

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 2018 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) \$ 49,335,090.	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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		561.	561.		STATEMENT 1
4 Dividends and interest from securities		927,234.	999,910.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,281,016.			
b Gross sales price for all assets on line 6a 12,046,488.					
7 Capital gain net income (from Part IV, line 2)			3,299,898.		
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		164,822.	34,519.		STATEMENT 3
12 Total. Add lines 1 through 11		4,373,633.	4,334,888.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	150,000.	0.		150,000.
	14 Other employee salaries and wages	4,788.	0.		4,788.
	15 Pension plans, employee benefits	29,125.	0.		29,125.
	16a Legal fees STMT 4	3,590.	0.		3,590.
	b Accounting fees STMT 5	30,160.	0.		30,160.
	c Other professional fees STMT 6	383,521.	383,521.		0.
	17 Interest	8,065.	8,614.		0.
	18 Taxes STMT 7	77,491.	15,769.		0.
	19 Depreciation and depletion				
	20 Occupancy	124,089.	0.		124,089.
	21 Travel, conferences, and meetings	45,249.	0.		45,249.
	22 Printing and publications				
	23 Other expenses STMT 8	101,126.	3,246.		101,126.
24 Total operating and administrative expenses. Add lines 13 through 23	957,204.	411,150.		488,127.	
25 Contributions, gifts, grants paid	2,337,157.			2,127,157.	
26 Total expenses and disbursements. Add lines 24 and 25	3,294,361.	411,150.		2,615,284.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	1,079,272.				
b Net investment income (if negative, enter -0-)		3,923,738.			
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		305,921.	158,188.	158,188.
	2	Savings and temporary cash investments		6,466,783.	1,238,602.	1,238,602.
	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 9		926,103.	1,774,110.	1,774,110.
	b	Investments - corporate stock STMT 10		43,653,240.	35,546,464.	35,546,464.
	c	Investments - corporate bonds STMT 11		1,983,843.	2,400,796.	2,400,796.
	11	Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 12		2,222,457.	7,495,618.	7,495,618.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶ STATEMENT 13)		602,829.	721,312.	721,312.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		56,161,176.	49,335,090.	49,335,090.	
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 SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.					
	24	Unrestricted		55,624,175.	48,798,090.	
	25	Temporarily restricted				
	26	Permanently restricted		537,000.	537,000.	
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		56,161,175.	49,335,090.		
31	Total liabilities and net assets/fund balances		56,161,175.	49,335,090.		

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 30 (must agree with end-of-year figure reported on prior year's return)	1	56,161,175.
2	Enter amount from Part I, line 27a	2	1,079,272.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	57,240,447.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON INVESTMENTS	5	7,905,357.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	49,335,090.

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	12,046,488.	8,765,472.	3,299,898.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			3,299,898.

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	3,299,898.
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))
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
2013	1,756,482.	43,281,332.	.040583

2 Total of line 1, column (d)	2	.238613
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	.047723
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	54,359,309.
5 Multiply line 4 by line 3	5	2,594,189.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	39,237.
7 Add lines 5 and 6	7	2,633,426.
8 Enter qualifying distributions from Part XII, line 4	8	2,615,284.

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	78,475.
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	78,475.
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	78,475.
6 Credits/Payments:			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	90,706.	
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	90,706.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	1,247.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,984.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input type="checkbox"/> 10,984. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 2018 or the tax year beginning in 2018? 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. Row 11: At any time during the year, did the foundation, directly or indirectly, own a controlled entity... Row 12: Did the foundation make a distribution to a donor advised fund... Row 13: Did the foundation comply with the public inspection requirements... Row 14: The books are in care of... Row 15: Section 4947(a)(1) nonexempt charitable trusts... Row 16: At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

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. Row 1a: During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Row b: If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here. Row c: Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? Row 2: Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. Row 3a: Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Row b: If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.) Row 4a: Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Row b: Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

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	N/A	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?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<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?		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?	N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<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 14		150,000.	14,062.	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
BECK, MACK AND OLIVER 330 MADISON AVENUE, NEW YORK, NY 10017	INVESTMENT ADVISORS	160,081.
GILLESPIE ROBINSON AND COMPANY 80 FIELDPORT ROAD, GREENWICH, CT 06836	INVESTMENT ADVISORS	157,394.
OFFIT CAPITAL ADVISORS LLC 485 LEXINGTON AVE, NEW YORK, NY 10017	INVESTMENT ADVISORS	66,046.

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	52,809,031.
b	Average of monthly cash balances	1b	2,349,159.
c	Fair market value of all other assets	1c	28,926.
d	Total (add lines 1a, b, and c)	1d	55,187,116.
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	55,187,116.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	827,807.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	54,359,309.
6	Minimum investment return. Enter 5% of line 5	6	2,717,965.

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	2,717,965.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	78,475.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	78,475.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,639,490.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,639,490.
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	2,639,490.

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	2,615,284.
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	2,615,284.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,615,284.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				2,639,490.
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015	742,133.			
d From 2016				
e From 2017	18,584.			
f Total of lines 3a through e	760,717.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$	2,615,284.			
a Applied to 2017, 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 2018 distributable amount				2,615,284.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	24,206.			24,206.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	736,511.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	736,511.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015	717,927.			
c Excess from 2016				
d Excess from 2017	18,584.			
e Excess from 2018				

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 2018, 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)

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ACADEMY AT CHARLEMONT 1359 ROUTE 2 CHARLEMONT, MA 01339	N/A	PC	GENERAL	500.
ACOR 209 COMMERCE STREET ALEXANDRIA, VA 22314	N/A	PC	GENERAL	100.
AFRICAN CONSULTANTS INTERNATIONAL 181 PINEHURST DRIVE BRADENTON, FL 34210	N/A	PC	GENERAL	250.
AGRICULTURAL STEWARDSHIP ASSOCIATION 2531 STATE ROUTE 40 GREENWICH, NY 12834	N/A	PC	GENERAL	250.
AMERICAN FARMLAND TRUST 1500 CONNECTICUT AVENUE NW SUITE 600 WASHINGTON, DC 20036	N/A	PC	GENERAL	100.
Total	SEE CONTINUATION SHEET(S)			2,127,157.
b Approved for future payment				
AMERICAN UNIVERSITY IN BEIRUT 3 DAG HAMMARSKJOLD PLAZA 8TH FLOOR NEW YORK, NY 10017	N/A	PC	ESTABLISHMENT OF DODGE FOUNDATION TEACHER TRAINING SCHOLARSHIP PROGRAM	333,333.
AMERICAN UNIVERSITY IN CAIRO 420 FIFTH AVENUE NEW YORK, NY 10018	N/A	PC	A TWO-YEAR GRANT FOR THE CENTER FOR ARABIC STUDY ABROAD (CASA)	25,000.
BANK STREET COLLEGE OF EDUCATION 610 WEST 112TH STREET NEW YORK, NY 10025	N/A	PC	FUNDING FOR COHORT III OF THE EARLY CHILDHOOD URBAN EDUCATION INITIATIVE	150,000.
Total	SEE CONTINUATION SHEET(S)			992,773.

