428.26		5,786.36	2.4%	44.2%
AMF NORTHERN FUNDS MULTI-MANAGER HIGH YIELD OPPORTUNITY FUND (NMFHX)	9,350	696.72	6,514.33	6,186.87	327.46		434.98	6.7%	1.2%
AMF NORTHERN HIGH YIELD FIXED INCOME FUND (NHIFX)	6,770	3,134.64	21,221.51	19,665.23	1,556.28		1,173.92	5.5%	3.9%
Total Corporate/ Government			\$509,657.00	\$481,546.02	\$28,110.98		\$10,976.79	2.2%	93.5%
Fixed Income Securities - High Yield									
Funds									
ALCO FRANKLIN INVEST CO. BETHLEHEM DAILY ACCESS FID ADVISOR (FDAAX)	\$7,530	797.86	\$6,007.89	\$7,172.74	(\$1,164.85)		\$372.60	6.2%	1.1%
Total High Yield			\$6,007.89	\$7,172.74	(\$1,164.85)		\$372.60	6.2%	1.1%

	Market Price	Par Value/ Rating	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield/ YTM	% of Assets
Fixed Income Securities - Other Bonds									
Funds									
MFC FLEXSHARES TR BOX3 YR TARGET DURATION TIPS INDEX FD TR BOX3 YR TARGET DURATION TIPS INDEX FD (TDTT)	\$26.090	1,132.00	\$29,533.88	\$28,118.40	\$1,415.48		\$549.02	1.9%	5.4%
Total Other Bonds			\$29,533.88	\$28,118.40	\$1,415.48		\$549.02	1.9%	5.4%
Total Fixed Income Securities			\$545,198.77	\$516,837.16	\$28,361.61		\$11,898.41	2.2%	100.0%
	Market Price	Shares	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
Real Estate - Real Estate Funds									
MUB NORTHERN TRS GLOBAL REAL ESTATE INDEX FD (NGRFX)	\$10.180	1,235.81	\$12,580.55	\$11,715.45	\$865.10		\$606.96	4.8%	50.5%
MUB NORTHERN MULTI-MANAGER GLOBAL LISTED INFRASTRUCTURE FUND (INMFX)	12.580	980.55	12,335.30	13,261.30	(925.98)		223.00	1.8%	49.5%
Total Real Estate Funds			\$24,915.87	\$24,976.75	(\$60.88)		\$829.96	3.3%	100.0%
Total Real Estate			\$24,915.87	\$24,976.75	(\$60.88)		\$829.96	3.3%	100.0%

	Market Price	Units	Market Value	Cost	Unrealized Gain/(Loss)	Accrual	Estimated Annual Income	Yield	% of Assets
Commodities - Commodities									
AMC FLEXSHARES EMERGING/EMER. GLOBAL UPSTREAM NAT RES INDEX FD (GUNG)	\$32.540	782.00	\$25,446.28	\$17,777.37	\$7,668.91		\$860.20	3.4%	100.0%
Total Global Region - USD			\$25,446.28	\$17,777.37	\$7,668.91		\$860.20	3.4%	100.0%
Total Commodities			\$25,446.28	\$17,777.37	\$7,668.91		\$860.20	3.4%	100.0%
Total Commodities			\$25,446.28	\$17,777.37	\$7,668.91		\$860.20	3.4%	100.0%

	<u>Cost</u>	<u>Market Value</u>
Total Fixed Income Mutual Funds/ETFs (Page 2)	862,994	906,075
Total Equity Mutual Funds/ETFs (Page 4)	1,618,970	1,943,679
Total Equity Funds (Page 9)	274,917	563,191
Total Fixed Income Funds (Page 10)	516,837	545,199
Total Real Estate Funds (Page 11)	24,977	24,916
Total Commodities Funds (Page 11)	17,777	25,446
Total Part II, Line 10b	3,316,473	4,008,506