

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.

For calendar year 2019 or tax year beginning , and ending

Name of foundation CLEVELAND H. DODGE FOUNDATION, INC.		A Employer identification number 13-6015087
Number and street (or P.O. box number if mail is not delivered to street address) 420 LEXINGTON AVENUE	Room/suite 2331	B Telephone number (212) 972-2800
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10170		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 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 <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) \$ 58,196,769.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH (Part I, column (d), must be on cash basis.)	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		404.	404.		STATEMENT 1
4 Dividends and interest from securities		871,237.	931,838.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		6,669,076.			
b Gross sales price for all assets on line 6a		16,027,349.			
7 Capital gain net income (from Part IV, line 2)			6,688,057.		
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)					
11 Other income		109,053.	4,740.		STATEMENT 3
12 Total. Add lines 1 through 11		7,649,770.	7,625,039.		
13 Compensation of officers, directors, trustees, etc.		263,310.	46,125.		217,185.
14 Other employee salaries and wages		7,815.	0.		7,815.
15 Pension plans, employee benefits		26,491.	4,507.		21,984.
16a Legal fees					
b Accounting fees		17,240.	0.		15,240.
c Other professional fees		390,533.	383,406.		7,127.
17 Interest			948.		
18 Taxes		198,090.	7,383.		0.
19 Depreciation and depletion					
20 Occupancy		139,750.	0.		139,750.
21 Travel, conferences, and meetings		65,728.	0.		65,728.
22 Printing and publications					
23 Other expenses		51,429.	54,076.		51,429.
24 Total operating and administrative expenses. Add lines 13 through 23		1,160,386.	496,445.		526,258.
25 Contributions, gifts, grants paid		2,500,480.			2,500,480.
26 Total expenses and disbursements. Add lines 24 and 25		3,660,866.	496,445.		3,026,738.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ..		3,988,904.			
b Net investment income (if negative, enter -0-)			7,128,594.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing		158,188.	277,443.	277,443.	
	2	Savings and temporary cash investments		1,238,602.	2,087,578.	2,087,578.	
	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					
	7	Other notes and loans receivable					
		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	STMT 8		1,774,110.	5,427,971.	5,427,971.
	b	Investments - corporate stock	STMT 9		35,546,464.	39,204,935.	39,204,935.
	c	Investments - corporate bonds	STMT 10		2,400,796.	4,116,756.	4,116,756.
	11	Investments - land, buildings, and equipment: basis					
	Less: accumulated depreciation						
12	Investments - mortgage loans						
13	Investments - other	STMT 11		7,495,618.	6,330,277.	6,330,277.	
14	Land, buildings, and equipment: basis						
	Less: accumulated depreciation						
15	Other assets (describe)	STATEMENT 12)		721,312.	751,809.	751,809.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			49,335,090.	58,196,769.	58,196,769.	
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					
	22	Other liabilities (describe)					
23	Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.						
	24	Net assets without donor restrictions		48,798,090.	57,659,769.		
	25	Net assets with donor restrictions		537,000.	537,000.		
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> 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					
	29	Total net assets or fund balances			49,335,090.	58,196,769.	
30	Total liabilities and net assets/fund balances			49,335,090.	58,196,769.		

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	49,335,090.
2	Enter amount from Part I, line 27a	2	3,988,904.
3	Other increases not included in line 2 (itemize) UNREALIZED GAIN ON INVESTMENTS	3	4,872,775.
4	Add lines 1, 2, and 3	4	58,196,769.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	58,196,769.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e	16,000,834.	9,331,758.	6,688,057.

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			6,688,057.

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	6,688,057.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	2,615,284.	54,359,309.	.048111
2017	2,508,487.	51,371,613.	.048830
2016	1,802,252.	46,604,263.	.038671
2015	3,545,098.	47,968,302.	.073905
2014	1,753,530.	47,879,888.	.036624

2 Total of line 1, column (d)	2	.246141
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.049228
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	53,934,204.
5 Multiply line 4 by line 3	5	2,655,073.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	71,286.
7 Add lines 5 and 6	7	2,726,359.
8 Enter qualifying distributions from Part XII, line 4	8	3,026,738.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
 See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	71,286.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	71,286.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	71,286.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	143,740.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	143,740.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	88.	
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	72,366.	
11 Enter the amount of line 10 to be: Credited to 2020 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	72,366.	0.

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, website address, books in care, and foreign country interests.

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualifying acts, taxes on failure to distribute income, and business enterprise interests.

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

		Yes	No
5a During the year, did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <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 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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b		
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A			
6a 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 Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(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 STATEMENT 13		263,310.	12,712.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GILLESPIE ROBINSON AND COMPANY 80 FIELDPORT ROAD, GREENWICH, CT 06836	INVESTMENT ADVISORS	140,333.
BECK, MACK AND OLIVER 330 MADISON AVENUE, NEW YORK, NY 10017	INVESTMENT ADVISORS	137,549.
OFFIT CAPITAL ADVISORS LLC 485 LEXINGTON AVE, NEW YORK, NY 10017	INVESTMENT ADVISORS	69,911.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 0.

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	52,455,513.
b	Average of monthly cash balances	1b	2,271,098.
c	Fair market value of all other assets	1c	28,926.
d	Total (add lines 1a, b, and c)	1d	54,755,537.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	54,755,537.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	821,333.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	53,934,204.
6	Minimum investment return. Enter 5% of line 5	6	2,696,710.

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	2,696,710.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	71,286.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	71,286.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,625,424.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,625,424.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,625,424.

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	3,026,738.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	3,026,738.
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	5	71,286.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,955,452.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				2,625,424.
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015	717,927.			
c From 2016				
d From 2017	18,584.			
e From 2018				
f Total of lines 3a through e	736,511.			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$	3,026,738.			
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2019 distributable amount				2,625,424.
e Remaining amount distributed out of corpus	401,314.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,137,825.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	1,137,825.			
10 Analysis of line 9:				
a Excess from 2015	717,927.			
b Excess from 2016				
c Excess from 2017	18,584.			
d Excess from 2018				
e Excess from 2019	401,314.			

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

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

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

Table with 5 columns: (a) 2019, (b) 2018, (c) 2017, (d) 2016, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

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

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds.

a The name, address, and telephone number or email address of the person to whom applications should be addressed: EMILY MOMMSEN, EXECUTIVE DIRECTOR, (212)-972-2800 420 LEXINGTON AVENUE, SUITE 2331, NEW YORK, NY 10170

b The form in which applications should be submitted and information and materials they should include: SEE FOUNDATION'S WEBSITE HTTPS://WWW.CHDODGEFOUNDATION.ORG/GRANTS

c Any submission deadlines: SEE FOUNDATION'S WEBSITE HTTPS://WWW.CHDODGEFOUNDATION.ORG/GRANTS

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: SEE FOUNDATION'S WEBSITE HTTPS://WWW.CHDODGEFOUNDATION.ORG/GUIDELINES

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	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
a Paid during the year				
AFRICAN CONSULTANTS INTERNATIONAL 181 PINEHURST DRIVE BRADENTON, FL 34210	N/A	PC	GENERAL OPERATING SUPPORT	200.
AGRICULTURAL STEWARDSHIP ASSOCIATION 2531 STATE ROUTE 40 GREENWICH, NY 12834	N/A	PC	GENERAL OPERATING SUPPORT	250.
ALLIANCE FOR HISTORIC WYOMING P.O. BOX 123 LARAMIE, WY 82073	N/A	PC	GENERAL OPERATING SUPPORT	600.
AMERICAN CENTER OF ORIENTAL RESEARCH 209 COMMERCE STREET ALEXANDRIA, VA 22314	N/A	PC	BUSAYRA AWARENESS PROGRAM	10,000.
AMERICAN FARM SCHOOL 1133 BROADWAY, SUITE 1226 NEW YORK, NY 10010	N/A	PC	MIDDLE SCHOOL LOGOS LAB PROGRAM	16,000.
Total	SEE CONTINUATION SHEET(S)			2,500,480.
b Approved for future payment				
AMERICAN MUSEUM OF NATURAL HISTORY 200 CENTRAL PARK WEST NEW YORK, NY 10024	N/A	PC	URBAN ADVANTAGE ELEMENATARY SCHOOL PILOT PROGRAM	300,000.
AMERICAN UNIVERSITY OF BEIRUT 3 DAG HAMMARSKJOLD PLAZA 8TH FLOOR NEW YORK, NY 10017	N/A	PC	DODGE FOUNDATION AUB TEACHER TRAINING PROGRAM	166,667.
BANK STREET COLLEGE OF EDUCATION 610 WEST 112TH STREET NEW YORK, NY 10025	N/A	PC	BANK STREET EARLY CHILDHOOD URBAN EDUCATION INITIATIVE - PAYMENT #3 OF 3	75,000.
Total	SEE CONTINUATION SHEET(S)			2,075,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include program service revenue, membership dues, interest on investments, dividends, rental income, and other revenue.

(See worksheet in line 13 instructions to verify calculations.)

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

Table with 2 columns: Line No. and 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.

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

		Yes	No
1	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?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
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
		N/A	

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
N/A		

Sign Here 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.

