2949108614402

Form **990-PF**

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.

	social security numbers on irs.gov/Form990PF for instr			Open to Public Inspection
For calendar year 2019 or tax year beginning		, and ending		
Name of foundation			A Employer identificatio	n number
ESTHER AND HAROLD MERTZ FO				
C/O DIANNE R. STADTFELD SD			13-7231616	<u> </u>
Number and street (or P.O box number if mail is not delivered to street a	address)	Room/suite	B Telephone number	
212 S. MAIN AVE SUITE 133			605-271-53	154
City or town, state or province, country, and ZIP or foreign p $SIOUX\ FALLS$, $SD\ 57104$	ostal code		C If exemption application is	pending, check here
G Check all that apply. Initial return	Initial return of a fo	ormer public charity	D 1. Foreign organization	ns, check here
Final return	Amended return		l it is a sign or guineauto.	
Address change	Name change		Foreign organizations m check here and attach c	neeting the 85% test, computation
H Check type of organization: X Section 501(c)(3) ex	cempt private foundation	DH	E If private foundation st	
Section 4947(a)(1) nonexempt charitable trust	Other taxable private founda	ition	under section 507(b)(1	1)(A), check here
Fair market value of all assets at end of year J Accounti	ng method [.] X Cash	Accrual	F If the foundation is in a	
(from Part II, col. (c), line 16)	ther (specify)		under section 507(b)(1	
▶\$\$429,673,862. (Part I, colur	nn (d), must be on cash basi	IS.)		
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	803,032.		N/A	1
2 Check I if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	647,630.	994,402.		STATEMENT 1
5a Gross rents	3,700,992.	3,700,992.		STATEMENT 2
b Net rental income or (loss) 3,700,992.				
6a Net gain or (loss) from sale of assets not on line 10	-252,966.			
b Gross sales price for all 8,203,368.				
b Gross sales price for all assets on line 6a 8,203,368. 7 Capital gain net income (from Part IV line 2)		0.		
8 Net short-term capital gain			<u> </u>	REOF
9 Income modifications Gross sales less returns			<u>4</u>	PIVED
10a and allowances		-		NOV 2 & 2004
b Less Cost of goods sold				2 3 20/00
c Gross profit or (loss)	2 607 700	270 102	 	OCA MENTER 2
11 Other income	2,687,798. 7,586,486.	279,192. 4,974,586.		STATEMENT 3
12 Total Add lines 1 through 17	1,538,569.	307,214.		1,154,552
13 Compensation of officers, directors, trustees, etc	1,330,303.	301,214.		1,132,332
14 Other employee salaries and wages15 Pension plans, employee benefits		·····	·	-
3 16a Legal fees STMT 4	189,880.	0.		189,880
b Accounting fees STMT 5	80,156.	26,719.		26,719
c Other professional fees STMT 6	394,628.	216,596.		159,032
e 17 Interest				
18 Taxes STMT 7	1,298,057.	4,057.		0
b Accounting fees STMT 5 c Other professional fees STMT 6 17 Interest 18 Taxes STMT 7 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings	9,059,818.	3,602,178.		
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 8	1,330,447.	973,467.		353,253
ही 24 Total operating and administrative				
24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions gifts grants paid	13,891,555.	5,130,231.		1,883,436
25 Contributions, gifts, grants paid	19,397,800.			19,397,800
26 Total expenses and disbursements.				
Add lines 24 and 25	33,289,355.	<u>5,130,231.</u>		21,281,236
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-25,702,869.			
b Net investment income (If negative, enter -0-)	<u> </u>	0.		
c Adjusted net income (if negative, enter -0-)			N/A_	}

Form 990-PF (2019)

ESTHER AND HAROLD MERTZ FOUNDATION

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Form 990-PF (2019)

C/O DIANNE R. STADTFELD SDTC LLC

Part II Balance Sheets Attached schedules and amounts in the description Beginning of year End of year column should be for end of-year amounts only (a) Book Value (b) Book Value (c) Fair Market Value 1 Cash - non-interest-bearing 2,005,851. 761,066. 761,066. 2 Savings and temporary cash investments 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 77,067,613. 36,892,568. 10a Investments - U.S and state government obligations STMT 11 36,969,970. b Investments - corporate stock c Investments - corporate bonds 11 Investments - land, buildings, and equipment basis Less accumulated depreciation 12 Investments - mortgage loans STMT 12 613,498,470. 651,321,957. 391,942,826. 13 Investments - other 14 Land, buildings, and equipment: basis Less accumulated depreciation 15 Other assets (describe ▶ 16 Total assets (to be completed by all filers - see the 692,571,934. 688,975,591. 429,673,862. instructions Also, see page 1, item I) 17 Accounts payable and accrued expenses 18 Grants payable 251,625. 312,949. 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe 312,949. 251,625. 23 Total liabilities (add lines 17 through 22) Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30 24 Net assets without donor restrictions 25 Net assets with donor restrictions Foundations that do not follow FASB ASC 958, check here