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 PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b THE BLACKSTONE GROUP LP	P	VARIOUS	VARIOUS
c APOLLO GLOBAL MANAGEMENT, LLC	P	VARIOUS	VARIOUS
d ENTERPRISE PRODUCTS PARTNERS LP	P	VARIOUS	VARIOUS
e THE ALPHAGEN EUROPEAN BEST IDEAS FUND, LLC	P	VARIOUS	VARIOUS
f OCA BRED III TE, LLC	P	VARIOUS	VARIOUS
g OCA CMTG LLC	P	VARIOUS	VARIOUS
h CAPITAL GAINS DIVIDENDS			
i			
j			
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 11,959,403.		8,765,472.	3,193,931.
b			6,849.
c			<8,305.>
d			<1,363.>
e			21,465.
f			236.
g			0.
h 87,085.			87,085.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			3,193,931.
b			6,849.
c			<8,305.>
d			<1,363.>
e			21,465.
f			236.
g			0.
h 87,085.			87,085.
i			
j			
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	3,299,898.
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	1,000.
AMERICAN MUSEUM OF NATURAL HISTORY 200 CENTRAL PARK WEST NEW YORK, NY 10024	N/A	PC	GENERAL	60,000.
AMERICAN RED CROSS GREATER NEW YORK REGION 520 WEST 49TH STREET NEW YORK, NY 10019	N/A	PC	GENERAL	7,500.
AMERICAN UNIVERSITY IN CAIRO 420 FIFTH AVENUE NEW YORK, NY 10018	N/A	PC	GRANT AWARDED FOR THE CENTER FOR ARABIC STUDY ABROAD	25,000.
AMERICAN UNIVERSITY OF BEIRUT 3 DAG HAMMARSKJOLD PLAZA 8TH FLOOR NEW YORK, NY 10017	N/A	PC	ESTABLISHMENT OF THE DODGE FOUNDATION TEACHER TRAINING SCHOLARSHIP PROGRAM	166,667.
AMERICAN UNIVERSITY OF BEIRUT 3 DAG HAMMARSKJOLD PLAZA 8TH FLOOR NEW YORK, NY 10017	N/A	PC	GENERAL	27,500.
AMERICAN UNIVERSITY OF BEIRUT 3 DAG HAMMARSKJOLD PLAZA 8TH FLOOR NEW YORK, NY 10017	N/A	PC	CHALLENGE GRANT FOR SCHOLARSHIPS	125,000.
Total from continuation sheets				2,125,957.

