

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

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

OMB No. 1545-0052
2019
Open to Public Inspection

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation Greenacres Foundation Inc		A Employer identification number 31-1250075	
Number and street (or P.O. box number if mail is not delivered to street address) 8255 Spooky Hollow Rd	Room/suite	B Telephone number (see instructions) (513) 891-4227	
City or town, state or province, country, and ZIP or foreign postal code Cincinnati, OH 452426518		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) ▶ \$ <u>506,322,170</u>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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) (see instructions).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	32,100			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	499,965	499,965		
	4 Dividends and interest from securities	9,080,403	9,080,403		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	14,189,558			
	b Gross sales price for all assets on line 6a	231,211,131			
	7 Capital gain net income (from Part IV, line 2)		13,898,396		
	8 Net short-term capital gain				
	9 Income modifications			1,704,270	
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	890,531	0	645,406		
12 Total. Add lines 1 through 11	24,692,557	23,478,764	2,349,676		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	488,178	34,508	50,586	394,096
	14 Other employee salaries and wages	3,411,825	8,477	180,918	3,095,264
	15 Pension plans, employee benefits	818,794	7,516	29,388	762,245
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	1,839,750	1,607,178	172,938	59,186
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	667,586	115,051	470,278	106,606
	19 Depreciation (attach schedule) and depletion	1,118,005	0	103,243	
	20 Occupancy				
	21 Travel, conferences, and meetings	32,404	0	5,076	26,875
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,665,475	890	151,939	2,364,639
	24 Total operating and administrative expenses. Add lines 13 through 23	11,042,017	1,773,620	1,164,366	6,808,911
	25 Contributions, gifts, grants paid	8,376,159			8,376,159
26 Total expenses and disbursements. Add lines 24 and 25	19,418,176	1,773,620	1,164,366	15,185,070	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	5,274,381				
b Net investment income (if negative, enter -0-)		21,705,144			
c Adjusted net income (if negative, enter -0-)			1,185,310		

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	2,743,848	3,724,111	3,724,111
	3 Accounts receivable ▶ <u>46,625</u>			
	Less: allowance for doubtful accounts ▶ _____	62,358	46,625	46,625
	4 Pledges receivable ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	770,031	960,254	960,254
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	128,435,791	268,332,992	395,332,587
	c Investments—corporate bonds (attach schedule)	4,057,655	4,019,904	4,271,711
	11 Investments—land, buildings, and equipment: basis ▶ _____			
Less: accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	172,187,299	35,631,573	35,769,143	
14 Land, buildings, and equipment: basis ▶ <u>69,157,761</u>				
Less: accumulated depreciation (attach schedule) ▶ <u>6,265,836</u>	62,196,285	62,891,925	62,891,925	
15 Other assets (describe ▶ _____)	3,226,312	3,291,083	3,325,814	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	373,679,579	378,898,467	506,322,170	
Liabilities	17 Accounts payable and accrued expenses	745,835	729,562	
	18 Grants payable			
	19 Deferred revenue	126,120	86,900	
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	958,733	958,733	
	23 Total liabilities (add lines 17 through 22)	1,830,688	1,775,195	
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	278,541,059	286,352,658	
	25 Net assets with donor restrictions	93,307,832	90,770,614	
	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 (see instructions)	371,848,891	377,123,272		
30 Total liabilities and net assets/fund balances (see instructions) .	373,679,579	378,898,467		

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	371,848,891
2 Enter amount from Part I, line 27a	2	5,274,381
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	377,123,272
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	377,123,272

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	{	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	13,898,396
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{			3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	16,330,434	413,070,429	0.039534
2017	13,441,545	388,823,969	0.034570
2016	10,568,698	347,259,650	0.030435
2015	14,571,346	361,733,832	0.040282
2014	19,812,700	344,668,819	0.057483
2 Total of line 1, column (d)			2 0.202304
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 0.040461
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 417,147,811
5 Multiply line 4 by line 3			5 16,878,218
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 217,051
7 Add lines 5 and 6			7 17,095,269
8 Enter qualifying distributions from Part XII, line 4			8 19,069,714