Signature of officer or trustee: _____ Date: _____ Title: **EXECUTIVE DIRECTOR**

May the IRS discuss this return with the preparer shown below? See instr. Yes No

Paid Preparer Use Only

Print/Type preparer's name SCOTT BROWN	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN P02104034
Firm's name ▶ PKF O'CONNOR DAVIES, LLP		Firm's EIN ▶ 27-1728945		
Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 10022		Phone no. 212-286-2600		

CLEVELAND H. DODGE FOUNDATION, INC.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a OCA SACHEM HEAD OFFSHORE SEGREGATED PORTFOLIO	P		
b OCA ANCHORAGE SEGREGATED PORTFOLIO	P		
c PUBLICLY TRADED SECURITIES	P		
d OCA BREDS III TE LLC	P		
e OCA CMTG LLC	P		
f THE BLACKSTONE GROUP LP	P		
g APOLLO GLOBAL MANAGEMENT, LLC	P		
h ENTERPRISE PRODUCTS PARTNERS LP	P		
i THE ALPHAGEN EUROPEAN BEST IDEAS FUND LLC	P		
j OCA SILVER LAKE V TE, LLC	P		
k			
l			
m			
n			
o			

(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 395,846.		350,000.	45,846.
b 147,481.		147,481.	0.
c 15,425,773.		8,802,543.	6,623,230.
d			521.
e 31,734.		31,734.	0.
f			5,424.
g			1,371.
h			-661.
i			12,238.
j			88.
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			45,846.
b			0.
c			6,623,230.
d			521.
e			0.
f			5,424.
g			1,371.
h			-661.
i			12,238.
j			88.
k			
l			
m			
n			
o			

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	6,688,057.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
AMERICAN FRIENDS SERVICE COMMITTEE 1501 CHERRY STREET PHILADELPHIA, PA 19102	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
AMERICAN MUSEUM OF NATURAL HISTORY 200 CENTRAL PARK WEST NEW YORK, NY 10024	N/A	PC	URBAN ADVANTAGE ELEMENATARY SCHOOL PILOT PROGRAM - PAYMENT #1 OF 3	150,000.
AMERICAN MUSEUM OF NATURAL HISTORY 200 CENTRAL PARK WEST NEW YORK, NY 10024	N/A	PC	GENERAL OPERATING SUPPORT	60,000.
AMERICAN NEAR EAST REFUGEE AID 1111 14TH STREET NW, #4 WASHINGTON, DC 20005	N/A	PC	GENERAL OPERATING SUPPORT	385.
AMERICAN RED CROSS GREATER NEW YORK REGION 520 WEST 49TH STREET NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
AMERICAN RED CROSS GREATER NEW YORK REGION 520 WEST 49TH STREET NEW YORK, NY 10019	N/A	PC	ARC PRERESPONDER CAMPAIGN	50,000.
AMERICAN RED CROSS OF MAINE P.O. BOX 37295 WASHINGTON, DC 20013	N/A	PC	GENERAL OPERATING SUPPORT	100.
Total from continuation sheets				2,473,430.