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
ANDOVER EDUCATIONAL FUND, INC. PO BOX 32 ANDOVER, ME 04216	N/A	PC	GENERAL	1,750.
ANTIQUÉ BOAT MUSEUM 750 MARY STREET CLAYTON, NY 13624	N/A	PC	GENERAL	16,250.
ARTIST REPERTORY THEATER 1515 SW MORRISON STREET PORTLAND, OR 97205	N/A	PC	GENERAL	1,250.
AT HOME IN ALEXANDRIA 3139 MT. VERNON AVENUE ALEXANDRIA, VA 22305	N/A	PC	GENERAL	500.
ATLAS CULTURAL FOUNDATION 5W MENDENHALL SUITE 521 BOZEMAN, MT 59715	N/A	PC	GENERAL	3,216.
AUDUBON ROCKIES 116 N. COLLEGE AVENUE SUITE 2 FORT COLLINS, CO 80524	N/A	PC	GENERAL	5,100.
BALTIMORE-CHESAPEAKE BAY OUTWARD BOUND SCHOOL 1900 EAGLE DRIVE BALTIMORE, MD 21207	N/A	PC	GENERAL	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
BANK STREET COLLEGE OF EDUCATION 610 WEST 112TH STREET NEW YORK, NY 10025	N/A	PC	FUNDING FOR COHORT III OF THE EARLY CHILDHOOD URBAN EDUCATION INITIATIVE	75,000.
BATES COLLEGE 2 ANDREWS ROAD LEWISTON, ME 04240	N/A	PC	GENERAL	750.
BENNINGTON MUSEUM 75 MAIN STREET BENNINGTON, VT 05201	N/A	PC	GENERAL	250.
BLANTON-PEALE INSTITUTE 7 WEST 30TH STREET NEW YORK, NY 10001	N/A	PC	GENERAL	2,000.
BOWDOIN COLLEGE 4100 COLLEGE STATION BRUNSWICK, ME 04011-8432	N/A	PC	GENERAL	11,100.
BOWDOINHAM HISTORICAL SOCIETY PO BOX 101 BOWDOINHAM, ME 04008	N/A	PC	GENERAL	250.
BOY SCOUTS OF AMERICA, GREATER NY COUNCIL 475 RIVERSIDE DRIVE SUITE 600 NEW YORK, NY 10115	N/A	PC	GENERAL	5,000.
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
BOY SCOUTS OF AMERICA, GREATER NY COUNCIL 475 RIVERSIDE DRIVE SUITE 600 NEW YORK, NY 10115	N/A	PC	SCOUTREACH PROGRAM GRANT	10,000.
BOYS CLUB OF NEW YORK, INC. 287 EAST 10TH STREET NEW YORK, NY 10009	N/A	PC	GENERAL	5,000.
BOZEMAN HELP CENTER, INC. 421 EAST PEACH BOZEMAN, MT 59715	N/A	PC	GENERAL	200.
BRIDGE OF FLOWERS PRESERVATION INC. P.O. BOX 335 SHELBURNE FALLS, MA 01370	N/A	PC	GENERAL	150.
BRIDGERCARE 1288 NORTH 14TH AVE #201 BOXEMAN, MT 59715	N/A	PC	GENERAL	10,663.
BRIGHAM AND WOMEN'S HOSPITAL DEVELOPMENT OFFICE 3RD FLOOR, 116 HUNTINGTON AVENUE BOSTON, MA 02116	N/A	PC	GENERAL	500.
CALVERT SCHOOL 105 TUSCANY ROAD BALTIMORE, MD 21210	N/A	PC	GENERAL	2,100.
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
CALVERY WOMEN'S SERVICES 1217 GOOD HOPE ROAD SE WASHINGTON, DC 20020	N/A	PC	GENERAL	250.
CANINE PARTNERS FOR LIFE PO BOX 170 COCHRANVILLE, PA 19330	N/A	PC	GENERAL	250.
CAPE REP THEATRE 164 COMMONS WAY BREWSTER, MA 02631	N/A	PC	GENERAL	3,000.
CARLETON COLLEGE ONE NORTH COLLEGE STREET NORTHFIELD, MN 55054	N/A	PC	GENERAL	100.
CATAMOUNT TRAIL ASSOCIATION 1 MILL STREET SUITE 350 BURINGTON, VT 05401	N/A	PC	GENERAL	50.
CENTER FOR CLIMATE PROTECTION PO BOX 3785 SANTA ROSA, CA 95402	N/A	PC	GENERAL	1,500.
CENTER FOR REPRODUCTIVE RIGHTS 199 WATER STREET 22ND FLOOR NEW YORK, NY 10038	N/A	PC	GENERAL	200.
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
CENTRAL PHILADELPHIA MONTHLY MEETING 1515 CHERRY STREET PHILADELPHIA, PA 19102	N/A	PC	GENERAL	1,500.
CHAMBER MUSIC SOCIETY OF LINCOLN CENTER 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GENERAL	16,668.
CHARLESTOWN NURSERY SCHOOL 124 MAIN STREET CHARLESTOWN, MA 02129	N/A	PC	GENERAL	500.
CHATHAM ORPHEUM THEATER 637 MAIN STREET CHATHAM, MA 02633	N/A	PC	GENERAL	3,000.
CHILDREN'S AID SOCIETY 711 THIRD AVENUE SUITE 700 NEW YORK, NY 10017	N/A	PC	GENERAL	10,000.
CHRISTINE'S CRITTERS P.O. BOX 1157 WESTON, CT 06883	N/A	PC	GENERAL	75.
CHURCH OF THE MESSIAH 13 CHURCH STREET WOODS HOLE, MA 02543	N/A	PC	GENERAL	10,000.
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
CHURCH OF THE REDEEMER 5603 N. CHARLES STREET BALTIMORE, MD 21210	N/A	PC	GENERAL	2,500.
COASTAL MOUNTAINS LAND TRUST 101 MT. BATTIE STREET CAMDEN, ME 04849	N/A	PC	GENERAL	1,000.
COLBY COLLEGE 4335 MAYFLOWER HILL DRIVE WATERVILLE, ME 04976	N/A	PC	GENERAL	2,000.
COLUMBIA UNIVERSITY SIPA 622 WEST 113TH STREET NEW YORK, NY 10025	N/A	PC	GENERAL	400.
CONCORD ACADEMY 166 MAIN STREET CONCORD, MA 01742	N/A	PC	GENERAL	1,765.
CORNERSTONES 11150 SUNSET HILLS ROAD SUITE 210 RESTON, VA 20190	N/A	PC	GENERAL	6,000.
COUNCIL ON FOUNDATIONS, INC. 1255 23RD STREET NW SUITE 200 WASHINGTON, DC 20037	N/A	PC	GENERAL	8,800.
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
CROSS THRESHOLDS INC. 168A IRVING AVENUE (300K) PORT CHESTER, NY 10573	N/A	PC	GENERAL	4,000.
CRU 100 LAKE HUNT DRIVE #2400 ORLANDO, FL 32832	N/A	PC	GENERAL	2,000.
CT INSTITUTE FOR REFUGEES & IMMIGRANTS 670 CLINTON AVENUE BRIDGEPORT, CT 06605	N/A	PC	GENERAL	2,700.
DANA HALL SCHOOL 45 DANA ROAD PO BOX 9010 WELLESLEY, MA 02482-9010	N/A	PC	GENERAL	250.
DARTMOUTH HITCHCOCK HEALTH ONE MEDICAL CENTER DRIVE LEBANON, NH 03756	N/A	PC	GENERAL	3,000.
DC CENTRAL KITCHEN 425 2ND STREET NW WASHINGTON, DC 20001	N/A	PC	GENERAL	1,000.
DILLARD UNIVERSITY 2601 GENTILLY BLVD. NEW ORLEANS, LA 70122	N/A	PC	GENERAL	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
DREAM PROJECT P.O. BOX 7419 ARLINGTON, VA 22207	N/A	PC	GENERAL	400.
EAST HARLEM TUTORIAL PROGRAM 2035 SECOND AVENUE NEW YORK, NY 10029	N/A	PC	GENERAL	16,000.
EAST HARLEM TUTORIAL PROGRAM 2035 SECOND AVENUE NEW YORK, NY 10029	N/A	PC	CONSTRUCTION OF A PRE-SCHOOL CLASSROOM	50,000.
EQUALITY STATE POLICY CENTER 419 SOUTH 5TH STREET SUITE #1 LARAMIE, WY 82070	N/A	PC	GENERAL	750.
ETHEL WALKER SCHOOL 230 BUSHY HILL ROAD SIMSBURY, CT 06070	N/A	PC	GENERAL	1,100.
EVERGREEN HOUSE FOUNDATION 4545 N. CHARLES STREET BALTIMORE, MD 21210	N/A	PC	GENERAL	2,000.
FAIRFIELD COUNTRY DAY SCHOOL 2970 BRONSON ROAD FAIRFIELD, CT 06430	N/A	PC	GENERAL	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
FARMINGTON LAND TRUST 128 GARDEN STREET FARMINGTON, CT 06032	N/A	PC	GENERAL	500.
FINCA INTERNATIONAL, INC. 1201 15TH STREET N.W. 8TH FLOOR WASHINGTON, DC 20005	N/A	PC	GENERAL	100.
FORT LIGONIER ASSOCIATION 200 S. MARKET STREET LIGONIER, PA 15658	N/A	PC	GENERAL	8,000.
FOUNDATION CENTER 79 FIFTH AVENUE NEW YORK, NY 10003	N/A	PC	GENERAL	1,000.
FOUR PAWS RESCUE TEAM PO BOX 2908 MERRIFIELD, VA 22116	N/A	PC	GENERAL	300.
FRESH AIR FUND 633 THIRD AVENUE 14TH FLOOR NEW YORK, NY 10017	N/A	PC	GENERAL	5,000.
FRICK ART AND HISTORICAL CENTER 7227 REYNOLDS STREET PITTSBURGH, PA 15208	N/A	PC	GENERAL	150.
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	1,000.
GARRISON FOREST SCHOOL 300 GARRISON FOREST RD OWINGS MILLS, MD 21117	N/A	PC	GENERAL	250.
GILMAN SCHOOL 5407 ROLAND AVENUE BALTIMORE, MD 21210	N/A	PC	GENERAL	14,000.
GIRL SCOUT COUNCIL OF GREATER NEW YORK 40 WALL STREET SUITE 708 NEW YORK, NY 10005	N/A	PC	GENERAL	5,000.
GLOBAL GRATITUDE ALLIANCE 2237 15TH AVENUE SAN FRANCISCO, CA 94116	N/A	PC	GENERAL	100.
GOOD SHEPHERD MISSION DEVELOPMENT 7654 NATURAL BRIDGE ROAD ST. LOUIS, MO 63121	N/A	PC	GENERAL	750.
GORDON SCHOOL 45 MAXFIELD AVENUE EAST PROVIDENCE, RI 02914	N/A	PC	GENERAL	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
GRINDSTONE ISLAND UNITED METHODIST CHURCH PO BOX 411 CLAYTON, NY 13624	N/A	PC	GENERAL	350.
HAMILTON COLLEGE 198 COLLEGE HILL ROAD CLINTON, NY 13323	N/A	PC	GENERAL	1,050.
HAMPSHIRE COLLEGE 893 WEST STREET AMHERST, MA 01002	N/A	PC	GENERAL	250.