X and complete lines 26 through 30 692,320,309. 688,662,642. 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 692,320,309. 688,662,642. 29 Total net assets or fund balances 692,571,934. 688,975,591. 30 Total liabilities and net assets/fund balances 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) 692,320,309. 2 Enter amount from Part I, line 27a $-25,\overline{702,869}$ 22,926,606. SEE STATEMENT 9 3 Other increases not included in line 2 (itemize) 689,544,046. 4 Add lines 1, 2, and 3 SEE STATEMENT 10 $881, \overline{404}$ 5 Decreases not included in line 2 (itemize) 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29 688,662,642. Form 990-PF (2019) ESTHER AND HAROLD MERTZ FOUNDATION

	nd Losses for Tax on In			SEE ATTAC		<u>.3-/23.</u> TATEME		Page 3
	e kind(s) of property sold (for example kind(s) and property sold (for example kind(s))			(b) How acquired P - Purchase	(c) Date	acquired	(d) Date	 e sold
	house; or common stock, 200 shs			D - Donation	`(mo,	day, yr)	(mo , da	ıy, yr)
<u>1a</u>								
<u>b</u>								
<u>c</u>				 			_	
<u>d</u>								
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale			ain or (loss) s (f) minus (_
a								
b								_
С		<u>-</u>						
d 0 202 260	<u> </u>		0 456 22	4			252	0.00
e 8,203,368.	gain in column (h) and owned by t		8,456,33	4.	(I) Coine (Cal (h) sam	-252,	900.
Complete only for assets showing	(j) Adjusted basis	· —	cess of col. (I)		ol. (k), but	Col (h) gain not less than	1-0-) or	
(i) FMV as of 12/31/69	as of 12/31/69		col (j), if any		Losses	(from col (I	1))	
<u>b</u>			.					_
С								
d								
<u>e</u>					-		-252,	<u>966.</u>
2 Capital gain net income or (net capit	tal loss) { If gain, also enter If (loss), enter -0	n Part I, line In Part I, line	7 : 7	} 2			-252,	966.
3 Net short-term capital gain or (loss)	as defined in sections 1222(5) an	d (6):		<u> </u>				
If gain, also enter in Part I, line 8, co	olumn (c)			}		37 / 3		
Part V Qualification Unit	der Section 4940(e) for	Reduced	Tax on Net	<u>リー3</u> Investment Inc	ome	<u> N/A</u>		
(For optional use by domestic private for								
,	·	340(a) tax on	net myesunem m	oomo ,				
If section 4940(d)(2) applies, leave this	part blank							
Was the foundation liable for the sectio	n 4942 tax on the distributable am	ount of any ye	ar in the base per	iod?			Yes	X No
If "Yes," the foundation doesn't qualify t								
1 Enter the appropriate amount in each		structions bef	ore making any ei				(4)	
Base periód years	(b) Adjusted qualifying dis	tributions	Net value of no	(c) incharitable-use asse	ıs	Distrib	(d) ution ratio	(0))
Calendar year (or tax year beginning 2018	,	2,102.		40,041,70		(col (b) divi		18182
2017	13.74	0,171.		52,557,69		**		30361
2016	52	1,266.		41,944,85				2154
2015		9,540.		3,513,25	0.		.00	2715
2014	22	7,612.		3,721,20	6.		.06	51166
2 Total of line 1, column (d)					2		.14	14578
3 Average distribution ratio for the 5-y	year base period - divide the total (on line 2 by 5 (O, or by the numbe	er of years				
the foundation has been in existence	e if less than 5 years	-			3		.02	28916
4 Enter the net value of noncharitable	-use assets for 2019 from Part X, I	ine 5			4	44	0,653,	948.
5 Multiply line 4 by line 3					5	1	2,741,	950.
6 Enter 1% of net investment income	(1% of Part I, line 27h)				6			0.
7 Add lines 5 and 6	(7	1	2,741,	
8 Enter qualifying distributions from F If line 8 is equal to or greater than li	•	1b. and comp	olete that nart usin	g a 1% tax rate	8	2:	1,281,	236.
See the Part VI instructions	, one on any box are dire vi, line	, and comp						

RartilV Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (a) List and describe the kind(s) of property sold, e g, real estate, (c) Date acquired (d) Date sold 2-story brick warehouse; or common stock, 200 shs MLC Co (mo, day, yr) (mo., day, yr) 1a 500,000 SHS BUFFALO NY BE 5000 02/05/1604/01/19 b 1,000,000 SHS CT ST GO SER-A BE 2640 D 03/28/16|04/15/19 c 1,000,000 SHS HOUSTON INDEPE BE 1375 D 06/01/16|06/03/19 d 1,000,000 SHS MA WTR RES-B BE 5000 05/16/1608/01/19 D e 280,000 SHS NEW YORK N Y C BE 1650 10/20/1501/25/19 D 2,070,000 SHS NEW YORK N Y C BE 1650 D 10/20/1505/01/19 g 2,300,000 SHS NORTH TEXAS TO BE 2020 07/18/1608/15/19 D h FLOW THROUGH FROM PCH K-1 P FLOW THROUGH FROM PCH K-1 P | FLOW THROUGH FROM FOUNDATION K-1 P k FLOW THROUGH FROM FOUNDATION K-1 P m n 0 (g) Cost or other basis (h) Gain or (loss) (f) Depreciation allowed (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 0. 500,000. 500,000. a 0. 1,000,000. 1,000,000. b 496. 1,000,000. 1,001,496. С 1,000,0001,000,000. 0. d 280,000. 280,000. 0. 2,070,000. 2,070,000. 0. 2,300,000. 2,300,000. 0. q 7,465. 7,465. h 13,176. -13,176. 291,662. -291,662. 45,903. 45,903. m n 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col (i) (i) F M V as of 12/31/69 but not less than "-0-") as of 12/31/69 over col (j), if any 0. 0. b -1,496.С 0. d 0. 0. 0. g 7,465. h -13,176.-291,662. 45,903. m n 0 $\{\begin{array}{l} \mbox{If gain, also enter in Part I, line 7} \\ \mbox{If (loss), enter "-0-" in Part I, line 7} \end{array}\}$ 2 Capital gain net income or (net capital loss) -252,966. 2 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 N/A