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
AMERICAN UNIVERSITY IN CAIRO 420 FIFTH AVENUE NEW YORK, NY 10018	N/A	PC	CASA PROGRAM - PAYMENT #2 OF 2	25,000.
AMERICAN UNIVERSITY OF BEIRUT 3 DAG HAMMARSKJOLD PLAZA 8TH FLOOR NEW YORK, NY 10017	N/A	PC	DODGE FOUNDATION AUB TEACHER TRAINING PROGRAM	166,667.
AMERICAN UNIVERSITY OF BEIRUT 3 DAG HAMMARSKJOLD PLAZA 8TH FLOOR NEW YORK, NY 10017	N/A	PC	GENERAL OPERATING SUPPORT	27,500.
ANDOVER EDUCATIONAL FUND, INC. PO BOX 32 ANDOVER, ME 04216	N/A	PC	GENERAL OPERATING SUPPORT	1,750.
ANTIQUÉ BOAT MUSEUM 750 MARY STREET CLAYTON, NY 13624	N/A	PC	GENERAL OPERATING SUPPORT	22,250.
ARTIST REPERTORY THEATER 1515 SW MORRISON STREET PORTLAND, OR 97205	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
AT HOME IN ALEXANDRIA 3139 MT. VERNON AVENUE ALEXANDRIA, VA 22305	N/A	PC	GENERAL OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
AUDUBON ROCKIES 116 N. COLLEGE AVENUE SUITE 2 FORT COLLINS, CO 80524	N/A	PC	GENERAL OPERATING SUPPORT	10,250.
BALTIMORE-CHESAPEAKE BAY OUTWARD BOUND SCHOOL 1900 EAGLE DRIVE BALTIMORE, MD 21207	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
BANK STREET COLLEGE OF EDUCATION 610 WEST 112TH STREET NEW YORK, NY 10025	N/A	PC	GENERAL OPERATING SUPPORT	25,000.
BANK STREET COLLEGE OF EDUCATION 610 WEST 112TH STREET NEW YORK, NY 10025	N/A	PC	BANK STREET EARLY CHILDHOOD URBAN EDUCATION INITIATIVE - PAYMENT #2 OF 3	75,000.
BARD PRISON INITIATIVE BARD COLLEGE P.O. BOX 5000 ANNANDALE-ON-HUDSON, NY 12504	N/A	PC	GENERAL OPERATING SUPPORT	1,500.
BATES COLLEGE 2 ANDREWS ROAD LEWISTON, ME 04240	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
BENNINGTON MUSEUM 75 MAIN STREET BENNINGTON, VT 05201	NN	PC	GENERAL OPERATING SUPPORT	350.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
BERNI & MURCER - FRIENDS FOR LIFE 52 FAUN RIDGE LANE WILTON, CT 06897	N/A	PC	GENERAL OPERATING SUPPORT	50.
BOWDOIN COLLEGE 4100 COLLEGE STATION BRUNSWICK, ME 04011-8432	N/A	PC	GENERAL OPERATING SUPPORT	150.
BOWDOINHAM HISTORICAL SOCIETY PO BOX 101 BOWDOINHAM, ME 04008	N/A	PC	GENERAL OPERATING SUPPORT	600.
BOY SCOUTS OF AMERICA, GREATER NY COUNCIL 475 RIVERSIDE DRIVE SUITE 600 NEW YORK, NY 10115	N/A	PC	SCOUTREACH PROGRAM	15,000.
BOY SCOUTS OF AMERICA, GREATER NY COUNCIL 475 RIVERSIDE DRIVE SUITE 600 NEW YORK, NY 10115	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
BOYS CLUB OF NEW YORK, INC. 287 EAST 10TH STREET NEW YORK, NY 10009	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
BOZEMAN HELP CENTER, INC. 421 EAST PEACH BOZEMAN, MT 59715	N/A	PC	GENERAL OPERATING SUPPORT	300.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
CAMP TREETOPS AND NORTH COUNTRY SCHOOL 4382 CASCADE RD. LAKE PLACID, NY 12946	N/A	PC	GENERAL OPERATING SUPPORT	150.
CAPE REP THEATRE 164 COMMONS WAY BREWSTER, MA 02631	N/A	PC	GENERAL OPERATING SUPPORT	3,000.
CARPENTER'S SHELTER, INC. 5701 D DUKE STREET ALEXANDRIA, VA 22304	N/A	PC	GENERAL OPERATING SUPPORT	500.
CENTER FOR REPRODUCTIVE RIGHTS 199 WATER STREET 22ND FLOOR NEW YORK, NY 10038	N/A	PC	GENERAL OPERATING SUPPORT	100.
CENTRAL PHILADELPHIA MONTHLY MEETING 1515 CHERRY STREET PHILADELPHIA, PA 19102	N/A	PC	GENERAL OPERATING SUPPORT	1,500.
CHAMBER MUSIC SOCIETY OF LINCOLN CENTER 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING SUPPORT	16,668.
CHATHAM ORPHEUM THEATER 637 MAIN STREET CHATHAM, MA 02633	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
CHILDREN'S AID SOCIETY 711 THIRD AVENUE SUITE 700 NEW YORK, NY 10017	N/A	PC	GENERAL OPERATING SUPPORT	10,500.
CHILDREN'S AID SOCIETY 711 THIRD AVENUE, SUITE 700 NEW YORK, NY 10017	N/A	PC	CHILDREN'S AID FUNDING FOR INFANT/TODDLER EDUCATION COACH	76,164.
CHOATE ROSEMARY HALL FOUNDATION INCORPORATED 333 CHRISTIAN STREET WALLINGFORD, CT 06492	N/A	PC	GENERAL OPERATING SUPPORT	250.
CHURCH OF THE MESSIAH 13 CHURCH STREET WOODS HOLE, MA 02543	N/A	PC	ANNUAL PLEDGE	12,600.
CHURCH OF THE REDEEMER 5603 N. CHARLES STREET BALTIMORE, MD 21210	N/A	PC	GENERAL OPERATING SUPPORT	2,500.
COASTAL MOUNTAINS LAND TRUST 101 MT. BATTIE STREET CAMDEN, ME 04849	N/A	PC	GENERAL OPERATING SUPPORT	1,500.
COLBY COLLEGE 4335 MAYFLOWER HILL DRIVE WATERVILLE, ME 04976	N/A	PC	GENERAL OPERATING SUPPORT	650.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
COMMUNITY FOOD SHARE 650 S. TAYLOR AVENUE LOUISVILLE, CO 80027	N/A	PC	GENERAL OPERATING SUPPORT	250.
CONCORD ACADEMY 166 MAIN STREET CONCORD, MA 01742	N/A	PC	GENERAL OPERATING SUPPORT	400.
CORNERSTONES 11150 SUNSET HILLS ROAD SUITE 210 RESTON, VA 20190	N/A	PC	GENERAL OPERATING SUPPORT	8,000.
CROSSING THRESHOLDS, INC. 168A IRVING AVENUE (300K) PORT CHESTER, NY 10573	N/A	PC	GENERAL OPERATING SUPPORT	2,000.
CT INSTITUTE FOR REFUGEES & IMMIGRANTS 670 CLINTON AVENUE BRIDGEPORT, CT 06605	N/A	PC	GENERAL OPERATING SUPPORT	3,800.
DANA HALL SCHOOL 45 DANA ROAD PO BOX 9010 WELLESLEY, MA 02482-9010	N/A	PC	GENERAL OPERATING SUPPORT	250.
DARTMOUTH HITCHCOCK HEALTH ONE MEDICAL CENTER DRIVE LEBANON, NH 03756	N/A	PC	GENERAL OPERATING SUPPORT	6,250.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
DILLARD UNIVERSITY 2601 GENTILLY BLVD. NEW ORLEANS, LA 70122	N/A	PC	GENERAL OPERATING SUPPORT	500.
DIRECT RELIEF 6100 WALLACE BECKNELL ROAD SANTA BARBARA, CA 93117	N/A	PC	GENERAL OPERATING SUPPORT	250.
DRESDEN HISTORICAL SOCIETY PO BOX 201, 45 RIVER ROAD DRESDEN, ME 04342	N/A	PC	GENERAL OPERATING SUPPORT	500.
EAST HARLEM TUTORIAL PROGRAM 2035 SECOND AVENUE NEW YORK, NY 10029	N/A	PC	GENERAL OPERATING SUPPORT	20,000.
EMERSON CENTER FOR THE ARTS & CULTURE 111 SOUTH GRAND AVENUE BOZEMAN, MT 59715	N/A	PC	LITTLE HEARTS PROGRAM	5,000.
EMERSON CENTER FOR THE ARTS & CULTURE 111 SOUTH GRAND AVENUE BOZEMAN, MT 59715	N/A	PC	GENERAL OPERATING SUPPORT	1,251.
EQUALITY STATE POLICY CENTER 419 SOUTH 5TH STREET SUITE #1 LARAMIE, WY 82070	N/A	PC	GENERAL OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
EVERGREEN HIGH SCHOOL EDUCATION FOUNDATION PO BOX 2861 EVERGREEN, CO 80439	N/A	PC	GENERAL OPERATING SUPPORT	500.
EVERGREEN HOUSE FOUNDATION, INC. 4545 N. CHARLES STREET BALTIMORE, MD 21210	N/A	PC	DISCRETIONARY FUND FOR DIRECTOR/CURATOR & ENDOWMENT FUND 50/50 SPLIT	4,000.
FAIRFIELD COUNTRY DAY SCHOOL 2970 BRONSON ROAD FAIRFIELD, CT 06430	N/A	PC	GENERAL OPERATING SUPPORT	500.
FORT LIGONIER ASSOCIATION 200 S. MARKET STREET LIGONIER, PA 15658	N/A	PC	GENERAL OPERATING SUPPORT	2,000.
FOUR PAWS RESCUE TEAM PO BOX 2908 MERRIFIELD, VA 22116	N/A	PC	GENERAL OPERATING SUPPORT	200.
FRANKLIN UNIVERSITY SWITZERLAND 420 LEXINGTON AVENUE, 26TH FLOOR NEW YORK, NY 10174	N/A	PC	GENERAL OPERATING SUPPORT	100.
FRIENDS OF MERRYMEETING BAY PO BOX 233 RICHMOND, ME 04357	N/A	PC	GENERAL OPERATING SUPPORT	50.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
FRIENDS OF TRYON CREEK STATE PARK 11321 SW TERWILLIGER BLVD. PORTLAND, OR 97219	N/A	PC	GENERAL OPERATING SUPPORT	500.
GARRISON FOREST SCHOOL 300 GARRISON FOREST RD OWINGS MILLS, MD 21117	N/A	PC	GENERAL OPERATING SUPPORT	250.
GILMAN SCHOOL 5407 ROLAND AVENUE BALTIMORE, MD 21210	N/A	PC	\$14,000 OUTWARD BOUND 9TH GRADE INITIATIVE/\$800 ANNUAL FUND	14,800.
GIRL SCOUT COUNCIL OF GREATER NEW YORK 40 WALL STREET SUITE 708 NEW YORK, NY 10005	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
HAMILTON COLLEGE 198 COLLEGE HILL ROAD CLINTON, NY 13323	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
HAMPSHIRE COLLEGE 893 WEST STREET AMHERST, MA 01002	N/A	PC	GENERAL OPERATING SUPPORT	240.
HEBRON ACADEMY PO BOX 309 HEBRON, ME 04238	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
HERITAGE MUSEUMS AND GARDENS 67 GROVE STREET SANDWICH, MA 02563	N/A	PC	GENERAL OPERATING SUPPORT	24,000.
HISTORIC ANNAPOLIS 42 EAST STREET ANNAPOLIS, MD 21401	N/A	PC	GENERAL OPERATING SUPPORT	75.
HOLDERNESS SCHOOL PO BOX 1879 PLYMOUTH, NH 03264-1879	N/A	PC	GLITTER FUND	1,000.
HOPE FUNDS FOR CANCER RESEARCH 226 BELLEVUE AVENUE NEWPORT, RI 02840	N/A	PC	GENERAL OPERATING SUPPORT	6,500.
IMMANUEL PRESBYTERIAN CHURCH 1125 SAVILE LANE MCLEAN, VA 22101	N/A	PC	GENERAL OPERATING SUPPORT	12,000.
INTERNATIONAL COLLEGE BEIRUT, LEBANON 215 PARK AVENUE SUITE 1710 NEW YORK, NY 10003	N/A	PC	GENERAL OPERATING SUPPORT	7,000.
INTERNATIONAL HOUSE 500 RIVERSIDE DRIVE NEW YORK, NY 10027	N/A	PC	INTERNATIONAL HOUSE MIDDLE EASTERN SCHOLARS PROGRAM - PAYMENT #3 OF 3	25,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
INTERNATIONAL HOUSE 500 RIVERSIDE DRIVE NEW YORK, NY 10027	N/A	PC	GENERAL OPERATING SUPPORT	56,500.
ISLAND PARK PTA 5437 ISLAND CREST WAY MERCER ISLAND, WA 98040	N/A	PC	GENERAL OPERATING SUPPORT	1,175.
JOHN BARTRAM ASSOCIATION 5400 LINDBERGH BLVD. PHILADELPHIA, PA 19143	N/A	PC	GENERAL OPERATING SUPPORT	500.
JUMPSTART FOR YOUNG CHILDREN, INC. 505 EIGHTH AVENUE, #303 NEW YORK, NY 10005	N/A	PC	GENERAL SUPPORT FUNDING	5,000.
KEARSARGE CHORALE P.O. BOX 2301 NEW LONDON, NH 03257	N/A	PC	GENERAL OPERATING SUPPORT	200.
KIEVE WAVUS EDUCATION INC. P.O. BOX 169, NOBLEBORO, ME 04555	N/A	PC	GENERAL OPERATING SUPPORT	100.
LEHIGH UNIVERSITY 622 BRODHEAD AVENUE BETHLEHEM, PA 18015-3055	N/A	PC	GENERAL OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
LIGONIER VALLEY HISTORICAL SOCIETY P.O. BOX 167 1386 ROUTE 30 EAST LAUGHLINTOWN, PA 15655	N/A	PC	GENERAL OPERATING SUPPORT	2,000.
LIGONIER VALLEY SCHOOL DISTRICT FOUNDATION, INC. 120 EAST MAIN STREET LIGONIER, PA 15658	N/A	PC	GENERAL OPERATING SUPPORT	2,000.
LINCOLN CENTER FOR THE PERFORMING ARTS 70 LINCOLN CENTER PLAZA, 9TH FLOOR NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
LINCOLN COUNTY HISTORICAL ASSOCIATION PO BOX 61 WISCASSET, ME 04578	N/A	PC	GENERAL OPERATING SUPPORT	50.
MADISON SQUARE BOYS & GIRLS CLUB 250 BRADHURST AVENUE NEW YORK, NY 10039	N/A	PC	EXPLORERS ACADEMY	20,000.
MARTINA ARROYO FOUNDATION, INC. 57 W. 57TH STREET, 4TH FLOOR NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING SUPPORT	300.
MCGILL UNIVERSITY 1430 PEEL, QCH3A 3T3 QUEBEC CITY, QUEBEC, CANADA H3A 3T3	N/A	PC	ARTS & SCIENCES '71 INTERNATIONAL SCHOLARSHIP FUND	2,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
MEADOWBROOK WALDORF SCHOOL 300 KINGSTON ROAD WEST KINGSTON, RI 02892	N/A	PC	GENERAL OPERATING SUPPORT	250.
MENDELSSHON CLUB OF PHILADELPHIA P.O. BOX 59522 PHILADELPHIA, PA 19102	N/A	PC	GENERAL OPERATING SUPPORT	600.
MERCER ISLAND YOUTH AND FAMILY SERVICES 2040 84TH AVENUE SE MERCER ISLAND, WA 98040	N/A	PC	GENERAL OPERATING SUPPORT	250.
MUSIC FOR LIFE INSTITUTE PO BOX 29690 BELLINGHAM, WA 98228	N/A	PC	GENERAL OPERATING SUPPORT	250.
MUSIC ON THE HILL, INC. PO BOX 1231 WESTON, CT 06883	N/A	PC	GENERAL OPERATING SUPPORT	500.
N STREET VILLAGE, INC. 1333 N STREET NW WASHINGTON, DC 20005	N/A	PC	GENERAL OPERATING SUPPORT	250.
NAMI EL PASO PO BOX 9771 EL PASO, TX 79995	N/A	PC	GENERAL OPERATING SUPPORT	325.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
NATURAL RESOURCES COUNCIL OF MAINE 3 WADE STREET MAINE AUGUSTA, ME 04330	N/A	PC	GENERAL OPERATING SUPPORT	250.