HAVEN P.O. BOX 752 BOZEMAN, MT 59771	N/A	PC	GENERAL	250.
HAYMAKERS FOR HOPE 43 WOODRIDGE ROAD WELLESLEY, MA 04282	N/A	PC	GENERAL	350.
HERITAGE MUSEUMS AND GARDENS 67 GROVE STREET SANDWICH, MA 02563	N/A	PC	GENERAL	500.
HILLTOWN CHURCHES FOOD PANTRY PO BOX 161 ASHFIELD, MA 01330	N/A	PC	GENERAL	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
HINGHAM MIDDLE SCHOOL 1103 MAIN STREET HINGHAM, MA 02043	N/A	PC	GENERAL	500.
HISTORIC ANNAPOLIS 42 EAST STREET ANNAPOLIS, MD 21401	N/A	PC	GENERAL	75.
HOPE FUNDS FOR CANCER RESEARCH 226 BELLEVUE AVENUE NEWPORT, RI 02840	N/A	PC	GENERAL	7,000.
HOWE LIBRARY CORPORATION 13 SOUTH STREET HANOVER, NH 03755	N/A	PC	GENERAL	500.
IMMANUEL PRESBYTERIAN CHURCH 1125 SAVILE LANE MCLEAN, VA 22101	N/A	PC	GENERAL	12,000.
INSIDE PHILANTHROPY 837 18TH STREET SANTA MONICA, CA 90403	N/A	PC	GENERAL	397.
INTERLOCHEN CENTER FOR THE ARTS P.O. BOX 199 INTERLOCHEN, MI 49643	N/A	PC	GENERAL	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
INTERNATIONAL COLLEGE BEIRUT, LEBANON 215 PARK AVENUE SUITE 1710 NEW YORK, NY 10003	N/A	PC	GENERAL	6,400.
INTERNATIONAL HOUSE 500 RIVERSIDE DRIVE NEW YORK, NY 10027	N/A	PC	GENERAL	25,000.
INTERNATIONAL HOUSE 500 RIVERSIDE DRIVE NEW YORK, NY 10027	N/A	PC	GENERAL	55,000.
ISLAND PARK PTA 5437 ISLAND CREST WAY MERCER ISLAND, WA 98040	N/A	PC	GENERAL	500.
ISLANDER MIDDLE SCHOOL PTSA 8225 SE 72ND STREET MERCER ISLAND, WA 98040	N/A	PC	GENERAL	250.
KEARSARGE CHORALE P.O. BOX 2301 NEW LONDON, NH 03257	N/A	PC	GENERAL	200.
KEARSARGE UNITARIAN UNIVERSALIST FELLOWSHIP PO BOX 1578 NEW LONDON, NH 03257-1578	N/A	PC	GENERAL	1,800.
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
KINGSBRIDGE HEIGHTS COMMUNITY CENTER, INC 3101 KINGSBRIDGE TERRACE BRONX, NY 10463	N/A	PC	GENERAL	5,000.
LAKE TRAILS PRESBYTERIAN CHURCH 1 POINT PLACE SUITE #1 MADISON, WI 53719	N/A	PC	GENERAL	3,000.
LANDPATHS 618 4TH STREET #217 SANTA ROSA, CA 95404	N/A	PC	GENERAL	1,000.
LEHIGH UNIVERSITY 622 BRODHEAD AVENUE BETHLEHEM, PA 18015-3055	N/A	PC	GENERAL	500.
LIGONIER VALLEY HISTORICAL SOCIETY P.O. BOX 167 1386 ROUTE 30 EAST LAUGHLINTOWN, PA 15655	N/A	PC	GENERAL	250.
LINCOLN COUNTY HISTORICAL ASSOCIATION PO BOX 61 WISCASSET, ME 04578	N/A	PC	GENERAL	100.
LITERACY INC. 5030 BROADWAY SUITE 641 NEW YORK, NY 10034	N/A	PC	LITERACY PROGRAMS TO IMPROVE PARENT ENGAGEMENT WITH YOUNG CHILDREN	5,000.
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
LITERACY PARTNERS, INC. 75 MAIDEN LANE SUITE 1102 NEW YORK, NY 10038	N/A	PC	CURRICULUM DEVELOPMENT FOR "FAMILIES LIKE US" VIDEO SERIES	30,000.
MARTHA JEFFERSON HOUSE 1600 GORDON AVENUE CHARLOTTESVILLE, VA 22903	N/A	PC	GENERAL	150.
MCGILL UNIVERSITY 845 SHERBROOKE ST W QUEBEC, CANADA	N/A	PC	GENERAL	2,000.
MEADOWBROOK WALDORF SCHOOL 300 KINGSTON ROAD WEST KINGSTON, RI 02892	N/A	PC	GENERAL	600.
MENDELSSHON CLUB OF PHILADELPHIA P.O. BOX 59522 PHILADELPHIA, PA 19102	N/A	PC	GENERAL	500.
MERCER ISLAND YOUTH AND FAMILY SERVICES 2040 84TH AVENUE SE MERCER ISLAND, WA 98040	N/A	PC	GENERAL	250.
MERCY CORPS. 45 SW ANKENY STREET PORTLAND, OR 97204	N/A	PC	GENERAL	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
MIDDLEBURY COLLEGE 700 EXCHANGE STREET MIDDLEBURY, VT 05753	N/A	PC	GENERAL	100.
MILLBROOK SCHOOL 131 SCHOOL ROAD MILLBROOK, NY 12545	N/A	PC	GENERAL	500.
MISS PORTER'S SCHOOL 60 MAIN STREET FARMINGTON, CT 06032	N/A	PC	GENERAL	100.
MONTSHIRE MUSEUM OF SCIENCE 1 MONTSHIRE ROAD NORWICH, VT 05055	N/A	PC	GENERAL	250.
MT. SINAI ADOLESCENT HEALTH CENTER ONE GUSTAV LEVY PLACE PO BOX 1049 NEW YORK, NY 10029	N/A	PC	GENERAL	2,000.
MUSEUM OF NEW MEXICO P.O. BOX 2065 SANTA FE, NM 87504	N/A	PC	GENERAL	20,000.
MUSIC ON THE HILL, INC. PO BOX 1231 WESTON, CT 06883	N/A	PC	GENERAL	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
NATRONA COUNTY PUBLIC LIBRARY FOUNDATION 307 E. 2ND STREET CASPER, WY 82601	N/A	PC	GENERAL	1,580.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	N/A	PC	GENERAL	1,000.
NEAR EAST FOUNDATION 110 FAYETTE STREET SUITE 710 SYRACUSE, NY 13202	N/A	PC	GENERAL	13,000.
NEW ENGLAND PUBLIC RADIO 1525 MAIN STREET SPRINGFIELD, MA 01103	N/A	PC	GENERAL	250.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD. BRONX, NY 10458	N/A	PC	GENERAL	58,500.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD. BRONX, NY 10458	N/A	PC	PRESIDENT'S FUND GRANT	100,000.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD. BRONX, NY 10458	N/A	PC	EVERETT CHILDREN'S ADVENTURE GARDEN REDEVELOPMENT PROJECT	100,000.
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
NEW YORK CITY MISSION SOCIETY 646 MALCOM X BLVD. NEW YORK, NY 10037	N/A	PC	GENERAL	5,000.
NEW YORK PHILHARMONIC DAVID GEFFEN HALL 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GENERAL	500.
NEW YORK PUBLIC LIBRARY 445 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10016	N/A	PC	GENERAL	5,000.
NEW YORK PUBLIC LIBRARY 445 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10016	N/A	PC	NYPL EARLY LEARNING INITIATIVE PROJECT	50,000.
NORFIELD CONGREGATIONAL CHURCH 64 NORFIELD ROAD WESTON, CT 06883	N/A	PC	GENERAL	5,866.
NORTH COUNTRY PUBLIC RADIO ST. LAWRENCE UNIVERSITY 23 ROMODA DRIVE CANTON, NY 13617	N/A	PC	GENERAL	200.
NORTH COUNTRY SCHOOL ANNUAL FUND 4382 CASCADE ROAD LAKE PLACID, NY 12946	N/A	PC	GENERAL	125.
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
ORCHARD FRIENDS SCHOOL 405 LINDEN AVENUE RIVERTON, NJ 08077	N/A	PC	GENERAL	10,600.
OREGON WILDLIFE HERITAGE FOUNDATION 901 SE OAK ST #103 PORTLAND, OR 97214	N/A	PC	GENERAL	500.
PARKS AND PEOPLE FOUNDATION 2100 LIBERTY HEIGHTS AVENUE BALTIMORE, MD 21217	N/A	PC	GENERAL	1,000.
PHILANTHROPY NEW YORK 1500 BROADWAY 7TH FLOOR NEW YORK, NY 10036	N/A	PC	GENERAL	9,500.
PINE COBBLE SCHOOL 163 GALE ROAD WILLIAMSTOWN, MA 01267	N/A	PC	GENERAL	500.
PITTSBURGH PARK CONSERVANCY 45 SOUTH 23RD STREET SUITE 101 PITTSBURGH, PA 15203	N/A	PC	GENERAL	1,500.
PLANNED PARENTHOOD OF NEW YORK CITY, INC. 26 BLEECKER STREET NEW YORK, NY 10012	N/A	PC	YOUTH SEXUAL & REPRODUCTIVE HEALTH PROGRAMS	150,000.
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 NEW YORK CITY, INC. 26 BLEECKER STREET NEW YORK, NY 10012	N/A	PC	GENERAL	25,000.
PLANNED PARENTHOOD OF NORTHERN N. ENGLAND 784 HERCULES DRIVE SUITE 110 COLCHESTER, VT 05446	N/A	PC	GENERAL	300.
PLATTE RIVER TRAILS TRUST PO BOX 1228 CASPER, WY 82602	N/A	PC	GENERAL	5,000.
POPE MEMORIAL FRONTIER ANIMAL SHELTER, INC. 4473 BARTON-ORLEANS ROAD ORLEANS, VT 05855	N/A	PC	GENERAL	300.
PREGNANCY HELPLINE, INC. OF MADISON P.O. BOX 5261 MADISON, WI 53705	N/A	PC	GENERAL	1,000.
PRESBYTERIAN CHURCH OF CAPE COD 2391 IYANNOUGH ROAD P.O. BOX 836 WEST BARNSTABLE, MA 02668	N/A	PC	GENERAL	3,500.
PRESERVATION TRUST OF VERMONT 104 CHURCH STREET #21 BURLINGTON, VT 05401	N/A	PC	GENERAL	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
PRINCETON INTERNSHIPS IN CIVIC SERVICE, INC. PO BOX 261 PRINCETON, NJ 08542	N/A	PC	GENERAL	2,600.
PRINCETON UNIVERSITY 330 ALEXANDER STREET PO BOX 5357 PRINCETON, NJ 08543	N/A	PC	GENERAL	550.