ESTHER AND HAROLD MERTZ FOUNDATION C/O DIANNE R. STADTFELD SDTC LLC 13-7231616 Part VI | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions) 1a Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1 (attach copy of letter if necessary-see instructions) Date of ruling or determination letter. 0. b Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1% 1 c All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b) 0. 2 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-) 0. 3 3 Add lines 1 and 2 0. 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-) 4 0. 5 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-6 Credits/Payments: 94,920. a 2019 estimated tax payments and 2018 overpayment credited to 2019 6a b Exempt foreign organizations - tax withheld at source 6Ь 0. c Tax paid with application for extension of time to file (Form 8868) 6с 0. 6d d Backup withholding erroneously withheld 94,920. 7 Total credits and payments Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here _____ if Form 2220 is attached 0. R Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed a 94.920. 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 94,920 . Refunded 0. 11 Enter the amount of line 10 to be: Credited to 2020 estimated tax 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 X 1a any political campaign? 1h 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 1c c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. 0 . (2) On foundation managers ▶ \$ (1) On the foundation > \$ e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers > \$ 0. X 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 2 If "Yes," attach a detailed description of the activities 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 3 Х 42 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? 5 If "Yes," attach the statement required by General Instruction T 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 X remain in the governing instrument? Х 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 8a Enter the states to which the foundation reports or with which it is registered. See instructions

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)

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

year 2019 or the tax year beginning in 2019? See the instructions for Part XIV If "Yes," complete Part XIV

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

of each state as required by General Instruction G? If "No," attach explanation

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X

8b

10

ESTHER AND HAROLD MERTZ FOUNDATION

C/O DIANNE R. STADTFELD SDTC LLC 13-7231616 Part VII-A Statements Regarding Activities (continued) Yes No 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of Х section 512(b)(13)? If "Yes," attach schedule See instructions 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 X 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Website address ▶ HTTPS://MERTZFOUNDATION.ORG 14 The books are in care of DIANNE R. STADTFELD, SDTC LLC Telephone no $\triangleright 605-271-5154$ Located at ▶ 212 S. MAIN AVE STE 133, SIOUX FALLS, ZIP+4 ▶57104 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here N/A and enter the amount of tax-exempt interest received or accrued during the year No Yes 16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, Х securities, or other financial account in a foreign country? 16 See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required No Yes 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 X No (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) Yes X No a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No X Yes No (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 Yes X No 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 Yes X No termination of government service, if terminating within 90 days) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations X section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions 1b Organizations relying on a current notice regarding disaster assistance, check here c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected X before the first day of the tax year beginning in 2019? 1c 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 (Part XIII, lines Yes X No 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years 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 N/A 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. 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time X Yes during the year? 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 Form 4720,

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3Ъ

4a

X

X

Schedule C, to determine if the foundation had excess business holdings in 2019.)

had not been removed from jeopardy before the first day of the tax year beginning in 2019?

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

ESTHER AND HAROLD MERTZ FOUNDATION

13-7231616 Form 990-PF (2019) C/O DIANNE R. STADTFELD SDTC LLC Page 6 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: Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, Yes X No any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 4945(d)(4)(A)? See instructions (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for Yes X No the prevention of cruelty to children or animals? b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations N/A 5b section 53 4945 or in a current notice regarding disaster assistance? See instructions 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 ___ Yes ___ No N/A expenditure responsibility for the grant? 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 Yes X No a personal henefit contract? Х 6b b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870 Yes X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? N/A 7b b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or Yes X No excess parachute payment(s) during the year? 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. (d) Contributions to employee benefit plans and deferred compensation (b) Title, and average hours per week devoted to position (c) Compensation (e) Expense account, other (If not paid, (a) Name and address allowances NANCY L CLOSE DIRECTION ADVISOR 4951 WINDSOR PARK SARASOTA, FL 34235 40.00 1536069. 0 0. LAVENDER TRUST COMPANY INC TRUSTEE 212 S. MAIN AVE, SUITE 133 2,500. SIOUX FALLS, SD 57104 10.00 0 0. 2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." (d) Contributions to employee benefit plans and deferred compensation (b) Title, and average (e) Expense account, other (a) Name and address of each employee paid more than \$50,000 (c) Compensation hours per week devoted to position allowances NONE Total number of other employees paid over \$50,000

ESTHER AND HAROLD MERTZ FOUNDATION C/O DIANNE R. STADTFELD SDTC LLC 13-7231616 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 OP GLOBAL FAMILY OFFICES LLC 150 EAST 52ND ST, NEW YORK, NY 10022 ADVISORY 314,128. BARNES & THORNBURG LLP 445 PARK AVENUE, NEW YORK, NY 10022 97,833. LEGAL MARKS PANETH LLP 685 THIRD AVE, NEW YORK, NY 10017 ACCOUNTING 80,156. WHITE & CASE LLP 1221 6TH AVE, NEW YORK, NY 10020 LEGAL 58,988. MIRTA TANJELOFF - 212 S. MAIN AVE SUITE 133, 50,500. SIOUX FALLS, SD 57104 ADVISORY Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the Expenses number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. N/A 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 N/A

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

All other program-related investments See instructions

3

All other program-related investments See instructions

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Total. Add lines 1 through 3

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C/O DIANNE R. STADTFELD SDTC LLC