NEAR EAST FOUNDATION 110 FAYETTE STREET SUITE 710 SYRACUSE, NY 13202	N/A	PC	GENERAL OPERATING SUPPORT	12,000.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD. BRONX, NY 10458	N/A	PC	GENERAL OPERATING SUPPORT	58,500.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD. BRONX, NY 10458	N/A	PC	NEW YORK BOTANICAL GARDEN EVERETT CHILDREN'S ADVENTURE GARDEN - PAYMENT #2 OF 2	100,000.
NEW YORK CITY MISSION SOCIETY 646 MALCOM X BLVD. NEW YORK, NY 10037	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
NEW YORK MISSION SOCIETY 646 MALCOM X BLVD. NEW YORK, NY 10037	N/A	PC	SUMMER POWER ACADEMY	15,000.
NEW YORK PHILHARMONIC DAVID GEFFEN HALL 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	YNY PROGRAM	800.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
NEW YORK PUBLIC LIBRARY 445 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10016	N/A	PC	NYPL EARLY LITERACY INITIATIVE - PAYMENT #3 OF 3	50,000.
NEW YORK PUBLIC LIBRARY 445 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10016	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
NORFIELD CONGREGATIONAL CHURCH 64 NORFIELD ROAD WESTON, CT 06883	N/A	PC	\$400 MUSIC-ACC DINNER/550 PUERTO RICO MISSION TRIP/BALANCE GENERAL OPERATING SUPPORT	5,250.
ONE MISSION 69 MILK STREET, SUITE 300 WESTBOROUGH, MA 01581	N/A	PC	GENERAL OPERATING SUPPORT	160.
ORCHARD FRIENDS SCHOOL 405 LINDEN AVENUE RIVERTON, NJ 08077	N/A	PC	FUNDRAISING	12,000.
OREGON HUMANE SOCIETY 1067 NE COLUMBIA BLVD. PORTLAND, OR 97211	N/A	PC	GENERAL OPERATING SUPPORT	500.
OREGON WILDLIFE HERITAGE FOUNDATION 901 SE OAK ST #103 PORTLAND, OR 97214	N/A	PC	GENERAL OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
OXFAM AMERICA, INC. 226 CAUSEWAY STREET FLOOR #5 BOSTON, MA 02114	N/A	PC	GENERAL OPERATING SUPPORT	375.
PARK CHILDREN'S DAY SCHOOL 4 WEST 76TH STREET NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING SUPPORT	500.
PARKS & PEOPLE FOUNDATION, INC. 2100 LIBERTY HEIGHTS AVENUE BALTIMORE, MD 21217	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
PINE COBBLE SCHOOL 163 GALE ROAD WILLIAMSTOWN, MA 01267	N/A	PC	GENERAL OPERATING SUPPORT	700.
PLANNED PARENTHOOD FEDERATION OF AMERICA 123 WILLIAMS STREET, 10TH FLOOR NEW YORK, NY 10038	N/A	PC	GENERAL OPERATING SUPPORT	4,350.
PLANNED PARENTHOOD OF NEW YORK CITY, INC. 26 BLEECKER STREET NEW YORK, NY 10012	N/A	PC	PPNY YOUTH S&RH	150,000.
PLANNED PARENTHOOD OF NEW YORK CITY, INC. 26 BLEECKER STREET NEW YORK, NY 10012	N/A	PC	PPNY S&RH FOR YOUTH WITH DEVELOPMENTAL DISABILITIES - FINAL PAYMENT	25,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
PLANNED PARENTHOOD OF NORTHERN N. ENGLAND 784 HERCULES DRIVE SUITE 110 COLCHESTER, VT 05446	N/A	PC	GENERAL OPERATING SUPPORT	250.
PLATTE RIVER TRAILS TRUST PO BOX 1228 CASPER, WY 82602	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
POPE MEMORIAL FRONTIER ANIMAL SHELTER, INC. 4473 BARTON-ORLEANS ROAD ORLEANS, VT 05855	N/A	PC	GENERAL OPERATING SUPPORT	300.
PRESBYTERIAN CHURCH OF CAPE COD 2391 IYANNOUGH ROAD P.O. BOX 836 WEST BARNSTABLE, MA 02668	N/A	PC	GENERAL OPERATING SUPPORT	6,000.
PRESERVATION TRUST OF VERMONT, INC. 104 CHURCH STREET #21 BURLINGTON, VT 05401	N/A	PC	GENERAL OPERATING SUPPORT	100.
READWORKS 68 JAY STREET #426 BROOKLYN, NY 11201	N/A	PC	WORDPLAY BOOK ACTIVITIES - GRADES 1 & 2: CONTINUED DEVELOPMENT AND REFINEMENT	75,000.
RIVERDALE NEIGHBORHOOD HOUSE 5521 MOSHOLU AVENUE BRONX, NY 10471	N/A	PC	RNH SPECIAL GRANT FOR ELEVATOR UPGRADE - PAYMENT #2 OF 2	9,440.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
RIVERDALE NEIGHBORHOOD HOUSE, INC. 5521 MOSHOLU AVENUE BRONX, NY 10471	N/A	PC	GENERAL OPERATING SUPPORT	15,000.
RIVERDALE PRESBYTERIAN CHURCH 4765 HENRY HUDSON PARKWAY BRONX, NY 10471	N/A	PC	RIVERDALE PRESBYTERIAN CHURCH FOR STONE STAIRS REBUILD OUTSIDE SESSION ROOM	50,000.
RIVERDALE PRESBYTERIAN CHURCH 4765 HENRY HUDSON PARKWAY BRONX, NY 10471	N/A	PC	RIVERDALE PRESBYTERIAN CHURCH PIPE ORGAN RESTORATION PROJECT	8,500.
RIVERDALE PRESBYTERIAN CHURCH 4765 HENRY HUDSON PARKWAY BRONX, NY 10471	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
ROLAND PARK COUNTRY SCHOOL 5204 ROLAND AVENUE BALTIMORE, MD 21210	N/A	PC	ANNUAL FUND	1,000.
RURAL VERMONT 46 EAST STATE STREET MONTPELIER, VT 05602	N/A	PC	GENERAL OPERATING SUPPORT	450.
SANTA ROSA SYMPHONY ASSOCIATION 50 SANTA ROSA AVENUE, SUITE 410 SANTA ROSA, CA 95404	N/A	PC	GENERAL OPERATING SUPPORT	3,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
SARAH HEINZ HOUSE ASSOCIATION ONE HEINZ STREET PITTSBURGH, PA 15212	N/A	PC	GENERAL OPERATING SUPPORT	200.
SAVE THE RIVER, INC. 409 RIVERSIDE DRIVE CLAYTON, NY 13624	N/A	PC	GENERAL OPERATING SUPPORT	1,700.
SCHOODIC INSTITUTE AT ACADIA NATIONAL PARK PO BOX 277 WINTER HARBOR, ME 04693	N/A	PC	GENERAL OPERATING SUPPORT	2,000.
SPRINGFIELD COLLEGE 263 ALDEN STREET SPRINGFIELD, MA 01109-3739	N/A	PC	GIFT FOR THE JOHN PREIS YMCA PROFESSIONAL DEVELOPMENT ENDOWED FUND	25,000.
ST. CHRISTOPHER'S SCHOOL FOUNDATION 711 ST. CHRISTOPHER'S ROAD RICHMOND, VA 23226	N/A	PC	GENERAL OPERATING SUPPORT	150.
ST. JAMES CHURCH 865 MADISON AVENUE NEW YORK, NY 10021	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
ST. JOHN'S COLLEGE, SANTA FE, NM 1160 CAMINO CRUZ BLANCA SANTA FE, NM 87505-4599	N/A	PC	GENERAL OPERATING SUPPORT	80.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
ST. MICHAEL'S OF THE VALLEY EPISCOPAL CHURCH PO BOX 336 LIGONIER, PA 15658-0036	N/A	PC	GENERAL OPERATING SUPPORT	2,000.
ST. PAUL'S SCHOOL 325 PLEASANT STREET CONCORD, NH 03301	N/A	PC	ANNUAL GIVING	10,000.
TEACHERS COLLEGE COLUMBIA UNIVERSITY 525 WEST 120TH STREET NEW YORK, NY 10027	N/A	PC	\$6,500 SCHOLARSHIP/\$27,500 GENERAL OPERATING SUPPORT	34,000.
TEACHERS COLLEGE COLUMBIA UNIVERSITY 525 WEST 120TH STREET NEW YORK, NY 10027	N/A	PC	TEACHERS COLLEGE RITA GOLD CENTER - EARLY CHILDHOOD - FINAL PAYMENT #5 OF 5	100,000.
THE BOYS' CLUB OF NEW YORK 287 EAST 10TH STREET NEW YORK, NY 10009	N/A	PC	LITERACY PROGRAMS FOR YOUNG READERS	20,000.
THE BUCKLEY SCHOOL 113 E 73RD STREET NEW YORK, NY 10021	N/A	PC	ANNUAL FUND	1,000.
THE CENTER FOR SUSTAINABLE AGRICULTURE UVM FOUNDATION 411 MAIN STREET BURLINGTON, VT 05401	N/A	PC	GENERAL OPERATING SUPPORT	100.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
THE CHAPIN SCHOOL 100 EAST END AVENUE NEW YORK, NY 10028	N/A	PC	GENERAL OPERATING SUPPORT	500.
THE ELM PROJECT 88 HAMILTON AVENUE STAMFORD, CT 06902	N/A	PC	GENERAL OPERATING SUPPORT	4,000.
THE ETHEL WALKER SCHOOL 230 BUSHY HILL ROAD SIMSBURY, CT 06070	N/A	PC	ANNUAL FUND/EE FORD MATCH FUND/VENTURE FUND	2,000.
THE FRAGMENT SOCIETY 60 DENNY ROAD CHESTNUT HILL, MA 02467	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
THE HORTICULTURAL SOCIETY OF NEW YORK 148 WEST 37TH STREET, 13TH FLOOR NEW YORK, NY 10018	N/A	PC	GREENHOUSE EDUCATION CENTER AND KITCHEN GARDEN PROGRAM	25,000.
THE HOWE LIBRARY CORPORATION 13 SOUTH STREET HANOVER, NH 03755	N/A	PC	GENERAL OPERATING SUPPORT	500.
THE NATURE CONSERVANCY IN MAINE 4245 NORTH FAIRFAX DRIVE STE. 100 ARLINGTON, VA 22203	N/A	PC	GENERAL OPERATING SUPPORT	250.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
THE STUDIO 878 TRUST 484 MAIN STREET CHATHAM, MA 02633	N/A	PC	GENERAL OPERATING SUPPORT	150.
THE WHITE MOUNTAIN SCHOOL 371 WEST FARM ROAD BETHLEHEM, NH 03574	N/A	PC	GENERAL OPERATING SUPPORT	20,000.
THOUSAND ISLAND ARTS CENTER 314 JOHN STREET CLAYTON, NY 13624	N/A	PC	GENERAL OPERATING SUPPORT	250.
THOUSAND ISLANDS LAND TRUST, INC. PO BOX 238 CLAYTON, NY 13624	N/A	PC	GENERAL OPERATING SUPPORT	8,350.
TRUSTEES OF PHILLIPS ACADEMY 180 MAIN STREET ANDOVER, MA 01810	N/A	PC	ASSOCIATION OF WOMEN	200.
UNCF 80 PINE STREET, 9TH FLOOR NEW YORK, NY 10005	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
UNION OF CONCERNED SCIENTISTS, INC. 2 BRATTLE SQUARE 6TH FLOOR CAMBRIDGE, MA 02138	N/A	PC	GENERAL OPERATING SUPPORT	750.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
UNION SETTLEMENT ASSOCIATION 237 EAST 104TH STREET NEW YORK, NY 10029	N/A	PC	GENERAL OPERATING SUPPORT	5,000.
UNITARIAN UNIVERSALIST SERVICE COMMITTEE, INC. 689 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139	N/A	PC	GENERAL OPERATING SUPPORT	100.
UNITED WE DREAM NETWORK, INC. PO BOX 33231 WASHINGTON, DC 20036	N/A	PC	GENERAL OPERATING SUPPORT	250.
UNIVERSITY OF NEW HAMPSHIRE 9 EDGEWOOD ROAD DURHAM, NH 03824	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
UPLAND COUNTRY DAY SCHOOL 420 W. STREET ROAD KENNETT SQUARE, PA 19348	N/A	PC	GENERAL OPERATING SUPPORT	300.
UPPER VALLEY HAVEN, INC. 713 HARTFORD AVENUE WHITE RIVER JUNCTION, VT 05001	N/A	PC	GENERAL OPERATING SUPPORT	250.
USO P.O. BOX 96860 WASHINGTON, DC 20077	N/A	PC	GENERAL OPERATING SUPPORT	100.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
VERMONT ETV INC. 204 ETHAN ALLEN AVENUE COLCHESTER, VT 05446	N/A	PC	GENERAL OPERATING SUPPORT	150.
VERMONT FOODBANK 33 PARKER ROAD BARRE, VT 05641	N/A	PC	GENERAL OPERATING SUPPORT	100.
VERMONT LAND TRUST 8 BAILEY AVENUE MONTPELIER, VT 05602	N/A	PC	GENERAL OPERATING SUPPORT	500.
VHL ALLIANCE 1208 VFW PARKWAY SUITE 303 BOSTON, MA 02132	N/A	PC	GENERAL OPERATING SUPPORT	200.
VIRGINIA TECH FOUNDATION INC 902 PRICES FORK ROAD SUITE 440 BLACKSBURG, VA 24061	N/A	PC	GENERAL OPERATING SUPPORT	100.
WASHINGTON NATIONAL CATHEDRAL 3101 WISCONSIN AVENUE NW WASHINGTON, DC 20016	N/A	PC	GENERAL OPERATING SUPPORT	1,000.
WAVE HILL, INC. 675 WEST 252ND STREET BRONX, NY 10471	N/A	PC	GENERAL OPERATING SUPPORT	42,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
WAVE HILL, INC. 675 WEST 252ND STREET BRONX, NY 10471	N/A	PC	WAVE HILL REHABILITATION OF THE ECOLOGY BUILDING PROJECT - PAYMENT #1 OF 3	116,667.
WESTON HISTORICAL SOCIETY 104 WESTON ROAD WESTON, CT 06883	N/A	PC	GENERAL OPERATING SUPPORT	250.
WESTPORT LAND CONSERVATION TRUST P.O. BOX 3875 WESTPORT, MA 02790	N/A	PC	CAPITAL CAMPAIGN	10,000.
WHEATON COLLEGE 26 EAST MAIN STREET NORTON, MA 02766	N/A	PC	GENERAL OPERATING SUPPORT	1,750.
WILD GIFT P.O. BOX 1151 IDAHO HAILEY, ID 83333	N/A	PC	GENERAL OPERATING SUPPORT	10,000.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD. BRONX, NY 10460-1099	N/A	PC	GENERAL OPERATING SUPPORT	55,250.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD. BRONX, NY 83333	N/A	PC	WCS NY AQUARIUM OCEAN WONDERS: SHARKS! EXHIBIT - PAYMENT #4 OF 5	50,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
WILLIAM PENN CHARTER SCHOOL 3000 W. SCHOOL HOUSE LANE PHILADELPHIA, PA 19144	N/A	PC	GENERAL OPERATING SUPPORT	500.
WILLIAMS COLLEGE ALUMNI FUND 75 PARK AVENUE WILLIAMSTOWN, MA 01267	N/A	PC	GENERAL OPERATING SUPPORT	100.
WOODS HOLE PUBLIC LIBRARY 581 WOODS HOLE ROAD WOODS HOLE, MA 02543	N/A	PC	GENERAL OPERATING SUPPORT	500.
WYOMING COMMUNITY FOUNDATION 1472 N. 5TH STREET SUITE 201 LARAMIE, WY 82072	N/A	PC	GENERAL OPERATING SUPPORT	7,108.
WYOMING HUMANITIES COUNCIL 1315 E. LEWIS STREET LARAMIE, WY 82072-3459	N/A	PC	GENERAL OPERATING SUPPORT	300.
WYOMING PUBLIC MEDIA 1000 E. UNIVERSITY AVENUE, DEPT. 3984 LARAMIE, WY 82071	N/A	PC	GENERAL OPERATING SUPPORT	500.
YMCA OF GREATER NEW YORK 5 WEST 63RD STREET NEW YORK, NY 10023	N/A	PC	GENERAL SUPPORT FUNDING: DODGE YMCA	35,000.
Total from continuation sheets				