PUTNEY SCHOOL 418 HOUGHTON BROOK ROAD PUTNEY, VT 05346	N/A	PC	GENERAL	100.
READWORKS 68 JAY STREET #426 BROOKLYN, NY 11201	N/A	PC	VOCABULARY EXTENSION PROJECT FOR ARTICLE-A-DAY PROGRAM	50,000.
RHODE ISLAND SCHOOL OF DESIGN 2 COLLEGE STREET PROVIDENCE, RI 02903	N/A	PC	GENERAL	150.
RIVER HOSPITAL 4 FULLER STREET ALEXANDRIA BAY, NY 13607	N/A	PC	GENERAL	1,250.
RIVERDALE NEIGHBORHOOD HOUSE 5521 MOSHOLU AVENUE BRONX, NY 10471	N/A	PC	EQUIPMENT UPGRADE FOR REQUIRED SAFETY IMPROVEMENTS	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	13,000.
RIVERDALE PRESBYTERIAN CHURCH 4765 HENRY HUDSON PARKWAY BRONX, NY 10471	N/A	PC	GENERAL	5,000.
SAVE THE RIVER, INC. 409 RIVERSIDE DRIVE CLAYTON, NY 13624	N/A	PC	GENERAL	1,350.
SCHOODIC INSTITUTE AT ACADIA NATIONAL PARK PO BOX 277 WINTER HARBOR, ME 04693	N/A	PC	GENERAL	2,000.
SMOKEY HOUSE CENTER 426 DANBY MOUNTAIN ROAD DANBY, VT 05739	N/A	PC	GENERAL	100.
SOIL4CLIMATE INC. P.O. BOX 332 THETFORD CENTER, VT 05075	N/A	PC	GENERAL	1,300.
SONOMA COUNTRY DAY SCHOOL 4400 DAY SCHOOL PLACE SANTA ROSA, CA 95403	N/A	PC	GENERAL	11,798.
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
SONOMA LAND TRUST 822 5TH STREET SANTA ROSA, CA 95404	N/A	PC	GENERAL	4,967.
SOUTHERN ALLEGHENIES MUSEUM OF ART PO BOX 9 LORETTO, PA 15940	N/A	PC	GENERAL	2,500.
SOUTHERN POVERTY LAW CENTER, INC. 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	N/A	PC	GENERAL	100.
SPENCE-CHAPIN SERVICES TO FAMILIES AND CHILDREN 410 EAST 92ND STREET NEW YORK, NY 10128	N/A	PC	GENERAL	500.
ST. CHRISTOPHER'S SCHOOL FOUNDATION 711 ST. CHRISTOPHER'S ROAD RICHMOND, VA 23226	N/A	PC	GENERAL	150.
ST. PAUL'S SCHOOL 325 PLEASANT STREET CONCORD, NH 03301	N/A	PC	GENERAL	2,500.
SUNSET HILL EDUCATIONAL INSTITUTE P.O. BOX 435 S. SUTTON, NH 03273	N/A	PC	GENERAL	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
SWARTHMORE COLLEGE 500 COLLEGE AVENUE SWARTHMORE, PA 19086	N/A	PC	GENERAL	800.
TEACHERS COLLEGE COLUMBIA UNIVERSITY 525 WEST 120TH STREET NEW YORK, NY 10027	N/A	PC	GENERAL	35,000.
TEACHERS COLLEGE COLUMBIA UNIVERSITY 525 WEST 120TH STREET NEW YORK, NY 10027	N/A	PC	PRESIDENT'S FUND GRANT	100,000.
THE BEMENT SCHOOL P.O. BOX 8 DEERFIELD, MA 01342	N/A	PC	GENERAL	300.
THE ELM PROJECT 88 HAMILTON AVENUE STAMFORD, CT 06902	N/A	PC	GENERAL	4,500.
THE MARFAN FOUNDATION, INC. 22 MANHASSET AVE PORT WASHINGTON, NY 11050	N/A	PC	GENERAL	500.
THE NATURE CONSERVANCY IN MAINE 4245 NORTH FAIRFAX DRIVE STE. 100 ARLINGTON, VA 22203	N/A	PC	GENERAL	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 NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE STE. 100 ARLINGTON, VA 22203	N/A	PC	GENERAL	100.
THE REFORMED CHURCH OF BRONXVILLE 180 PONDFIELD ROAD BRONXVILLE, NY 10708	N/A	PC	GENERAL	2,000.
THE TRUST FOR PUBLIC LAND 666 BROADWAY NINTH FLOOR NEW YORK, NY 10012	N/A	PC	RESTRICTED GRANT FOR PARK REFURBISHMENT AND/OR NEW PARK BUILD	25,000.
THE WINDOR SCHOOL 103 PILGRIM ROAD BOSTON, MA 02215	N/A	PC	GENERAL	100.
THOUSAND ISLAND ARTS CENTER 314 JOHN STREET CLAYTON, NY 13624	N/A	PC	GENERAL	750.
THOUSAND ISLANDS LAND TRUST, INC. PO BOX 238 CLAYTON, NY 13624	N/A	PC	GENERAL	8,250.
TOXICS ACTION CENTER, INC. 294 WASHINGTON STREET BOSTON, MA 02105	N/A	PC	GENERAL	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
TRUSTEES OF PHILLIPS ACADEMY 180 MAIN STREET ANDOVER, MA 01810	N/A	PC	GENERAL	250.
UNICEF USA 125 MAIDEN LANE NEW YORK, NY 10038	N/A	PC	GENERAL	100.
UNION OF CONCERNED SCIENTISTS, INC. 2 BRATTLE SQUARE 6TH FLOOR CAMBRIDGE, MA 02138	N/A	PC	GENERAL	1,000.
UNION SETTLEMENT ASSOCIATION 237 EAST 104TH STREET NEW YORK, NY 10029	N/A	PC	GENERAL	5,000.
UNIVERSITY OF NEW HAMPSHIRE 9 EDGEWOOD ROAD DURHAM, NH 03824	N/A	PC	GENERAL	1,000.
UVM FOUNDATION 411 MAIN STREET BURLINGTON, VT 05405	N/A	PC	GENERAL	100.
VERMONT ETV INC. 204 ETHAN ALLEN AVENUE COLCHESTER, VT 05446	N/A	PC	GENERAL	150.
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 FOODBANK 33 PARKER ROAD BARRE, VT 05641	N/A	PC	GENERAL	100.
VERMONT LAND TRUST 8 BAILEY AVENUE MONTPELIER, VT 05602	N/A	PC	GENERAL	100.
VERMONT PUBLIC RADIO 365 TROY AVENUE COLCHESTER, VT 05446	N/A	PC	GENERAL	250.
VIRGINIA TECH FOUNDATION INC 902 PRICES FORK ROAD SUITE 440 BLACKSBURG, VA 24061	N/A	PC	GENERAL	150.
WAMC PUBLIC RADIO 318 CENTRAL AVENUE ALBANY, NY 12206	N/A	PC	GENERAL	750.
WASHINGTON NATIONAL CATHEDRAL 3101 WISCONSIN AVENUE NW WASHINGTON, DC 20016	N/A	PC	GENERAL	750.
WAVE HILL, INC. 675 WEST 252ND STREET BRONX, NY 10471	N/A	PC	GENERAL SUPPORT GRANT	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
WAVE HILL, INC. 675 WEST 252ND STREET BRONX, NY 10471	N/A	PC	GENERAL	48,500.
WESTPORT LAND CONSERVATION TRUST P.O. BOX 3875 WESTPORT, MA 02790	N/A	PC	GENERAL	10,000.
WHEATON COLLEGE 26 EAST MAIN STREET NORTON, MA 02766	N/A	PC	GENERAL	5,000.
WHITE MOUNTAIN SCHOOL 371 WEST FARM ROAD BETHLEHEM, NH 03576	N/A	PC	GENERAL	20,000.
WILD GIFT P.O. BOX 1151 IDAHO HAILEY, ID 83333	N/A	PC	GENERAL	6,800.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD. BRONX, NY 10460-1099	N/A	PC	GENERAL	25,250.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD. BRONX, NY 10460-1099	N/A	PC	GRANT IN SUPPORT OF THE NEW YORK AQUARIUM	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
WILLIAMS COLLEGE 75 PARK AVENUE WILLIAMSTOWN, MA 01267	N/A	PC	GENERAL	100.
WIND AND OAR BOAT SCHOOL 14808 UPLANDS DRIVE LAKE OSWEGO, OR 97034	N/A	PC	GENERAL	250.
WMHT PUBLIC MEDIA 4 GLOBAL VIEW TROY, NY 12180	N/A	PC	GENERAL	60.
WOODS HOLE OCEANOGRAPHIC INSTITUTION 266 WOODHOLE ROAD MS #40 WOODS HOLE, MA 02543	N/A	PC	GENERAL	1,000.
WYOMING COMMUNITY FOUNDATION 1472 N. 5TH STREET SUITE 201 LARAMIE, WY 82072	N/A	PC	GENERAL	11,595.
WYOMING SYMPHONY ORCHESTRA 225 S. DAVID STREET #B CASPER, WY 82601	N/A	PC	GENERAL	5,000.
YMCA OF GREATER NEW YORK 5 WEST 63RD STREET NEW YORK, NY 10023	N/A	PC	GENERAL	65,750.
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
YMCA OF GREATER NEW YORK 5 WEST 63RD STREET NEW YORK, NY 10023	N/A	PC	DODGE YMCA IN BROOKLYN	35,000.
YWCA OF THE CITY OF NEW YORK 50 BROADWAY 13TH FLOOR NEW YORK, NY 10004	N/A	PC	GENERAL	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
INTERNATIONAL HOUSE 500 RIVERSIDE DRIVE NEW YORK, NY 10027	N/A	PC	GENERAL	25,000.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD. BRONX, NY 10458	N/A	PC	EVERETT CHILDREN'S ADVENTURE GARDEN REDEVELOPMENT PROJECT	100,000.
NEW YORK PUBLIC LIBRARY 445 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10016	N/A	PC	NYPL EARLY LEARNING INITIATIVE PROJECT	50,000.
RIVERDALE NEIGHBORHOOD HOUSE 5521 MOSHOLU AVENUE BRONX, NY 10471	N/A	PC	NYC REQUIREMENT FOR ELEVATOR RENOVATIONS	9,440.
TEACHERS COLLEGE COLUMBIA UNIVERSITY 525 WEST 120TH STREET NEW YORK, NY 10027	N/A	PC	PRESIDENT'S FUND GRANT	100,000.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD. BRONX, NY 10460-1099	N/A	PC	GRANT IN SUPPORT OF THE NEW YORK AQUARIUM	100,000.
YMCA OF GREATER NEW YORK 5 WEST 63RD STREET NEW YORK, NY 10023	N/A	PC	DODGE YMCA IN BROOKLYN	100,000.
Total from continuation sheets				484,440.