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	217,051
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	217,051
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	217,051
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	1,391,720
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	1,391,720
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	1,174,669
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 1,174,669 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a		No
1b		No
1c		No
2		No
3		No
4a	Yes	
4b	Yes	
5		No
6	Yes	
7	Yes	
8b	Yes	
9		No
10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www.green-acres.org	Yes	
14	The books are in care of Jim Ebenschweiger Telephone no. (513) 407-5194		

Located at **8255 Spooky Hollow Rd Cincinnati OH** ZIP+4 **45242**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here and enter the amount of tax-exempt interest received or accrued during the year 15	<input type="checkbox"/>
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶	Yes No

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.

1a	During the year did the foundation (either directly or indirectly):		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? If "Yes," list the years ▶ 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b		No

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions. Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions **5b**

Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction? Yes 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 during the year? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Donna Woifer 8255 Spooky Hollow Road Cincinnati, OH 45242	Chief Operations Off 40.00	115,846	18,748	0
Amy Snyder 8255 Spooky Hollow Road Cincinnati, OH 45242	Agriculture Educatio 40.00	102,164	17,470	0
Caitlyn McCollum 8255 Spooky Hollow Road Cincinnati, OH 45242	Human Resources Dire 40.00	100,415	16,984	0
Alex Saurber 8255 Spooky Hollow Road Cincinnati, OH 45242	Buildings & Grounds 40.00	92,846	9,837	0
Donna Griffin 8255 Spooky Hollow Road Cincinnati, OH 45242	Environmental Educat 40.00	74,853	14,551	0
Total number of other employees paid over \$50,000.				26

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Randolph Company Inc 4200 Malsbary Road Cincinnati, OH 45242	Investment Advisors	1,604,163
H & H Structural Contracting Inc 3245 Profit Dr Fairfield, OH 45014	Construction	516,439
Humana Health Plan Ohio 640 Eden Park Drive Cincinnati, OH 45202	Health Insurance	502,768
Ratta Applied Construction 9460 Township Road Holmesville, OH 44633	Construction	477,772
Riverbend Commercial Title Co One E 4th St Cincinnati, OH 45202	Land & Building Purchases	428,107

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 The Foundation operates an environmental education center for area school children and garden education programs. School children visit in classes. In 2019, the education center provided 497 programs. In total, 11,498 children and 2,396 adults visited the center during the year.	2,226,772
2 The Foundation operates a Horsemanship Academy that teaches children and adults about horsemanship, from riding horses to grooming and feeding them. In 2019, the Academy provided 937 programs. In total, 3,788 children and 196 adults participated in these programs during the year.	538,332
3 The Foundation operates a farm using rotational grazing to preserve farmland and raise healthy cows, sheep, chickens, hogs, and turkeys. The farm products are sold through the Farm store. In 2019, the farm provided 145 programs. In total, 2,754 children and 528 adults participated in these programs during the year.	2,409,845
4 The Foundation operates an art center which provides education in cultural, visual and musical arts. In 2019, the art center provided 184 programs. In total, 4,555 children and 774 adults visited the center during the year.	732,837

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	0
2 	
3 All other program-related investments. See instructions. 	

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	369,596,966
b	Average of monthly cash balances.	1b	53,228,257
c	Fair market value of all other assets (see instructions).	1c	675,093
d	Total (add lines 1a, b, and c).	1d	423,500,316
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	423,500,316
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	6,352,505
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	417,147,811
6	Minimum investment return. Enter 5% of line 5.	6	20,857,391

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	20,857,391
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	217,051
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	217,051
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	20,640,340
4	Recoveries of amounts treated as qualifying distributions.	4	1,704,270
5	Add lines 3 and 4.	5	22,344,610
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	22,344,610

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	15,185,070
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	3,884,644
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	19,069,714
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	217,051
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	18,852,663

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				22,344,610
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			15,187,043	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ \$ _____ 19,069,714				
a Applied to 2018, but not more than line 2a			15,187,043	
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.				3,882,671
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				18,461,939
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.				