Part XV Supplementary Information (continued)

3a Grants and Contributions Paid During the Year

Recipient Name and address (home or business)	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
YMCA OF GREATER NEW YORK 5 WEST 63RD STREET NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING SUPPORT	67,500.
YMCA OF GREATER NEW YORK 5 WEST 63RD STREET NEW YORK, NY 10023	N/A	PC	YMCA Y-SCHOOLS PROGRAM - FINAL PAYMENT	100,000.
YWCA OF THE CITY OF NEW YORK 50 BROADWAY 13TH FLOOR NEW YORK, NY 10004	N/A	PC	GENERAL OPERATING SUPPORT	30,000.

Total from continuation sheets

Part XV Supplementary Information (continued)

3b Grants and Contributions Approved for Future Payment

Recipient Name and address (home or business)	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
WAVE HILL, INC. 675 WEST 252ND STREET BRONX, NY 10471	N/A	PC	WAVE HILL REHABILITATION OF THE ECOLOGY EDUCATION BUILDING	233,333.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD. BRONX, NY 10460-1099	N/A	PC	SUPPORT OF THE NY AQUARIUM	50,000.
YMCA OF GREATER NEW YORK 5 WEST 63RD STREET NEW YORK, NY 10023	N/A	PC	BRONX IT UP CAMPAIGN	1,000,000.
YWCA OF THE CITY OF NEW YORK 50 BROADWAY 13TH FLOOR NEW YORK, NY 10004	N/A	PC	GENERAL OPERATING SUPPORT	250,000.
Total from continuation sheets				1,533,333.

Underpayment of Estimated Tax by Corporations

Department of the Treasury
Internal Revenue Service

▶ Attach to the corporation's tax return.

FORM 990-PF

▶ Go to www.irs.gov/Form2220 for instructions and the latest information.

2019

Name **CLEVELAND H. DODGE FOUNDATION, INC.** Employer identification number **13-6015087**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38, on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment			
1	Total tax (see instructions)	1	71,286.
2a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
2b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
2c	Credit for federal tax paid on fuels (see instructions)	2c	
2d	Total. Add lines 2a through 2c	2d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	71,286.
4	Enter the tax shown on the corporation's 2018 income tax return. See instructions. Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	78,475.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	71,286.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty. See instructions.

6	<input type="checkbox"/> The corporation is using the adjusted seasonal installment method.
7	<input checked="" type="checkbox"/> The corporation is using the annualized income installment method.
8	<input checked="" type="checkbox"/> The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)	
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	05/15/19	06/15/19	09/15/19	12/15/19
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% (0.25) of line 5 above in each column	10	17,822.	17,821.	17,822.	15,711.
11 Estimated tax paid or credited for each period. For column (a) only, enter the amount from line 11 on line 15. See instructions	11	10,984.		28,756.	104,000.
Complete lines 12 through 18 of one column before going to the next column.					
12 Enter amount, if any, from line 18 of the preceding column	12				
13 Add lines 11 and 12	13			28,756.	104,000.
14 Add amounts on lines 16 and 17 of the preceding column	14		6,838.	24,659.	13,725.
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	10,984.	0.	4,097.	90,275.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		6,838.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17	6,838.	17,821.	13,725.	
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18				

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 4th month after the close of the tax year, whichever is earlier. (C corporations with tax years ending June 30 and S corporations: Use 3rd month instead of 4th month. Form 990-PF and Form 990-T filers: Use 5th month instead of 4th month.) See instructions	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 Number of days on line 20 after 4/15/2019 and before 7/1/2019	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 6\% (0.06)}{365}$...	22 \$	\$	\$	\$
23 Number of days on line 20 after 06/30/2019 and before 10/1/2019	23			
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 5\% (0.05)}{365}$...	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2019 and before 1/1/2020	25			
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 5\% (0.05)}{365}$...	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2019 and before 4/1/2020	27	SEE ATTACHED WORKSHEET		
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 5\% (0.05)}{366}$...	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2020 and before 7/1/2020	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{366}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2020 and before 10/1/2020	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{366}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2020 and before 1/1/2021	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{366}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2020 and before 3/16/2021	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{365}$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$	\$	\$	\$
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 34; or the comparable line for other income tax returns	38 \$			88.