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	78,475.
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	78,475.
4	Enter the tax shown on the corporation's 2017 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	39,339.
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	39,339.

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 The corporation is using the adjusted seasonal installment method.

7 The corporation is using the annualized income installment method.

8 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	05/15/18	06/15/18	09/15/18	12/15/18
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	9,835.	13,436.	24,892.	23,080.
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	20,706.			10,000.
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		10,871.		
13	Add lines 11 and 12	13		10,871.		10,000.
14	Add amounts on lines 16 and 17 of the preceding column	14			2,565.	27,457.
15	Subtract line 14 from line 13. If zero or less, enter -0-	15	20,706.	10,871.	0.	0.
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	2,565.	
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		2,565.	24,892.	23,080.
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	10,871.			

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 4/15/2018 and before 7/1/2018	21			
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 5\% (0.05)}{365}$...	22 \$	\$	\$	\$
23 Number of days on line 20 after 06/30/2018 and before 10/1/2018	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 9/30/2018 and before 1/1/2019	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 12/31/2018 and before 4/1/2019	27	SEE ATTACHED WORKSHEET		
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 6\% (0.06)}{365}$...	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2019 and before 7/1/2019	29			
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2019 and before 10/1/2019	31			
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2019 and before 1/1/2020	33			
34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{365}$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2019 and before 3/16/2020	35			
36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{366}$	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 \$			1,247.

* 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 1120S 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 2018 (2), and subsequent periods (3a-3c), followed by division and multiplication steps (4-13), and final tax calculations (14-19).

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)	20				
21 Enter taxable income for each annualization period. See instructions for the treatment of extraordinary items	21	526,374.	581,764.	1,605,425.	2,671,623.
22 Annualization amounts (see instructions)	22	6.000000	4.000000	2.000000	1.333330
23a Annualized taxable income. Multiply line 21 by line 22 ..	23a	3,158,244.	2,327,056.	3,210,850.	3,562,155.
b Extraordinary items (see instructions)	23b				
c Add lines 23a and 23b	23c	3,158,244.	2,327,056.	3,210,850.	3,562,155.
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	24	63,165.	46,541.	64,217.	71,243.
25 Enter any alternative minimum tax for each payment period (see instructions)	25				
26 Enter any other taxes for each payment period. See instr.	26				
27 Total tax. Add lines 24 through 26	27	63,165.	46,541.	64,217.	71,243.
28 For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c. See instructions	28				
29 Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	63,165.	46,541.	64,217.	71,243.
30 Applicable percentage	30	25%	50%	75%	100%
31 Multiply line 29 by line 30	31	15,791.	23,271.	48,163.	71,243.

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	32	15,791.	23,271.	48,163.	71,243.
33 Add the amounts in all preceding columns of line 38. See instructions	33		9,835.	23,271.	48,163.
34 Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0- ..	34	15,791.	13,436.	24,892.	23,080.
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	35	9,835.	29,403.	19,619.	19,619.
36 Subtract line 38 of the preceding column from line 37 of the preceding column	36			15,967.	10,694.
37 Add lines 35 and 36	37	9,835.	29,403.	35,586.	30,313.
38 Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10. See instructions	38	9,835.	13,436.	24,892.	23,080.

Form 2220 (2018)

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

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	561.	561.	
TOTAL TO PART I, LINE 3	561.	561.	

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	1,014,319.	87,085.	927,234.	999,910.	
TO PART I, LINE 4	1,014,319.	87,085.	927,234.	999,910.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	164,822.	34,519.	
TOTAL TO FORM 990-PF, PART I, LINE 11	164,822.	34,519.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL AND ADMINISTRATIVE LEGAL COUNSEL	3,590.	0.		3,590.
TO FM 990-PF, PG 1, LN 16A	3,590.	0.		3,590.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT AND TAX SERVICES	30,160.	0.		30,160.
TO FORM 990-PF, PG 1, LN 16B	30,160.	0.		30,160.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	383,521.	383,521.		0.
TO FORM 990-PF, PG 1, LN 16C	383,521.	383,521.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	13,765.	15,769.		0.
FEDERAL EXCISE TAX	63,726.	0.		0.
TO FORM 990-PF, PG 1, LN 18	77,491.	15,769.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	28,220.	0.		28,220.
OTHER PARTNERSHIP EXPENSES	0.	3,246.		0.
NYS ANNUAL FILING FEE	2,250.	0.		2,250.
PAYROLL SERVICE FEE	721.	0.		721.
EXECUTIVE DIRECTOR RETIREMENT PAYMENTS	69,935.	0.		69,935.
TO FORM 990-PF, PG 1, LN 23	101,126.	3,246.		101,126.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTES MAT 31MAY21 2% PAY FRQNCY SEMI ANNUAL S&P N/A MOODYS AAA	X		222,504.	222,504.
US TREASURY NOTES MAT 30JUN20 1.875% PAY FRQNCY SEMI ANNUAL S&P N/A MOODYS	X		222,768.	222,768.
U S TREASURY NOTES SER F-2021 MAT 15NOV21 2% PAY FRQNCY SEMI ANNUAL S&P N/	X		197,414.	197,414.
U S TREASURY NOTES SER B-2021 MAT 15FEB21 3.625% PAY FRQNCY SEMI ANNUAL S&P	X		230,203.	230,203.
U S TREASURY NOTES SER F-2010 MAT 15NOV20 2.625% PAY FRQNCY SEMI ANNUAL S&P	X		225,413.	225,413.
U S TREASURY NOTES SER B-2020 MAT 15FEB20 3.625% PAY FRQNCY SEMI ANNUAL S&P	X		227,443.	227,443.
U S TREASURY NOTES SER C-2019 MAT 15MAY19 3.125% PAY FRQNCY SEMI ANNUAL S&P	X		225,501.	225,501.
U S TREASURY NOTE MAT 30SEP21 2.125% PAY FRQNCY SEMI ANNUAL S&P N/A MOODYS	X		222,864.	222,864.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,774,110.	1,774,110.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,774,110.	1,774,110.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EATON CORP PLC TICKER ETN SHARES-7,225	496,069.	496,069.
ACCENTURE PLC TICKER ACN SHARES-4,075	574,616.	574,616.
VMWARE INC TICKER VMW SHARES-3,925	538,235.	538,235.
VISA INC COM CL A TICKER V SHARES-5,900	778,446.	778,446.
ULTA BEAUTY INC TICKER ULTA SHARES-2,000	489,680.	489,680.
SUNTRUST BANKS INC TICKER STI SHARES-11,875	598,975.	598,975.
STATE STREET CORP TICKER STT SHARES-8,075	509,290.	509,290.
SCHWAB CHARLES CORP TICKER SCHW SHARES-16,600	689,398.	689,398.
PEPSICO INC TICKER PEP SHARES-6,075	671,166.	671,166.
ORACLE CORP TICKER ORCL SHARES-13,250	598,238.	598,238.
OLD DOMINION FGHT LINES INC TICKER ODFL SHARES-5,900	728,591.	728,591.
NIKE INC CL B TICKER NKE SHARES-9,400	696,916.	696,916.