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[P	Minimum Investment Return (All domestic foundations must complete this part. Foreign fou	ndations	s, see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
а	Average monthly fair market value of securities	1a	48,603,829.
	Average of monthly cash balances	1b	6,817,759.
	Fair market value of all other assets	1c	391,942,826.
d	Total (add lines 1a, b, and c)	1d	447,364,414.
е	Reduction claimed for blockage or other factors reported on lines 1a and		<u> </u>
	1c (attach detailed explanation) 1e_ 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	447,364,414.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,710,466.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	440,653,948.
6	Minimum investment return Enter 5% of line 5	6	22,032,697.
ĮP.	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations a	nd certair	
_	foreign organizations, check here 🕨 🔲 and do not complete this part)		
1	Minimum investment return from Part X, line 6	1	22,032,697.
2a	Tax on investment income for 2019 from Part VI, line 5		
b	Income tax for 2019 (This does not include the tax from Part VI) 2b 205,303.		
C	Add lines 2a and 2b	2c	205,303.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	21,827,394.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	21,827,394.
6	Deduction from distributable amount (see instructions)	_6	0.
<u>7_</u>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	21,827,394.
ĮP.	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	21,281,236.
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		<u> </u>
а	Suitability test (prior IRS approval required)	3a	
ь	Cash distribution test (attach the required schedule)	3ь	
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	21,281,236.
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	21,281,236.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation	qualifies f	
	4940(e) reduction of tax in those years		

Form **990-PF** (2019)

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
Distributable amount for 2019 from Part XI, line 7				21,827,394.
2 Undistributed income, if any, as of the end of 2019 a Enter amount for 2018 only			18,482,108.	
b Total for prior years				
g rotal for prior years		0.		
3 Excess distributions carryover, if any, to 2019				
1	1			
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from				
Part XII, line 4 [.] ▶ \$ 21,281,236.			10 400 100	
a Applied to 2018, but not more than line 2a			18,482,108.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus	_			
(Election required - see instructions)	0.			
d Applied to 2019 distributable amount				2,799,128.
e Remaining amount distributed out of corpus	0 <u>.</u>			
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 instr			0.	
f Undistributed income for 2019 Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2020				19,028,266.
7 Amounts treated as distributions out of				·-
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3) (Election				
may be required - see instructions)	0.			
8 Excess distributions carryover from 2014	· · · · · · · · · · · · · · · · · · ·			
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2020.				
Subtract lines 7 and 8 from line 6a	0.			

Analysis of line 9:				
a Excess from 2015				
b Excess from 2016	}			
c Excess from 2017	1			
d Excess from 2018	1			
e Excess from 2019	L	l ,	<u> </u>	

ESTHER AND HAROLD MERTZ FOUNDATION Form 990-PF (2019) C/O DIANNE R. STADTFELD SDTC LLC 13-7231616 Page 10 Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(1) Prior 3 years 2 a Enter the lesser of the adjusted net Tax year (e) Total (a) 2019 (b) 2018 (c) 2017 (d) 2016 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 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 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 revalties) (2) Support from general public and 5 of 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 Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.) 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 NONE Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: 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 SEE MERTZFOUNDATION.ORG, 605-271-5175 212 S. MAIN AVE, STE 133, SIOUX FALLS, b The form in which applications should be submitted and information and materials they should include: IN ACCORDANCE WITH WEBSITE c Any submission deadlines: IN ACCORDANCE WITH WEBSITE d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors IN ACCORDANCE WITH WEBSITE

13-7231616 Page 11

Part XV Supplementary Information 3 Grants and Contributions Paid During the Ye		Payment		
Recipient	If recipient is an individual,	Foundation	Purpose of great or	
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICA'S VETDOGS	(PC	TO PROVIDE ENHANCED	
371 EAST JERICHO TURNPIKE			MOBILITY AND RENEWED	
SMITHTOWN, NY 11787-2976			INDEPENDENCE TO UNITED	
			STATES VETERANS	25,000
BACK ON MY FEET		PC	TO PROVIDE SUPPORTS	
100 S BROAD STREET, SUITE 2136	'		FOR HOMELESS INVIDUALS	
PHILADELPHIA, PA 19110			 	50,000
FREEDOM ALLIANCE		₽C	TO ADVANCE THE	
22570 MARKEY COURT, SUITE 240	1		AMERICAN HERITAGE OF	
DULLES, VA 20166]	FREEDOM BY HONORING	
			MILITARY SERVICE	200,000
FURNITURE MISSION		PC	TO PROVIDE THOSE IN	
209 N. NESMITH			NEED WITH GENTLY USED	
SIOUX FALLS, SD 57103	1	}	FURNITURE AND	
		 	HOUSEHOLD ITEMS	15,000
GUIDE DOG FOUNDATION FOR THE BLIND,		PC	TO IMPROVE THE QUALITY	
INC.			OF LIFE FOR PEOPLE WHO	
371 EAST JERICHO TURNPIKE			ARE BLIND	
SMITHTOWN, NY 11787-2976		<u> </u>		25,000
	TINUATION SHEE	T(S)	<u>▶ 3a</u>	19,397,800
Approved for future payment				
NONE				
			 	