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test—enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				8,376,159
b <i>Approved for future payment</i>				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a Summer and School Programs					58,416
b Arts Center Revenue					110,763
c Horsemanship Academy					234,344
d Farm sales					241,383
e Felicity Farm					500
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	499,965	
4 Dividends and interest from securities.			14	9,080,403	
5 Net rental income or (loss) from real estate:					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	14,189,558	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Special Events rental of Art Center	531190	192,275			
b Private Events - Rentals	531190	49,000			
c Foundation - Cabin Rental	532000	3,850			
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).		245,125		23,769,926	645,406
13 Total. Add line 12, columns (b), (d), and (e). 13					24,660,457

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
1a	Summer camp fees from environmental education day camp and other
1b	Art education funds received
1c	Horsemanship training to adults and children at risk
1d	Sale of Farm produce, eggs, beef, chicken, lambs, hogs, and turkey
1e	Agriculture and farm education

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

Part XVII

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?

Table with 3 columns: Question, Yes, No. Rows include 1a(1) Cash, 1a(2) Other assets, 1b(1) Sales of assets, 1b(2) Purchases of assets, 1b(3) Rental of facilities, 1b(4) Reimbursement arrangements, 1b(5) Loans or loan guarantees, 1b(6) Performance of services, and 1c Sharing of facilities.

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash.
(2) Other assets.

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

Schedule table with 4 columns: (a) Line No., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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.

Schedule table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee: ***** Date: 2020-06-30 Title: *****

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

Paid Preparer Use Only

Table for paid preparer information including name (Gregory A Deyhle), signature, date, firm name (MELLOTT & MELLOTT PLL), address (312 WALNUT STREET - SUITE 2500 CINCINNATI, OH 452024025), PTIN (P00341594), and phone number (513) 241-2940.

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
TD Ameritrade - A/C 1397	P		
TD Ameritrade - A/C 1397	P		
TD Ameritrade - A/C 0670	P		
TD Ameritrade - A/C 0670	P		
TD Ameritrade - A/C 0670	P		
TD Ameritrade - A/C 0718	P		
TD Ameritrade - A/C 0718	P		
TD Ameritrade - A/C 0718	P		
TD Ameritrade - A/C 8646	P		
FSP Energy Tower I	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
133,942		131,650	2,292
5,669		5,567	102
42,563			42,563
124,974,937		132,464,747	-7,489,810
30,807,945		13,870,268	16,937,677
19,029			19,029
58,188,305		61,565,346	-3,377,041
13,976,461		6,726,200	7,250,261
914,557		414,690	499,867
95,472		82,016	13,456

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			2,292
			102
			42,563
			-7,489,810
			16,937,677
			19,029
			-3,377,041
			7,250,261
			499,867
			13,456