CLEVELAND H. DODGE FOUNDATION, INC.

13-6015087

MICROSOFT CORP TICKER MSFT SHARES-4,000	406,280.	406,280.
METTLER TOLEDO INTERNATIONAL TICKER MTD SHARES-705	398,734.	398,734.
MARRIOTT INTL INC NEW CL A TICKER MAR SHARES-5,600	607,936.	607,936.
LOWE'S COS INC TICKER LOW SHARES-6,200	572,632.	572,632.
JOHNSON & JOHNSON TICKER JNJ SHARES-6,000	774,300.	774,300.
JPMORGAN CHASE & CO TICKER JPM SHARES-3,600	351,432.	351,432.
GOLDMAN SACHS GROUP INC TICKER GS SHARES-1,285	214,659.	214,659.
FACEBOOK INC - A TICKER FB SHARES-5,895	772,776.	772,776.
ECOLAB INC TICKER ECL SHARES-4,050	596,768.	596,768.
DUNKIN BRANDS GROUP INC TICKER DNKN SHARES-8,500	545,020.	545,020.
DOLLAR GENERAL CORP TICKER DG SHARES-5,450	589,036.	589,036.
CHEVRON CORP TICKER CVX SHARES-5,775	628,262.	628,262.
CVS HEALTH CORP TICKER CVS SHARES-10,450	684,684.	684,684.
BECTON DICKINSON AND CO TICKER BDX SHARES-3,375	760,455.	760,455.
BANK OF AMERICA CORP TICKER BAC SHARES-28,800	709,632.	709,632.
APPLE INC TICKER AAPL SHARES-5,075	800,531.	800,531.
AMPHENOL CORP CLASS A TICKER APH SHARES-7,525	609,676.	609,676.
ALPHABET INC CLASS C TICKER GOOG SHARES-873	904,088.	904,088.
ABBOTT LABORATORIES TICKER ABT SHARES-4,000	289,320.	289,320.
LIBERTY GLOBAL PLC TICKER LBTYA SHARES-12,900	275,286.	275,286.
ENSTAR GROUP LTD ORD TICKER ESGR SHARES-6,500	1,089,205.	1,089,205.
WATERS CORP TICKER WAT SHARES-3,400	641,410.	641,410.
WABTEC TICKER WAB SHARES-6,000	421,500.	421,500.
TEVA PHARMACEUTICAL INDS TICKER TEVA CONV. RATIO 1:1 SHARES-31,000	478,020.	478,020.
SHERWIN-WILLIAMS CO/THE TICKER SHW SHARES-600	236,076.	236,076.
SCHLUMBERGER LTD TICKER SLB SHARES-5,000	180,400.	180,400.
ROPER TECHNOLOGIES INC TICKER ROP SHARES-2,800	746,256.	746,256.
QUALCOMM INC TICKER QCOM SHARES-4,200	239,022.	239,022.
MICROSOFT CORP TICKER MSFT SHARES-9,000	914,130.	914,130.
MATADOR RESOURCES CO TICKER MTDR SHARES-50,000	776,500.	776,500.
MARKEL CORP TICKER MKL SHARES-600	622,830.	622,830.
LOWE'S COS INC TICKER LOW SHARES-2,900	267,844.	267,844.
LABORATORY CORP OF AMERICA HOL TICKER LH SHARES-4,500	568,620.	568,620.
JPMORGAN CHASE & CO TICKER JPM SHARES-6,300	615,006.	615,006.
HOMEFED CORP-NEW TICKER HOFD SHARES-6,999	265,962.	265,962.
GRIFOLS SA TICKER GRFS CONV. RATIO 1:1 SHARES-27,400	503,064.	503,064.
GILEAD SCIENCES INC TICKER GILD SHARES-6,500	406,575.	406,575.
FEDEX CORP TICKER FDX SHARES-1,600	258,128.	258,128.
DISCOVERY INC C TICKER DISCK SHARES-10,000	230,800.	230,800.
CRIMSON WINE GROUP LTD TICKER CWGL SHARES-23,000	179,975.	179,975.
CREDIT ACCEPTANCE CORP MICH TICKER CACC SHARES-2,750	1,049,840.	1,049,840.
CENTURYLINK INC TICKER CTL SHARES-39,000	590,850.	590,850.
BLACKBERRY LTD TICKER BB SHARES-75,000	533,250.	533,250.
BAXTER INTL INC TICKER BAX SHARES-5,000	329,100.	329,100.
ARMSTRONG WORLD INDUSTRIES INC TICKER AWI SHARES-14,000	814,940.	814,940.
ANHEUSER-BUSCH INBEV SPONS TICKER BUD CONV. RATIO 1:1 SHARES-43,00	282,983.	282,983.
AMERICAN EXPRESS CO TICKER AXP SHARES-4,100	390,812.	390,812.
ALPHABET INC CLASS A TICKER GOOGL SHARES-540	564,278.	564,278.

CLEVELAND H. DODGE FOUNDATION, INC.

13-6015087

ALPHABET INC CLASS C TICKER GOOG SHARES-772	799,491.	799,491.
WTS AGROFRESH SOLUTIONS INC TICKER AGFSW CONV. RATIO 1:1 SHARES-10,650	1,702.	1,702.
ACCENTURE PLC TICKER ACN SHARES-230	32,432.	32,432.
UNION PACIFIC CORP TICKER UNP SHARES-270	37,322.	37,322.
TOYOTA MOTOR CORP ADR NEW TICKER TM CONV. RATIO 2:1 SHARES-280	32,502.	32,502.
TJX COMPANIES INC NEW TICKER TJX SHARES-920	41,161.	41,161.
SCHWAB CHARLES CORP TICKER SCHW SHARES-740	30,732.	30,732.
NESTLE S A SPONSORED ADR TICKER NSRGY CONV. RATIO 1:1 SHARES-450	36,427.	36,427.
MICROSOFT CORP TICKER MSFT SHARES-520	52,816.	52,816.
JPMORGAN CHASE & CO TICKER JPM SHARES-440	42,953.	42,953.
INTEL CORP TICKER INTC SHARES-1,110	52,092.	52,092.
WALT DISNEY CO TICKER DIS SHARES-400	43,860.	43,860.
CITIGROUP INC TICKER C SHARES-700	36,442.	36,442.
CHEVRON CORP TICKER CVX SHARES-305	33,181.	33,181.
APPLE INC TICKER AAPL SHARES-220	34,703.	34,703.
AMGEN INC TICKER AMGN SHARES-230	44,774.	44,774.
ADIDAS AG TICKER ADDDF SHARES-175	36,729.	36,729.
ABBOTT LABORATORIES TICKER ABT SHARES-9,500	687,135.	687,135.
ARIEL INTERNATIONAL INSTITUTIONAL TICKER AINIX SHARES-33,674.873	411,507.	411,507.
TOTAL TO FORM 990-PF, PART II, LINE 10B	35,546,464.	35,546,464.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO & CO 5.875% PAY FRQNCY SEMI ANNUAL CALL 15JUN25 @ 100 S&P BBB-	9,885.	9,885.
WELLS FARGO & COMPANY 6.55819% PAY FRQNCY QUARTERLY CALL 15MAR19 @ 100 S&P	44,719.	44,719.
MORGAN STANLEY 5.45% PAY FRQNCY SEMI ANNUAL CALL 15JUL19 @ 100 S&P BB+ MOOD	24,316.	24,316.
MORGAN STANLEY 5.55% PAY FRQNCY SEMI ANNUAL CALL 15JUL20 @ 100 S&P BB+ MOOD	9,705.	9,705.
JPMORGAN CHASE & CO 5.3% PAY FRQNCY SEMI ANNUAL CALL 01MAY20 @ 100 S&P BBB-	34,563.	34,563.
JP MORGAN CHASE & CO 5.99038% PAY FRQNCY QUARTERLY CALL 30APR19 @ 100 S&P B	38,464.	38,464.
GOLDMAN SACHS GROUP INC/THE 5.7% PAY FRQNCY SEMI ANNUAL CALL 10MAY19 @ 100	9,751.	9,751.
CITIGROUP INC MAT 31DEC99 6.125% PAY FRQNCY SEMI ANNUAL CALL 15NOV20 @ 100	19,525.	19,525.
CITIGROUP INC 5.875% PAY FRQNCY SEMI ANNUAL CALL 27MAR20 @ 100 S&P BB+ MOOD	6,755.	6,755.
CITIGROUP INC 5.8% PAY FRQNCY SEMI ANNUAL CALL 15NOV19 @ 100 S&P BB+ MOODYS	24,314.	24,314.
CITIGROUP INC 5.95% PAY FRQNCY SEMI ANNUAL CALL 30JAN23 @ 100 S&P BB+ MOODY	9,126.	9,126.
CAPITAL ONE FINANCIAL CORP 5.55% PAY FRQNCY SEMI ANNUAL CALL 01JUN20 @ 100	14,447.	14,447.