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

See instructions.

Form 1120-S filers: For lines 1, 2, 3, and 21, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method

Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.

Table with 5 columns: (a) First 3 months, (b) First 5 months, (c) First 8 months, (d) First 11 months. Rows include taxable income for various periods (1a-1c), calculations for 2019 (2), and subsequent periods (3a-3c), followed by division and multiplication steps (4-13), alternative minimum tax (15), other taxes (16), and credits (18).

Part II ^{**} Annualized Income Installment Method

		(a)	(b)	(c)	(d)
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months
20	Annualization periods (see instructions)				
21	Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	1,609,610.	2,516,470.	3,809,232.	5,188,197.
22	Annualization amounts (see instructions)	6.000000	4.000000	2.000000	1.333330
23a	Annualized taxable income. Multiply line 21 by line 22	9,657,660.	10,065,880.	7,618,464.	6,917,579.
23b	Extraordinary items (see instructions)				
23c	Add lines 23a and 23b	9,657,660.	10,065,880.	7,618,464.	6,917,579.
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2, or comparable line of corporation's return	96,577.	100,659.	76,185.	69,176.
25	Enter any alternative minimum tax (trusts only) for each payment period (see instructions)				
26	Enter any other taxes for each payment period. See instr.				
27	Total tax. Add lines 24 through 26	96,577.	100,659.	76,185.	69,176.
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	96,577.	100,659.	76,185.	69,176.
30	Applicable percentage	25%	50%	75%	100%
31	Multiply line 29 by line 30	24,144.	50,330.	57,139.	69,176.

Part III Required Installments

		1st installment	2nd installment	3rd installment	4th installment
		Note: Complete lines 32 through 38 of one column before completing the next column.			
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	24,144.	50,330.	57,139.	69,176.
33	Add the amounts in all preceding columns of line 32. See instructions		17,822.	35,643.	53,465.
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	24,144.	32,508.	21,496.	15,711.
35	Enter 25% (0.25) of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	17,822.	17,821.	17,822.	17,821.
36	Subtract line 38 of the preceding column from line 37 of the preceding column				
37	Add lines 35 and 36	17,822.	17,821.	17,822.	17,821.
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	17,822.	17,821.	17,822.	15,711.

Form 2220 (2019)

**** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION**

**FORM 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET**

Name(s) CLEVELAND H. DODGE FOUNDATION, INC.					Identifying Number 13-6015087
(A) *Date	(B) Amount	(C) Adjusted Balance Due	(D) Number Days Balance Due	(E) Daily Penalty Rate	(F) Penalty
		-0-			
05/15/19	17,822.	17,822.			
05/15/19	-10,984.	6,838.	31	.000164384	35.
06/15/19	17,821.	24,659.	12	.000164384	49.
06/27/19	-28,756.	-4,097.			
06/30/19	0.	-4,097.	77	.000136986	
09/15/19	17,822.	13,725.	2	.000136986	4.
09/17/19	-15,000.	-1,275.			
12/15/19	15,711.	14,436.			
12/15/19	-89,000.	-74,564.			
12/31/19	0.	-74,564.	136	.000136612	

Penalty Due (Sum of Column F). **88.**

* Date of estimated tax payment, withholding credit date or installment due date.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	404.	404.	
TOTAL TO PART I, LINE 3	404.	404.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST	871,237.	0.	871,237.	931,838.	
TO PART I, LINE 4	871,237.	0.	871,237.	931,838.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	109,053.	4,740.	
TOTAL TO FORM 990-PF, PART I, LINE 11	109,053.	4,740.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT AND TAX SERVICES	17,240.	0.		15,240.
TO FORM 990-PF, PG 1, LN 16B	17,240.	0.		15,240.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	383,406.	383,406.		0.
CONSULTING AND OTHER PROFESSIONAL FEES	7,127.	0.		7,127.
TO FORM 990-PF, PG 1, LN 16C	390,533.	383,406.		7,127.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	5,220.	7,383.		0.
FEDERAL EXCISE TAX	192,870.	0.		0.
TO FORM 990-PF, PG 1, LN 18	198,090.	7,383.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	25,025.	0.		25,025.
OTHER PARTNERSHIP EXPENSES	0.	54,076.		0.
NYS ANNUAL FILING FEE	750.	0.		750.
COMMITTEE EXPENSES	17,525.	0.		17,525.
INSURANCE	8,129.	0.		8,129.
TO FORM 990-PF, PG 1, LN 23	51,429.	54,076.		51,429.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY 3YR NOTE MAT 15DEC21 2.625% PAY FRQNCY SEMI ANNUAL S&P N/A MOOD	X		331,449.	331,449.
US TREASURY 5YR NOTE MAT 30APR23 2.75% PAY FRQNCY SEMI ANNUAL S&P N/A MOODY	X		336,769.	336,769.
US TREASURY 5YR NOTE MAT 31AUG23 2.75% PAY FRQNCY SEMI ANNUAL S&P N/A MOODY	X		337,721.	337,721.
US TREASURY 5YR NOTE MAT 30SEP23 2.875% PAY FRQNCY SEMI ANNUAL S&P N/A MOOD	X		339,435.	339,435.
US TREASURY 5YR NOTE MAT 30NOV23 2.875% PAY FRQNCY SEMI ANNUAL S&P N/A MOOD	X		339,943.	339,943.
3 YR U S TREASURY NOTE MAT 15FEB22 2.5% PAY FRQNCY SEMI ANNUAL S&P N/A MOOD	X		331,170.	331,170.
3YR U S TREASURY NOTE MAT 15MAR22 3.375% PAY FRQNCY SEMI ANNUAL S&P N/A MOO	X		330,624.	330,624.
UNITED STATES TREASURY NOTES MAT 15APR22 2.25% PAY FRQNCY SEMI ANNUAL S&P N	X		329,774.	329,774.
U S TREASURY NOTE MAT 30SEP21 2.125% PAY FRQNCY SEMI ANNUAL S&P N/A MOODYS	X		252,236.	252,236.
7 YR US TREASURY NOTE MAT 30JUN22 2.125% PAY FRQNCY SEMI ANNUAL S&P N/A MOO	X		329,291.	329,291.
7 YR US TREASURY NOTE MAT 30NOV22 2% PAY FRQNCY SEMI ANNUAL S&P N/A MOODYS	X		328,669.	328,669.
U S TREASURY NOTES SER B-2020 MAT 15FEB20 3.625% PAY FRQNCY SEMI ANNUAL S&P	X		225,521.	225,521.
U S TREASURY NOTES SER F-2010 MAT 15NOV20 2.625% PAY FRQNCY SEMI ANNUAL S&P	X		252,100.	252,100.
U S TREASURY NOTES SER B-2021 MAT 15FEB21 3.625% PAY FRQNCY SEMI ANNUAL S&P	X		255,469.	255,469.
U S TREASURY NOTES SER F-2021 MAT 15NOV21 2% PAY FRQNCY SEMI ANNUAL S&P N/	X		251,973.	251,973.
US TREASURY NOTES MAT 30JUN20 1.875% PAY FRQNCY SEMI ANNUAL S&P N/A MOODYS	X		250,303.	250,303.
US TREASURY NOTES MAT 31MAY21 2% PAY FRQNCY SEMI ANNUAL S&P N/A MOODYS AAA	X		276,512.	276,512.

US TREASURY NOTE MAT 15MAY22	X		
2.125% PAY FRQNCY SEMI ANNUAL S&P			
N/A MOODYS A		329,012.	329,012.
TOTAL U.S. GOVERNMENT OBLIGATIONS		5,427,971.	5,427,971.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			
TOTAL TO FORM 990-PF, PART II, LINE 10A		5,427,971.	5,427,971.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9	
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
APOLLO GLOBAL MANAGEMENT INC (APO)-28,000 SHARES		1,335,876.	1,335,876.
ARMSTRONG WORLD INDUSTRIES INC (AWI)-11,000 SHARES		1,033,670.	1,033,670.
BLACKBERRY LTD (BB)-90,000 SHARES		577,800.	577,800.
ACCENTURE PLC (ACN)-265 SHARES		55,801.	55,801.
AMERICAN EXPRESS CO (AXP)- 4,100 SHARES		510,409.	510,409.
UNION PACIFIC CORP (UNP)-315 SHARES		56,949.	56,949.
TEVA PHARMACEUTICAL INDS (TEVA)-59,000 SHARES		578,200.	578,200.
TJX COMPANIES INC NEW (TJX)- 985 SHARES		60,144.	60,144.
JPMORGAN CHASE & CO (JPM)-4,875 SHARES		679,575.	679,575.
ANHEUSER-BUSCH INBEV SPONS (BUD)-4,300 SHARES		352,772.	352,772.
LOCKHEED MARTIN CORP (LMT)-1,285 SHARES		500,353.	500,353.
MARSH & MCLENNAN COS INC (MMC)-1,700 SHARES		189,397.	189,397.
APPLE INC (AAPL)-220 SHARES		64,603.	64,603.
ACCENTURE PLC (ACN)-2,645 SHARES		556,958.	556,958.
WTS AGROFRESH SOLUTIONS INC (AGFSW)-10,650 SHARES		91.	91.
ABBOTT LABORATORIES (ABT)-6,000 SHARES		521,160.	521,160.
ALPHABET INC CLASS C (GOOG)-772 SHARES		1,032,179.	1,032,179.
DISCOVERY INC C TICKER (DISCK)-793,345.40 SHARES		975,680.	975,680.
DUNKIN BRANDS GROUP INC (DNKN)-6,325 SHARES		477,791.	477,791.
ECOLAB INC (ECL)-2,410 SHARES		465,106.	465,106.
FACEBOOK INC - A (FB)-3,420 SHARES		701,955.	701,955.
JPMORGAN CHASE & CO (JPM)-440 SHARES		61,336.	61,336.
ADVANCED DRAINAGE SYSTEMS INC (WMS)- 9,700 SHARES		376,748.	376,748.
CREDIT ACCEPTANCE CORP MICH (CACC)-2,300 SHARES		1,017,359.	1,017,359.
ALPHABET INC CLASS A (GOOGL)- 50 SHARES		66,970.	66,970.
MICROSOFT CORP (MSFT)-470 SHARES		74,119.	74,119.
NESTLE S A SPONSORED ADR (NSRGY)- 525 SHARES		56,807.	56,807.
JOHNSON & JOHNSON (JNJ)-4,640 SHARES		676,837.	676,837.
LABORATORY CORP OF AMERICA HOL (LH)- 4,500 SHARES		761,265.	761,265.
ADIDAS AG (ADDDF)- 200 SHARES		58,150.	58,150.
INTEL CORP (INTC)-1,110 SHARES		66,434.	66,434.
MARKEL CORP (MKL)-600 SHARES		685,902.	685,902.
SCHWAB CHARLES CORP (SCHW)-5,500 SHARES		261,580.	261,580.
MICROSOFT CORP (MSFT)-8,800 SHARES		1,394,883.	1,394,883.