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Mr Guy D Randolph Jr 8255 Spooky Hollow Road Cincinnati, OH 45242	Founder/Trustee 1.00	0	0	0
Dr Jill Louv 8255 Spooky Hollow Road Cincinnati, OH 45242	Founder/Trustee 1.00	0	0	0
Carter F Randolph PHD 8255 Spooky Hollow Road Cincinnati, OH 45242	President/Founder 30.00	362,952	44,212	0
Mr Brad Lindner 8255 Spooky Hollow Road Cincinnati, OH 45242	Secretary/Founder 1.00	0	0	0
Mr Lawrence H Kyte Jr 8255 Spooky Hollow Road Cincinnati, OH 45242	Trustee/Founder 1.00	0	0	0
Mrs Geraldine Warner 8255 Spooky Hollow Road Cincinnati, OH 45242	Trustee 1.00	0	0	0
Mr Martin Cooper 8255 Spooky Hollow Road Cincinnati, OH 45242	Vice President/Founder 1.00	0	0	0
Mrs Meredith Leslie 8255 Spooky Hollow Road Cincinnati, OH 45242	Trustee 1.00	0	0	0
Mr James Ebenschweiger 8255 Spooky Hollow Road Cincinnati, OH 45242	Chief Financial Officer/Tr 40.00	125,226	34,289	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
4 Way String Quartet LLC 6508 Crestridge Circle Cincinnati, OH 45213	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	5,000
Blue Ash Montgomery Symphony Orchestra 4343 Cooper Rd Cincinnati, OH 45242	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	24,000
Catacoustic Consort 2345 Upland Place Cincinnati, OH 45206	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	20,000
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cincinnati Ballet 1555 Central Parkway Cincinnati, OH 45214	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	388,960
Cincinnati Boys Choir Inc 650 Walnut St Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	87,600
Cincinnati Chamber Orchestra 105 W 4th St 810 Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	25,000
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cincinnati Childrens Choir UC 2600 Clifton Ave Cincinnati, OH 45221	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	70,000
Cincinnati Choral Society 6000 Drake Rd Cincinnati, OH 45243	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	10,000
Cincinnati Fusion Ensemble Inc 748 East Epworth Cincinnati, OH 45232	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	60,000
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cincinnati May Festival 1241 Elm Street Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	388,960
Cincinnati Memorial Hall Society 1225 Elm St Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	20,000
Cincinnati Nature Center 4949 Trealtown Rd Milford, OH 45150	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	2,500
Total				8,376,159

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cincinnati Opera 1241 Elm Street Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	933,504
Cincinnati Public Radio Inc 1223 Central Parkway Cincinnati, OH 45214	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	50,000
Cincinnati Shakespeare Company 719 Race St Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	30,000
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cincinnati Sound Chapter - Sweet Adelines PO Box 42843 Cincinnati, OH 42843	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	2,000
Cincinnati Symphony Orchestra 1241 Elm Street Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	5,445,438
Circle Singers 7634 Newkirk Drive Cincinnati, OH 45011	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	7,500
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Hatmaker Foundation Chadwell Spring Ct Cleves, OH 45002	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	30,524
Heart of America Grazing Confrence - UK Research & Education Center 1205 Hopkinsville St Princeton, KY 42445	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	1,061
Indian Hill Schools 6855 Drake Rd Cincinnati, OH 45243	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	4,960
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Jazz Alive3901 Winding Way Cincinnati, OH 45229	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	2,500
Kentucky Symphony540 Linden Way Newport, KY 41071	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	30,000
La Soupe4150 Round Bottom Rd Cincinnati, OH 45244	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	5,682
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Linton Inc1241 Elm Street Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	12,000
Madeira Indian Hill Fire Station 64 6475 Drake Rd Cincinnati, OH 45243	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	4,000
MAM-LUFT and Company Dance P O Box 112110 Cincinnati, OH 45211	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	20,000
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Melodic Connections Inc 407 Vine St Suite 102 Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	50,000
Muscia Sacra Foundation 783 Bramblewood Dr Loveland, OH 45343	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	10,000
Music Resource Center Cincinnati 3032 Woodburn Ave Cincinnati, OH 45206	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	20,000
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Ohio Valley Voices 6642 Branch Guinea Pike Loveland, OH 45140	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	120
Queen City Opera 7340 Laurel Oak Lane Cincinnati, OH 45237	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	58,000
School for Creative and Performing Arts 108 W Central Parkway Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	173,000
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
School House Symphony 8847 Revere Run West Chester, OH 45069	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	30,000
Southern Gateway Chorus 28236 Cedar Creek Dr Sunman, IN 47041	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	88,850
University of Cincinnati Blue Ash 9555 Plainfield Rd Blue Ash, OH 45236	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	20,000
Total ▶ 3a				8,376,159

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Vocal Arts Ensemble 1241 Elm Street Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	105,000
Winton Woods High School Varsity Ensemble 1231 Kemper Rd Cincinnati, OH 45240	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	45,000
Xavier University 3800 Victory Parkway Cincinnati, OH 45207	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	75,000
Total				8,376,159