			-	
Tatal			▶ 3b	0
Total				m 990-PF (201

Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual. Recipient show any relationship to Foundation Purpose of grant or **Amount** status of recipient contribution any foundation manager Name and address (home or business) or substantial contributor HELEN KELLER SERVICES FOR THE BLIND TO ASSIST DEAF-BLIND 57 WILOUGHBY STREET YOUTHS BROOKLYN, NY 11201 63,000. TO PROVIDE SPIRITUAL HEROES TO HEROES FOUNDATION Þс 96 LINWOOD PLAZA #305 HEALING AND PEER FORT LEE, NJ 07024 SUPPORT PROGRAMS FOR VETERANS 50,000. TO SERVE NEW YORK'S HOPE FOR NEW YORK MOST MARGINALIZED 1166 AVE OF AMERICAS, SUITE 1610 RESIDENTS INCLUDING AT NEW YORK, NY 10036 RISK YOUTH AND THE HOMELESS 510,000. LONG ISLAND ALZHEIMER'S FOUNDATION ÞС TO IMPROVE QUALIFY OF 5 CHANNEL DRIVE LIFE FOR INDIVIDUALS PORT WASHINGTON, NY 11050 LIVING WITH ALZHEIMER'S DISEASE 50,000. PINES OF SARASOTA TO OFFER INDIVIDUALS A 1501 N. ORANGE AVENUE FULFILLING LIFE IN SARASOTA, FL 34236 REHABILITATION 13,500,000. TO END SEX TRAFFICKING RESTORE NYC PC P.O. BOX 1003, BOWLING GREEN STATION IN NEW YORK NEW YORK, NY 10274 25,000. STEPHEN SILLER TUNNEL TO TOWERS TO HONOR THE SACRIFICE ÞС FOUNDATION OF FIREFIGHTER STEPHEN SILLER WHO LAID DOWN 2361 HYLAN BLYD HIS LIFE TO SAVE STATEN ISLAND, NY 10306 OTHERS ON 9/11 4,520,000. TOP HONORS INC. TO HELP CHILDREN P.O. BOX 7473 IMPROVE THEIR MATH AND NEW YORK, NY 10116 CRITICAL THINKING ABILITIES 67,800. TO PROVIDE INNOVATIVE YOU CAN THRIVE! HOLISTIC RESOURCES AND 535 WEST 23RD STREET, S8R NEW YORK, NY 10011 PREVENTION SERVICES FOR CANCER SURVIVORS SINCE 2005 50,000. TO RAISE AWARENESS AND EPILEPSY FOUNDATION ÞС FUND PROGRAMS TO HELP 8301 PROFESSIONAL PLACE WEST, SUITE THOSE SUFFERING FROM 230 LANDOVER, MD 20785 EPILEPSY 10,000. 19,082,800. Total from continuation sheets

Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to any foundation manager Foundation Purpose of grant or Amount status of contribution Name and address (home or business) or substantial contributor recipient FRIENDS OF PORT ROWING PC TO BUILD STRENGTH, 1600 FRONT STREET CHARACTER AND TEACHES EAST MEADOW, NY 11554 DISCIPLINE TO TEENS AND ADULTS 5,000. GRACE INSTITUTE PC TO EMPOWER UNEMPLOYED 40 RECTOR STREET, 14TH FLOOR UNDEREMPLOYED WOMEN NEW YORK, NY 10006 IN NEW YORK TO ACHIEVE EMPLOYMENT AND SELF SUFFICIENCY 80,000. TEACH FOR AMERICA TO RECRUIT OUTSTANDING PC 132 MAIN STREET AND DIVERSE LEADERS TO MISSION, SD 57555 TEACH FOR TWO YEARS IN LOW-INCOME COMMUNITY 50,000. THE BANQUET ÞС TO PROVIDE MEALS THAT 900 EAST 8TH STREET ARE PAID FOR PREPARED BY, AND SERVED BY SIOUX FALLS, SD 57103 LOCAL COMMUNITY VOLUNTEER GROUPS 10,000. WORLD NEWS GROUP PC TO PRODUCE SOUND P.O. BOZ 20002 JOURNALISM, GROUNDED ASHVILE, NC 28802 IN FACTS AND BIBLICAL TRUTH 50,000. THE COLOR BLUE AND HOPE, INC РC TO SUPPORT TO WOMEN GOING THROUGH 4038 BISCAYNE DRIVE WINTER SPRINGS, FL 32708 PREGNANCY BEDREST OR EXPERIENCING INFANT 5,000. Loss HELEN KELLER NATIONAL CENTER TO SUPPORT SUMMER ÞС YOUTH VOCATIONAL 141 MIDDLE NECK ROAD SANDS POINT, NY 11050 PROGRAM AND TRANSPORTATION 37,000. Total from continuation sheets

Form 990-PF (2019)

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)	
	(a) Business	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income	
1 Program service revenue:	code		CODE	7 11100111		
å	 					
b						
c			_			
d	—					
e						
f						
g Fees and contracts from government agencies	ļ					
2 Membership dues and assessments						
3 Interest on savings and temporary cash						
investments	<u> </u>					
4 Dividends and interest from securities			14	647,630.	····	
5 Net rental income or (loss) from real estate:						
a Debt-financed property			34	3,700,992.		
Not debt-financed property						
6 Net rental income or (loss) from personal	1					
property						
7 Other investment income	900099	2,104,097.	14	583,701.		
8 Gain or (loss) from sales of assets other						
than inventory			18	-252,966.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a	1					
b						
c						
d				-		
0						
12 Subtotal Add columns (b), (d), and (e)		2,104,097.		4,679,357.	0.	
13 Total Add line 12, columns (b), (d), and (e)				13	<u> </u>	
(See worksheet in line 13 instructions to verify calculations)				·· <u> </u>		
Part XVI-B Relationship of Activities to	the Asser	maliahment of Eve	mnt	Burnosos		
relationship of Activities to	o tile Accol	inplistifient of Exe	mpt	Purposes		
Line No Explain below how each activity for which incor	me is reported in	column (e) of Part XVI-A	contrib	uted importantly to the accom	plishment of	
the foundation's exempt purposes (other than t	by providing fund	ds for such purposes).				
	<u>-</u>	<u> </u>				
				<u></u> ;		
		<u> </u>				
					· <u> </u>	
		<u> </u>				
						
						
·- 				 _		
						
						
						