CLEVELAND H. DODGE FOUNDATION, INC.

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BANK OF AMERICA CORP (BAC)-19,245 SHARES	684,149.	684,149.
GOLDMAN SACHS GROUP INC (GS)-535 SHARES	123,013.	123,013.
CVS HEALTH CORP (CVS)-7,775 SHARES	577,605.	577,605.
METTLER TOLEDO INTERNATIONAL (MTD)-510 SHARES	404,573.	404,573.
VMWARE INC (VMW)-3,280 SHARES	497,871.	497,871.
VISA INC COM CL A (V)-3,190 SHARES	599,401.	599,401.
TRUIST FINANCIAL CORP (TFC)-9,615 SHARES	541,517.	541,517.
NIKE INC CL B (NKE)-5,975 SHARES	605,327.	605,327.
PAYPAL HOLDINGS INC (PYPL)-4,800 SHARES	519,216.	519,216.
ORACLE CORP (ORCL)-8,125 SHARES	430,463.	430,463.
OLD DOMINION FGHT LINES INC (ODFL)-2,855 SHARES	541,822.	541,822.
MICROSOFT CORP (MSFT)-4,075 SHARES	642,628.	642,628.
MARRIOTT INTL INC NEW CL A (MAR)-3,875 SHARES	586,791.	586,791.
CHEVRON CORP (CVX)-3,950 SHARES	476,015.	476,015.
MATADOR RESOURCES CO (MTDR)-50,000 SHARES	898,500.	898,500.
ENTERPRISE PRODS PARTNERS L P (EPD) 23,800 SHARES	670,208.	670,208.
GILEAD SCIENCES INC (GILD)-6,500 SHARES	422,370.	422,370.
SHERWIN-WILLIAMS CO/THE (SHW)-1,000 SHARES	583,540.	583,540.
BECTON DICKINSON AND CO (BDX) 2,300 SHARES	625,531.	625,531.
ABBOTT LABORATORIES (ABT) 6,975 SHARES	605,849.	605,849.
WABTEC CORP (WAB)-10,000 SHARES	778,000.	778,000.
WATERS CORP (WAT)-2,500 SHARES	584,125.	584,125.
ENSTAR GROUP LTD ORD (ESGR)-6,500 SHARES	1,344,590.	1,344,590.
AMPHENOL CORP CLASS A (APH)-5,115 SHARES	553,596.	553,596.
CENTURYLINK INC (CTL)- 84,000 SHARES	1,109,640.	1,109,640.
AMAZON COM INC (AMZN)-310 SHARES	572,830.	572,830.
GRIFOLS SA (GRFS)-27,400 SHARES	638,146.	638,146.
APPLE INC (AAPL)-3,300 SHARES	969,045.	969,045.
JPMORGAN CHASE & CO (JPM)-6,300 SHARES	878,220.	878,220.
ROPER TECHNOLOGIES INC (ROP)- 2,400 SHARES	850,152.	850,152.
PEPSICO INC (PEP)-4,015 SHARES	548,730.	548,730.
ALPHABET INC CLASS C (GOOG)-638 SHARES	853,019.	853,019.
DOLLAR GENERAL CORP (DG)-3,040 SHARES	474,179.	474,179.
TRUIST FINL CORP ALT TIER I 5.75363% PAY FRQNCY QUARTERLY CALL 15MAR20 @ 10	15,045.	15,045.
AMGEN INC (AMGN)-230 SHARES	55,446.	55,446.
BLACKSTONE GROUP INC/THE (BX)- 26,000 SHARES	1,454,440.	1,454,440.
CHEVRON CORP (CVX)-325 SHARES	39,166.	39,166.
TOYOTA MOTOR CORP ADR NEW (TM)- 305 SHARES	42,865.	42,865.
WALT DISNEY CO (DIS)-460 SHARES	66,530.	66,530.
CITIGROUP INC (C)-700 SHARES	55,923.	55,923.
TOTAL TO FORM 990-PF, PART II, LINE 10B	<u>39,204,935.</u>	<u>39,204,935.</u>

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK AMER CORP TIER I PERP 5.125% PAY FRQNCY SEMI ANNUAL CALL 20JUN24 @ 100	10,578.	10,578.
CAPITAL ONE FINANCIAL CORP 5.55% PAY FRQNCY SEMI ANNUAL CALL 01JUN20 @ 100	20,297.	20,297.
BANK OF AMERICA CORP 6.5% PAY FRQNCY SEMI ANNUAL CALL 23OCT24 @ 100 S&P BBB	5,675.	5,675.
CITIGROUP INC 5.95% PAY FRQNCY SEMI ANNUAL CALL 30JAN23 @ 100 S&P BB+ MOODY	10,588.	10,588.
CITIGROUP INC 6.125% PAY FRQNCY SEMI ANNUAL CALL 15NOV20 @ 100 S&P N/A MOOD	41,300.	41,300.
PNC FINANCIAL 6.75% PAY FRQNCY SEMI ANNUAL CALL 01AUG21 @ 100 S&P BBB- MOOD	15,932.	15,932.
JPMORGAN CHASE & CO 5.3% PAY FRQNCY SEMI ANNUAL CALL 01MAY20 @ 100 S&P BBB-	35,266.	35,266.
BANK OF AMERICA CORP 6.1% PAY FRQNCY SEMI ANNUAL CALL 17MAR25 @ 100 S&P BBB	11,138.	11,138.
CITIGROUP INC 5.9% PAY FRQNCY SEMI ANNUAL CALL 15FEB23 @ 100 S&P BB+ MOODYS	21,250.	21,250.
JPMORGAN CHASE & CO 5% PAY FRQNCY SEMI ANNUAL CALL 01AUG24 @ 100 S&P BBB- M	14,560.	14,560.
C 5 PERP MAT 31DEC99 5% PAY FRQNCY SEMI ANNUAL CALL 12SEP24 @ 100 S&P BB+ M	26,188.	26,188.
JPMORGAN CHASE & CO 5.22938% PAY FRQNCY QUARTERLY CALL 01APR20 @ 100 S&P BB	20,150.	20,150.
PPG INDS INC SR GLBL NT MAT 15MAR23 3.2% PAY FRQNCY SEMI ANNUAL CALL 15FEB2	103,233.	103,233.
BANK OF AMER CRP F/R 6.25% PAY FRQNCY SEMI ANNUAL CALL 05SEP24 @ 100 S&P BB	5,556.	5,556.
PFIZER INC MAT 12AUG20 5.2% PAY FRQNCY SEMI ANNUAL S&P AA- MOODYS A1 CUSIP	101,946.	101,946.
OCCIDENTAL PETROLEUM CORP MAT 15FEB22 3.125% PAY FRQNCY SEMI ANNUAL CALL 15	101,768.	101,768.
NBC UNIVERSAL INC MAT 01APR21 4.375% PAY FRQNCY SEMI ANNUAL S&P A- MOODYS A	103,136.	103,136.
MONDELEZ INTERNATIONAL INC MAT 07MAY23 3.625% PAY FRQNCY SEMI ANNUAL CALL 0	104,856.	104,856.
ORACLE CORP MAT 08JUL24 3.4% PAY FRQNCY SEMI ANNUAL CALL 08APR24 @ 100 S&P	105,569.	105,569.
ORACLE CORP MAT 15SEP23 2.4% PAY FRQNCY SEMI ANNUAL CALL 15JUL23 @ 100 S&P	101,670.	101,670.
MORGAN STANLEY 5.61088% PAY FRQNCY QUARTERLY CALL 15APR20 @ 100 S&P BB+ MOO	50,440.	50,440.
CITIGROUP INC MAT 31DEC99 1.575% PAY FRQNCY QUARTERLY CALL 12FEB21 @ 25 MOO	4,627.	4,627.
MORGAN STANLEY 5.55% PAY FRQNCY SEMI ANNUAL CALL 15JUL20 @ 100 S&P BB+ MOOD	30,595.	30,595.
MONDELEZ INTERNATIONAL INC MAT 01FEB24 4% PAY FRQNCY SEMI ANNUAL CALL 01NOV	106,493.	106,493.
BANK OF AMERICA CORP CONV PFD 72.5% PAY FRQNCY QUARTERLY MOODYS BAA3 CUSIP	10,141.	10,141.
WELLS FARGO & COMPANY 5.66363% PAY FRQNCY QUARTERLY CALL 15MAR20 @ 100 S&P	20,250.	20,250.