▶ 3a

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YMCA of Greater Cincinnati 1105 Elm St Cincinnati, OH 45202	None	NOT FOR PROFIT	ORGANIZATION'S CHARITABLE PURPOSE	20,000
Total				8,376,159

▶ 3a

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

TY 2019 Gain/Loss from Sale of Other Assets Schedule

Name: Greenacres Foundation Inc

EIN: 31-1250075

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Gain on Disposal of Assets		Purchased			2,052,251	1,761,089		0	291,162	

TY 2019 Investments Corporate Bonds Schedule**Name:** Greenacres Foundation Inc**EIN:** 31-1250075**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Ameritrade Institutional - Corporate bonds	4,019,904	4,271,711

TY 2019 Investments Corporate Stock Schedule**Name:** Greenacres Foundation Inc**EIN:** 31-1250075**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Ameritrade Institutional - Corporate stock	267,423,053	394,424,139
Ameritrade Institutional - Deferred Compensation	909,939	908,448

TY 2019 Investments - Other Schedule**Name:** Greenacres Foundation Inc**EIN:** 31-1250075**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Ameritrade Institutional - Exchange-traded funds	AT COST	29,680,309	29,817,879
Ameritrade Institutional - Money Market funds	AT COST	5,900,980	5,900,980
Ameritrade Institutional -Deferred Compensation	AT COST	50,284	50,284

TY 2019 Other Assets Schedule**Name:** Greenacres Foundation Inc**EIN:** 31-1250075**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Donated property held for charitable use	3,146,650	3,146,650	3,146,650
Accrued Income	100,248	179,164	179,164
Miscellaneous Adjustment	-20,586	-34,731	

TY 2019 Other Expenses Schedule**Name:** Greenacres Foundation Inc**EIN:** 31-1250075**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Fees	32,794	823	3,159	25,660
Continuing education	20,153	0	0	19,554
Operating supplies	486,726	0	5,443	467,643
Meals & entertainment	14,919	0	4,721	9,994
Repairs & maintenance	851,757	0	11,994	788,557
Insurance	195,837	67	23,115	159,405
Utilities	188,382	0	13,880	161,261
Contracted services	218,617	0	5,231	210,738
Miscellaneous expenses	367,922	0	53,452	290,155
Dues & subscriptions	12,972	0	9,386	3,585

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Supplies	49,940	0	15,187	33,831
Telephone	33,693	0	6,371	24,143
Cost of goods sold	191,763	0	0	170,113

TY 2019 Other Income Schedule

Name: Greenacres Foundation Inc

EIN: 31-1250075

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Summer and School Programs	58,416		58,416
Arts Center Revenue	110,763		110,763
Horsemanship Academy	234,344		234,344
Farm sales	241,383		241,383
Felicity Farm	500		500
Special Events rental of Art Center	192,275		0
Private Events - Rentals	49,000		0
Foundation - Cabin Rental	3,850		0

TY 2019 Other Liabilities Schedule**Name:** Greenacres Foundation Inc**EIN:** 31-1250075

Description	Beginning of Year - Book Value	End of Year - Book Value
Deferred compensation	958,733	958,733

TY 2019 Other Professional Fees Schedule**Name:** Greenacres Foundation Inc**EIN:** 31-1250075

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Other professional fees	230,490	0	170,856	59,186
Investment management fees	1,607,178	1,607,178	0	0
Other investment fees	2,082	0	2,082	0

TY 2019 Taxes Schedule**Name:** Greenacres Foundation Inc**EIN:** 31-1250075

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll taxes	288,692	1,841	13,665	262,720
Taxes and Permits	265,684	0	456,613	-156,114
Foreign Taxes	113,210	113,210	0	0

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047
2019

Name of the organization
Greenacres Foundation Inc

Employer identification number
31-1250075

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

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

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Part I

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	B Hellman Charitable Family Trust 8180 Ravenswalk Lane Cincinnati, OH 45243	\$ 5,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions.)

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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-	(see instructions). Use duplicate copies of Part II if additional space is needed. _____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____
-	_____ _____ _____	_____ \$	_____

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

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

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

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

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