ESTHER AND HAROLD MERTZ FOUNDATION

13-7231616

Page 13

9) C/O DIANNE R. STADTFELD SDTC LLC 13-7231616
Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations Form 990-PF (2019)
Part XVII In

			rectly engage in any of the follow	-	described in section 501(c)		Yes	NO
		, , , , ,	nizations) or in section 527, relatii	•				
		· -	ation to a noncharitable exempt o	rganization of.		4.41		- I
	 (1) Cash (2) Other 					1a(1)		X
	• •	nsactions:				1a(2)		
		nsactions. s of assets to a noncharita	phle evernat organization			16(1)	-	X
			incharitable exempt organization			1b(2)		X
		tal of facilities, equipment,	· •			1b(3)		X
	• •	nbursement arrangements				1b(4)		X
	• •	is or loan guarantees				1b(5)		X
		-	embership or fundraising solicitati	ons		1b(6)		X
			ailing lists, other assets, or paid er			1c		X
đ	If the ans	wer to any of the above is	"Yes," complete the following sch	edule. Column (b) should alwa	lys show the fair market value of the goods,	other ass	ets,	
	or service	es given by the reporting fo	oundation. If the foundation receiv	ved less than fair market value	in any transaction or sharing arrangement, s	how in		
	column (d) the value of the goods,	other assets, or services received	<u></u>				
(a) Lir	ne no	(b) Amount involved	(c) Name of noncharitab	le exempt organization	(d) Description of transfers, transactions, and	sharing arre	ngemen	ts
	{		N/A				_	
				· -				
		···········						
-								
			 					
								
	-+				· · · · · · · · · · · · · · · · · · ·		-	
	-+						<u> </u>	
	-+		<u> </u>					
	-+							
								
2a	Is the fou	indation directly or indirect	tly affiliated with, or related to, on	e or more tax-exempt organiza	tions described			
		•	n 501(c)(3)) or in section 527?	- • · · · · · · • · · · · · · · · · · ·	Ė	Yes	X	No
		omplete the following sch						
		(a) Name of org		(b) Type of organization	(c) Description of relations	hip		
		N/A						
					······································			
		· 	······	<u> </u>	· · · · · · · · · · · · · · · · · · ·			
<u> </u>	1		hat I have examined this return, including iplete. Declaration of preparer (other that		ments, and to the best of my knowledge and of which preparer has any knowledge	y the IRS di urn with the	scuss th	iis
Sig Her	n	LAVENDER THE	IST CO. INC.	1///2-20	one	wn below?	See ins	tr 1
HEI		BY: / LIAAMY	udyja -	1/7/2700		X Yes		No
	Sigi	nature of officer or trustee		Date	Title Check If PTIN			
		Print/Type preparer's na	me Preparer's	signature	Oate Check I If PTIN self- employed			
Paid	d	LIAD CHALL	OWARD W WAIM	A A MARAKALINI	1/12 / 12 . A la	000°	252	
	u parer		OWARD K	A CHANTARA	Firm's EIN ► 11-3	00823		
	Only	Firm's name MAR	KS PANETH LLP	v	FIRM'S EIN P II - 3	71004	± 4	
-	Unity	Firm's address ▶ 68	5 THIRD AVENUE					
			W YORK, NY 1001	7	Phone no. 212-5	03 <u>-</u> 81	200	
		I NE	" TOKK, NI TOOL	<u>′</u>	I FIIOTIE IIO. ZIZ	, , , , , , , , , , , , , , , , , , , 	, 00	

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

Go to www.irs.gov/Form990 for the latest information.

OMB No 1545 0047

2019

Employer identification number

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)

ESTHER AND HAROLD MERTZ FOUNDATION 13-7231616 C/O DIANNE R. STADTFELD SDTC LLC Organization type (check one) Filers of: Section: 501(c)() (enter number) organization Form 990 or 990-EZ 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization Form 990-PF X 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 [X] 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 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 33 1/3% 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF

Name of organization

ESTHER AND HAROLD MERTZ FOUNDATION

C/O DIANNE R. STADTFELD SDTC LLC

Employer identification number

13-7231616

Patil	Contributors (see instructions) Use duplicate copies of Part I if addition	nal space is needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTHER M MERTZ DESCENDANTS TRUST II 212 S. MAIN AVE, STE 133 SIOUX FALLS, SD 57104	* <u>14,356.</u>	Person X Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	ESTHER M MERTZ DESCENDANTS TRUST 212 S. MAIN AVE, STE 133 SIOUX FALLS, SD 57104	- \$ 788,676.	Person X Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- \$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	-	\$	Person Payroll Oncash Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- \$ - \$	Person Payroll Noncash Complete Part II for noncash contributions)

Name of organization

ESTHER AND HAROLD MERTZ FOUNDATION

C/O DIANNE R. STADTFELD SDTC LLC

Employer identification number

13-7231616

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

Name of organization

Employer identification number

ESTHER	AND	HAROI	D MERTZ	FOUNI	NOITAC
C/O DIZ	MME	R 91	ת.זאאיים ביי	SDTC	T.T.C

C/O DIA	ANNE R. STADTFELD SDTC	LLC		13-7231616	
	Exclusively religious, charitable, etc., contributio from any one contributor. Complete columns (a) completing Part III, enter the total of exclusively religious, of Use duplicate copies of Part III if additional s	through (e) and the following line entieritable, etc., contributions of \$1,000 or	rv For o	O1(c)(7), (8), or (10) that total more than \$1,000 for the year ganizations the year (Enter this ratio once)	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift		(d) Description of how gift is held	
-	Towns for all your odds and	(e) Transfer of gift			
-	Transferee's name, address, and	J Z IF + 4	K	elationship 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			elationship 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	<u>_</u> _i		
	Transferee's name, address, and	1 ZIP + 4	Re	elationship of transferor to transferee	