JP MORGAN CHASE & CO 5.4055% PAY FRQNCY QUARTERLY CALL 30APR20 @ 100 S&P BB	33,297.	33,297.
AMERICAN EXPRESS CREDIT CORP MAT 14SEP20 2.6% PAY FRQNCY SEMI ANNUAL CALL 1	100,368.	100,368.
SOUTHERN CO/THE MAT 01JUL23 2.95% PAY FRQNCY SEMI ANNUAL CALL 01MAY23 @ 100	102,581.	102,581.
MARRIOTT INTERNATIONAL INC/DE MAT 15SEP22 3.25% PAY FRQNCY SEMI ANNUAL CALL	102,808.	102,808.
MARSH & MCLENNAN COS INC MAT 14MAR23 3.3% PAY FRQNCY SEMI ANNUAL CALL 14JAN	103,467.	103,467.
ROCKWELL COLLINS INC MAT 15MAR24 3.2% PAY FRQNCY SEMI ANNUAL CALL 15JAN24 @	104,081.	104,081.
MCDONALD'S CORP MAT 10JUN24 3.25% PAY FRQNCY SEMI ANNUAL S&P BBB+ MOODYS BA	105,269.	105,269.
VERIZON COMMUNICATIONS INC MAT 01NOV24 3.5% PAY FRQNCY SEMI ANNUAL CALL 01A	106,047.	106,047.
WELLS FARGO & CO MAT 22JAN21 3% PAY FRQNCY SEMI ANNUAL S&P A- MOODYS A2 CUS	101,167.	101,167.
UNITED TECHNOLOGIES CORP MAT 01JUN22 3.1% PAY FRQNCY SEMI ANNUAL S&P BBB+ M	102,604.	102,604.
AETNA INC MAT 01JUN21 4.125% PAY FRQNCY SEMI ANNUAL CALL 01MAR21 @ 100 S&P	102,433.	102,433.
UNION PAC CORP GLOBAL MAT 15JUL22 4.163% PAY FRQNCY SEMI ANNUAL CALL 15APR2	105,102.	105,102.
MEDTRONIC INC MAT 15MAR22 3.15% PAY FRQNCY SEMI ANNUAL S&P A MOODYS A3 CUSI	102,852.	102,852.
ABBOTT LABORATORIES MAT 30NOV23 3.4% PAY FRQNCY SEMI ANNUAL CALL 30SEP23 @	105,138.	105,138.
DUKE ENERGY CAROLINAS LLC MAT 15MAY22 3.35% PAY FRQNCY SEMI ANNUAL S&P A MO	103,311.	103,311.
PROGRESS ENERGY INC MAT 01APR22 3.15% PAY FRQNCY SEMI ANNUAL CALL 01JAN22 @	101,956.	101,956.
AMPHENOL CORP NEW MAT 01APR24 3.2% PAY FRQNCY SEMI ANNUAL CALL 01FEB24 @ 10	103,763.	103,763.
AMGEN INC MAT 15JUN21 4.1% PAY FRQNCY SEMI ANNUAL CALL 15MAR21 @ 100 S&P A-	102,739.	102,739.
BP CAP MKTS AMER INC SR GLBL NT 24 MAT 06FEB24 3.79% PAY FRQNCY SEMI ANNUAL	106,429.	106,429.
LOCKHEED MARTIN CORP MAT 15SEP21 3.35% PAY FRQNCY SEMI ANNUAL S&P A- MOODYS	102,505.	102,505.
JPMORGAN CHASE & CO MAT 15AUG21 4.35% PAY FRQNCY SEMI ANNUAL S&P A- MOODYS	103,852.	103,852.
GENERAL ELECTRIC CAPITAL CORP MAT 17OCT21 4.65% PAY FRQNCY SEMI ANNUAL S&P	104,261.	104,261.
ROPER TECHNOLOGIES INC SR GLBL NT MAT 15NOV22 3.125% PAY FRQNCY SEMI ANNUAL	102,495.	102,495.
DOWDUPONT INC MAT 15NOV23 4.205% PAY FRQNCY SEMI ANNUAL CALL 15OCT23 @ 100	106,995.	106,995.
CVS CAREMARK CORP MAT 15MAY21 4.125% PAY FRQNCY SEMI ANNUAL CALL 15FEB21 @	102,556.	102,556.
AMPHENOL CORP NEW SR NT 4 MAT 01FEB22 4% PAY FRQNCY SEMI ANNUAL CALL 01NOV2	103,040.	103,040.
APPLE INC MAT 09FEB24 3% PAY FRQNCY SEMI ANNUAL CALL 09DEC23 @ 100 S&P AA+	103,856.	103,856.
ANHEUSER-BUSCH INBEV WORLDWIDE MAT 12JAN24 3.5% PAY FRQNCY SEMI ANNUAL CALL	105,385.	105,385.
ECOLAB INC MAT 14JAN23 3.25% PAY FRQNCY SEMI ANNUAL CALL 14NOV22 @ 100 S&P	103,197.	103,197.

TOTAL TO FORM 990-PF, PART II, LINE 10C

4,116,756.

4,116,756.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OCA OHA CREDIT FUND SEGREGATED PORTFOLIO	FMV	496,017.	496,017.
WCM FOCUSED INTERNATIONAL (WCMIX)-42,692.089 SHARES	FMV	807,307.	807,307.
OCA ANCHORAGE SEGREGATED PORTFOLIO	FMV	174,151.	174,151.
OCA BREDS III TE LLC	FMV	61,426.	61,426.
SCGE OFFSHORE FUND, LP	FMV	253,928.	253,928.
OCA SILVER LAKE V TE LLC	FMV	34,566.	34,566.
OCA CMTG LLC	FMV	370,000.	370,000.
OCA SSA SEGREGATED PORTFOLIO	FMV	316,760.	316,760.
ALPHAGEN EUROPEAN BEST IDEAS (FKA - OCA HENDERSON)	FMV	395,272.	395,272.
EATON VANCE FLOATING-RATE .58% CUSIP 277923637	FMV	284,784.	284,784.
MIG OFFSHORE FUND, LTD.	FMV	192,362.	192,362.
ANGEL OAK MULTI STRATEGY .528% CUSIP 03463K406	FMV	429,736.	429,736.
ARIEL INTERNATIONAL INSTITUTIONAL (AINIX)-34,385.417 SHARES	FMV	465,922.	465,922.
DOUBLELINE TOTAL RETURN FUND .389% CUSIP 258620103	FMV	288,791.	288,791.
MATTHEWS INTL FDS JAPAN FD CL (MJFOX)-29,701.743 SHARES	FMV	638,884.	638,884.
VANGUARD FTSE ALL WORLD EX US (VFWAX)-17,640.615 SHARES	FMV	589,020.	589,020.
VANGUARD ULTRA- SHORT-TERM .537% CUSIP 922031711	FMV	104,155.	104,155.
MASS INVESTORS GROWTH STOCK FUND A (MIGFX) 12,480 SHARES	FMV	411,224.	411,224.
OCA LMMI IV SEGREGATED PORTFOLIO	FMV	15,972.	15,972.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,330,277.	6,330,277.

FORM 990-PF

OTHER ASSETS

STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ARTWORK	537,000.	537,000.	537,000.
SECURITY DEPOSIT	28,926.	28,926.	28,926.
DUE FROM INVESTMENTS	123,735.	154,232.	154,232.
OTHER RECEIVABLES	31,651.	31,651.	31,651.
TO FORM 990-PF, PART II, LINE 15	721,312.	751,809.	751,809.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM D. RUECKERT 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	PRESIDENT 12.00	0.	0.	0.
CATHERINE O. KERR 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	VICE PRESIDENT 2.00	0.	0.	0.
LOUIS E. BLACK, ESQ 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	SECRETARY 2.00	0.	0.	0.
JOHNSON GARRETT 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	DIRECTOR 2.00	0.	0.	0.
BAYARD D. REA 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	DIRECTOR 1.00	0.	0.	0.
BAYARD D. DODGE 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	DIRECTOR 1.00	0.	0.	0.
SALLY DODGE 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	DIRECTOR 1.00	0.	0.	0.
ALFRED H. HOWELL, JR. 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	DIRECTOR 1.00	0.	0.	0.
BOLLING W. HAXALL, JR. 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	DIRECTOR 1.00	0.	0.	0.
INGRID R. WARREN 420 LEXINGTON AVENUE, SUITE 2331 NEW YORK, NY 10170	DIRECTOR 1.00	0.	0.	0.

CLEVELAND H. DODGE FOUNDATION, INC.

13-6015087

GRACE O. ALLARD	DIRECTOR-AS OF 06/2019			
420 LEXINGTON AVENUE, SUITE 2331	1.00	0.	0.	0.
NEW YORK, NY 10170				

CLEVELAND D. REA, JR.	DIRECTOR			
420 LEXINGTON AVENUE, SUITE 2331	1.00	0.	0.	0.
NEW YORK, NY 10170				

CAROLYN STOUFFER	DIRECTOR			
420 LEXINGTON AVENUE, SUITE 2331	1.00	0.	0.	0.
NEW YORK, NY 10170				

EMILY MOMMSEN	EXECUTIVE DIRECTOR			
420 LEXINGTON AVENUE, SUITE 2331	40.00	153,750.	12,712.	0.
NEW YORK, NY 10170				

MELISSA DODGE	DIRECTOR-THROUGH 6/2019			
420 LEXINGTON AVENUE, SUITE 2331	1.00	0.	0.	0.
NEW YORK, NY 10170				

PHYLLIS CRISCUOLI	FORMER EXECUTIVE DIRECTOR			
420 LEXINGTON AVENUE, SUITE 2331	0.01	109,560.	0.	0.
NEW YORK, NY 10170				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>263,310.</u>	<u>12,712.</u>	<u>0.</u>
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Application for Automatic Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Go to www.irs.gov/Form8868 for the latest information.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. CLEVELAND H. DODGE FOUNDATION, INC.	Taxpayer identification number (TIN) 13-6015087
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 420 LEXINGTON AVENUE, NO. 2331	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10170	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 | 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

CLEVELAND H. DODGE FOUNDATION, INC.

- The books are in the care of ▶ **420 LEXINGTON AVENUE - NEW YORK, NY 10170**
Telephone No. ▶ **(212) 972-2800** Fax No. ▶ **(212) 972-1049**
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and TINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 16, 2020**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2019** or
▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 153,815.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 143,740.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 10,075.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.