BANK OF AMERICA CORP 6.1% PAY FRQNCY SEMI ANNUAL CALL 17MAR25 @ 100 S&P BBB	9,850.	9,850.
BANK OF AMERICA CORP 6.5% PAY FRQNCY SEMI ANNUAL CALL 23OCT24 @ 100 S&P BBB	5,063.	5,063.
BANK OF AMER CRP F/R 6.25% PAY FRQNCY SEMI ANNUAL CALL 05SEP24 @ 100 S&P BB	4,940.	4,940.
BANK OF AMERICA CORP 5.125% PAY FRQNCY SEMI ANNUAL CALL 17JUN19 @ 100 S&P B	14,663.	14,663.
WELLS FARGO & CO MAT 22JAN21 3% PAY FRQNCY SEMI ANNUAL S&P A- MOODYS A2 CUS	99,554.	99,554.
UNITED TECHNOLOGIES CORP MAT 01JUN22 3.1% PAY FRQNCY SEMI ANNUAL S&P BBB+ M	97,924.	97,924.
UNION PAC CORP MAT 15JUL22 4.163% PAY FRQNCY SEMI ANNUAL CALL 15APR22 @ 100	102,395.	102,395.
PROGRESS ENERGY INC MAT 01APR22 3.15% PAY FRQNCY SEMI ANNUAL CALL 01JAN22 @	98,489.	98,489.
PFIZER INC MAT 12AUG20 5.2% PAY FRQNCY SEMI ANNUAL S&P AA MOODYS A1 CUSIP 7	103,585.	103,585.
OCCIDENTAL PETROLEUM CORP MAT 15FEB22 3.125% PAY FRQNCY SEMI ANNUAL CALL 15	99,439.	99,439.
NBC UNIVERSAL INC MAT 01APR21 4.375% PAY FRQNCY SEMI ANNUAL S&P A- MOODYS A	102,498.	102,498.
MEDTRONIC INC MAT 15MAR22 3.15% PAY FRQNCY SEMI ANNUAL S&P A MOODYS A3 CUSI	99,724.	99,724.
LOCKHEED MARTIN CORP MAT 15SEP21 3.35% PAY FRQNCY SEMI ANNUAL S&P BBB+ MOOD	100,664.	100,664.
JPMORGAN CHASE & CO MAT 15AUG21 4.35% PAY FRQNCY SEMI ANNUAL S&P A- MOODYS	102,333.	102,333.
GENERAL ELECTRIC CAPITAL CORP MAT 17OCT21 4.65% PAY FRQNCY SEMI ANNUAL S&P	100,300.	100,300.
DUKE ENERGY CAROLINAS LLC MAT 15MAY22 3.35% PAY FRQNCY SEMI ANNUAL S&P A MO	100,933.	100,933.
CVS CAREMARK CORP MAT 15MAY21 4.125% PAY FRQNCY SEMI ANNUAL CALL 15FEB21 @	101,184.	101,184.
BOSTON PROPERTIES INC MAT 15NOV20 5.625% PAY FRQNCY SEMI ANNUAL CALL 15AUG2	103,661.	103,661.
APPLE INC MAT 06MAY19 2.1% PAY FRQNCY SEMI ANNUAL S&P AA+ MOODYS AA1 CUSIP	99,782.	99,782.
ANHEUSER-BUSCH INBEV WORLDWIDE MAT 15JAN22 3.75% PAY FRQNCY SEMI ANNUAL S&P	100,074.	100,074.
AMPHENOL CORP NEW SR NT 4 MAT 01FEB22 4% PAY FRQNCY SEMI ANNUAL CALL 01NOV2	102,451.	102,451.
AMGEN INC MAT 15JUN21 4.1% PAY FRQNCY SEMI ANNUAL CALL 15MAR21 @ 100 S&P A	101,969.	101,969.
AMERICAN EXPRESS CREDIT CORP MAT 14SEP20 2.6% PAY FRQNCY SEMI ANNUAL CALL 1	98,977.	98,977.
AETNA INC MAT 01JUN21 4.125% PAY FRQNCY SEMI ANNUAL CALL 01MAR21 @ 100 S&P	101,374.	101,374.
AT&T INC FXD RT GLOBAL NT MAT 01MAR21 5% PAY FRQNCY SEMI ANNUAL S&P BBB MOO	103,400.	103,400.
TOTAL TO FORM 990-PF, PART II, LINE 10C	<u>2,400,796.</u>	<u>2,400,796.</u>

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ANCHORAGE SEGREGATED PORTFOLIO	FMV	325,515.	325,515.
BREDS III TE, LLC	FMV	57,848.	57,848.
THE ALPHAGEN EUROPEAN BEST IDEAS FUND LLC CLASS B	FMV	299,720.	299,720.
MASS INVESTORS GROWTH STOCK FUND A-MIGFX (11,608.493 SHARES)	FMV	293,927.	293,927.
MATTHEWS INTL FDS JAPAN FD CL TICKER MJFOX SHARES-27,345.778	FMV	506,717.	506,717.
MIG OFFSHORE FUND	FMV	146,270.	146,270.
VANGUARD ULTRA-SHORT-TERM .4444% PAY FRQNCY MONTHLY CUSIP 922031711 SHARES-	FMV	456,769.	456,769.
VANGUARD FTSE ALL WORLD EX US TICKER VFWAX SHARES-17,080.613	FMV	484,577.	484,577.
EATON VANCE FLOATING-RATE .525% CUSIP 277923637 SHARES-39,547.317	FMV	411,292.	411,292.
ANGEL OAK MULTI STRATEGY .546% CUSIP 03463K406 SHARES-37,132.719	FMV	409,196.	409,196.
WCM FOCUSED INTERNATIONAL TICKER WCMIX SHARES-42,595.486	FMV	597,189.	597,189.
OCA SSA SEGREGATED	FMV	279,675.	279,675.
OCA LMMI IV	FMV	1,199.	1,199.
OCA SLP V SILVER LAKE	FMV	14,650.	14,650.
ENTERPRISE PRODS PARTNERS L P TICKER EPD SHARES-23,800	FMV	585,242.	585,242.
BLACKSTONE GROUP LP/THE TICKER BX SHARES-26,000	FMV	775,060.	775,060.
APOLLO GLOBAL MANAGEMENT LLC TICKER APO SHARES-28,000	FMV	687,122.	687,122.
OCA SACHEM HEAD OFFSHORE SEGREGATED PORTFOLIO	FMV	344,760.	344,760.
OCA CMTG LLC	FMV	370,000.	370,000.
OCA OHA CREDIT FUND	FMV	448,890.	448,890.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,495,618.	7,495,618.

FORM 990-PF

OTHER ASSETS

STATEMENT 13

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	827.	123,735.	123,735.
DUE FROM BALDWIN	4,425.	0.	0.
OTHER RECEIVABLES	31,651.	31,651.	31,651.
TO FORM 990-PF, PART II, LINE 15	602,829.	721,312.	721,312.

FORM 990-PF

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

STATEMENT 14

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

CHARLOTTE S. WEIDLEIN	DIRECTOR-THROUGH 6/2018			
420 LEXINGTON AVENUE, SUITE 2331	1.00	0.	0.	0.
NEW YORK, NY 10170				

CLEVELAND D. REA, JR.	DIRECTOR-AS OF 06/2018			
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	150,000.	14,062.	0.
NEW YORK, NY 10170				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

150,000.	14,062.	0.
----------	---------	----