(e) Transfer of gift	t
----------------------	---

(c) Use of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_	

(d) Description of how gift is held

(a) No. from Part I

(b) Purpose of gift

FORM 990-PF	DIVIDENDS	AND INTEREST	FROM SECUR	ITIES	STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST MENT INCOM	
MORGAN STANLEY - ACQUISITION PREMIUM	-505.	0.	-505.		0.
MORGAN STANLEY - DIVIDEND MORGAN STANLEY -	29,214.	0.	29,214.	29,21	4.
MUNICIPAL BOND INTEREST PAID MORGAN STANLEY -	133,423.	0.	133,423.		0.
MUNICIPAL BOND INTEREST PAID MORGAN STANLEY -	-53,758.	0.	-53,758.		0.
MUNICIPAL BOND PREMUIM MORGAN STANLEY -	-426,437.	0.	-426,437.	1	0.
TAX EXEMPT OID MORGAN STANLEY -	505.	0.	505.		0.
US INTEREST	965,188.	0.	965,188.	965,18	8.
TO PART I, LINE 4	647,630.	0.	647,630.	994,40	2.
FORM 990-PF		RENTAL INCOM	E		STATEMENT 2
KIND AND LOCATION C	F PROPERTY			ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME FROM 2015 LAVENDER HOLDINGS LLC K-1 RENTAL INCOME FROM LAVENDER FOUNDATION INVESTMENTS			1	3,720,776.	
LLC K-1	LAVENDER FOL	JNDATION INVE	STMENTS	2	-19,784.
TOTAL TO FORM 990-P	F, PART I, I	LINE 5A		-	3,700,992.

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LEGAL FEES - HILL WARD

TO FM 990-PF, PG 1, LN 16A

HENDERSON

FORM 990-PF	OTHER I	NCOME		STATEMENT 3
DESCRIPTION		(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - 2015 LAVENDER HOLD	DINGS	84,173.	2 262 002	
FROM K-1 - 2015 LAVENDER HOLD	DINGS	64,1/3.	-2,262,083.	
LLC - SEC 1231 LOSS		364.	364.	
FROM K-1 - LAVENDER FOUNDATION		050 005	0.50 0.05	
INVESTMENTS LLC - ORDINARY II FROM K-1 - LAVENDER FOUNDATIO		-862,087.	-862,087.	
INVESTMENTS LLC - SEC 1231 G		-39,317.	-39,317.	
FROM K-1 - LAVENDER FOUNDATION			•	
INVESTMENTS LLC - OTHER INCO FROM K-1 - LAVENDER FOUNDATION		48,578.	48,578.	
FROM K-1 - LAVENDER FOUNDATION INVESTMENTS LLC - ROYALTY INC		86,325.	86,325.	
FROM K-1 - 2015 LAVENDER HOLI				
LLC - INTEREST	DIMOG	1,022,433.	1,022,433.	
FROM K-1 - 2015 LAVENDER HOL LLC - TE INTEREST	DINGS	62,350.	0.	
FROM K-1 - LAVENDER FOUNDATION	ON			•
INVESTMENTS LLC -INTEREST	~	2,050,248.	2,050,248.	
FROM K-1 - LAVENDER FOUNDATION INVESTMENTS LLC - DIVIDENDS	JN	234,731.	234,731.	
TOTAL TO FORM 990-PF, PART I	, LINE 11	2,687,798.	279,192.	
FORM 990-PF	LEGAL	FEES		STATEMENT 4
	(A)	(B)	(C)	(D)
DESCRIPTION	EXPENSES PER BOOKS	NET INVEST- MENT INCOME		
LEGAL FEES - BARNES &				
THORNBURG LLP	97,833.	0	•	97,833.
LEGAL FEES - WHITE & CASE	F	•		FA 465
LLP LEGAL FEES - MCDERMOTT WILL	58,988.	0	•	58,988
LEGAL FEES - MCDERMOTT WILL	19,933.	0	•	19,933
	,	J	-	22,300

13,126.

189,880.

0.

0.

13,126.

189,880.

FORM 990-PF	ACCOUNTI	NG FEES	STATEMENT 5		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES - MARKS PANETH LLP	80,156.	26,719.		26,719.	
TO FORM 990-PF, PG 1, LN 16B	80,156.	26,719.		26,719.	
FORM 990-PF (OTHER PROFES	SIONAL FEES	S	TATEMENT 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROFESSIONAL FEES - MIRTA TANJELOFF APPRASIAL FEES - CBRE, INC.	50,500. 30,000.	0.		50,500.	
ADVISORY FEES - QP GLOBAL FAMILY OFFICE	314,128.	216,596.		78,532.	
TO FORM 990-PF, PG 1, LN 16C	394,628.	216,596.		159,032.	
FORM 990-PF	TAX	ES	S	TATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES FROM K-1 LAVENDER HOLDINGS	1,294,000.	0.		0.	
FROM K-1 LAVENDER HOLDINGS LLC - FOREIGN TAXES	4,057.	4,057.		0.	
TO FORM 990-PF, PG 1, LN 18	1,298,057.	4,057.		0.	

FORM 990-PF	OTHER E	XPENSES	STATEMENT 8		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS EXPENSES	21,490.	4,752.		14,591.	
ADMINISTRATIVE EXPENSES	15,807.	3,952.		10,275.	
EXPENSE REIMBURSEMENT TO LAVENDER TRUST CO LAVENDER FOUNDATION K-1	300,000.	0.		300,000.	
-ROAYLTY DEDUCTION	45,341.	45,341.		0.	
LAVENDER FOUNDATION K-1 - 2% PORTFOLIO DEDUCTION LAVENDER FOUNDATION K-1 -	761,890.	761,890.		0.	
INVESTMENT INTEREST EXPENSE	157,532.	157,532.		0.	
LAVENDER HOLDINGS K-1 - CHARITABLE CONTRIBUTION LAVENDER FOUNDATION K-1 -	27,404.	0.		27,404.	
CHARITABLE CONTRIBUTION	983.	0.		983.	
TO FORM 990-PF, PG 1, LN 23	1,330,447.	973,467.		353,253.	

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 9
DESCRIPTION	AMOUNT
SEE FOOTNOTE	21,477,565.
FROM K-1 - LAVENDER FOUNDATION INVESTMENTS LLC - BOOK TO TAX DIFFERENCE	1,449,041.
TOTAL TO FORM 990-PF, PART III, LINE 3	22,926,606.
FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 10
DESCRIPTION	AMOUNT
LAVENDER HOLDINGS K-1 EXPENSES ON BOOK NOT ON RETURN	881,404.
TOTAL TO FORM 990-PF, PART III, LINE 5	881,404.

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FORM 990-PF U.S. AND STATE	E/CITY GOV	ERNMENT	OBLIGATIONS	STATEMENT 11
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
37,000,000.000 UNITED STATES TREASURY BILL	x		36,892,568.	36,969,970.
TOTAL U.S. GOVERNMENT OBLIGATIONS	S		36,892,568.	36,969,970.
TOTAL STATE AND MUNICIPAL GOVERNMENT	MENT OBLIG	ATIONS		
TOTAL TO FORM 990-PF, PART II, L	INE 10A	•	36,892,568.	36,969,970.

FORM 990-PF OTHER	INVESTMENTS		STATEMENT 12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN 2015 LAVENDER	COST		
HOLDINGS LLC		561,706,967.	298,831,717.
INVESTMENT IN LAVENDER FOUNDATION	COST		
HOLDINGS LLC		89,520,390.	93,015,446.
INVESTMENT IN LAVENDER FOUNDATION	COST	04.600	05.660
CORPORATION		94,600.	95,663.
TOTAL TO FORM 990-PF, PART II, LINE	13	651,321,957.	391,942,826.

GENERAL EXPLANATION

STATEMENT 13

FORM/LINE IDENTIFIER

FOOTNOTE TO 990 PF PART I LINE 19

EXPLANATION:

DEPRECIATION EXPENSE REPORTED IS ALLOCATED FROM PARTNERSHIP INVESTMENT.

FOOTNOTE TO 990 PF PART I LINE 25

DESCRIPTION OF THE CONTRIBUTED PROPERTY - APPROXIMATELY 75 ACRES OF RAW LAND KNOWN AS SECTION 6, TOWNSHIP 26 SOUTH, RANGE 19 EAST, PASCO COUNTY, FLORIDA.

BOOK VALUE OF THE CONTRIBUTED PROPERTY - \$4,000,000

THE METHOD USED TO DETERMINE THE BOOK VALUE - QUALIFIED APPRAISAL REPORT DATED DECEMBER 17, 2019

THE METHOD USED TO DETERMINE THE FAIR MARKET VALUE - OUALIFIED APPRAISAL REPORT DATED DECEMBER 17, 2019

DATE OF THE GIFT - DECEMBER 23, 2019

FOOTNOTE TO 990 PF PART III LINE 3

OTHER INCREASES NOT INCLUDED IN LINE 2, AS REPORTED ON LINE 3 IS THE EXCESS OF BOOK INCOME RECORDED FOR PARTNERSHIP CASH DISTRIBUTIONS RECEIVED OVER K-1 TAXABLE INCOME ALLOCATION

FOOTNOTE FOR 990 PF - PART VII-A - QUESTION 8 A AND 8 B

THE CHARITABLE TRUST IS ORGANIZED UNDER THE LAWS OF SOUTH DAKOTA, WHICH DOES NOT REQUIRE SUCH FILINGS. COPIES OF 990 PF ARE AVAILABLE AT CHARITABLE TRUST'S OFFICE IN SIOUX FALLS, SOUTH DAKOTA.

FOOTNOTE TO 990 PF PART VII-A QUESTION 11 AND PART VII-B QUESTION 3

NAME AND ADDRESS OF CONTROLLED ENTITY #1

2015 LAVENDER HOLDINGS LLC 445 PARK AVE, 18TH FL NEW YORK, NY 10022

EIN 81-2443775

2015 LAVENDER HOLDINGS LLC IS NOT AN EXCESS BUSINESS HOLDING. IT IS A HOLDING COMPANY THAT EFFECTIVELY OWNS 100% OF THE INTEREST IN COMMERICIAL OFFICE BUILDINGS WHOSE GROSS INCOME IS DERIVED FROM PASSIVE INVESTMENT SOURCES FOR PURPOSES OF DETERMINING EXCESS BUSINESS HOLDINGS. THE

ESTHER AND HAROLD MERTZ FOUNDATION C/O D

HOLDING COMPANY ALSO OWNS A 15% NON CONTROLLING INTEREST IN AN OPERATING COMPANY TAXED AS A PARTNERSHIP, RAW LAND, AND CONDUCTS MANAGEMENT ACTIVITIES SOLELY FOR THE COMMERCIAL OFFICE BUILDINGS THAT IT OWNS.

NAME AND ADDRESS OF CONTROLLED ENTITY #2

LAVENDER FOUNDATION INVESTMENTS LLC 4951 WINDSOR PARK SARASOTA, FL 34235

EIN 83-1192629

LAVENDER FOUNDATION INVESTMENTS LLC IS NOT AN EXCESS BUSINESS HOLDING. IT IS A LLC, TAXED AS A PARTNERSHIP, THAT IS EFFECTIVELY 100% OWNED BY THE FOUNDATION. ITS GROSS INCOME IS DERIVED FROM PASSIVE INVESTMENT SOURCES FOR PURPOSES OF DETERMINING EXCESS BUSINESS HOLDINGS.