

Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation**2019**Department of the Treasury
Internal Revenue Service

- ▶ 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.

Open to Public Inspection

For calendar year 2019 or tax year beginning

2019, and ending

Ralph B. Rogers Foundation
13901 Midway Rd., Suite 102-212
Dallas, TX 75244

RECEIVED

JUL 27 2020

Employer identification number

20-3452395

Telephone number (see instructions)

972-392-3202

If exemption application is pending, check here ☐ 6

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

\$ 10,951,184.

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)

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

E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

7,073.

7,073.

N/A

4 Dividends and interest from securities

232,744.

232,744.

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

116,818.

b Gross sales price for all assets on line 6a 2,630,970.

7 Capital gain net income (from Part IV, line 2)

116,818.

8 Net short term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less: Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

See Statement 1

27,042.

27,042.

12 Total. Add lines 1 through 11

383,677.

383,677.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) See St 2

7,038.

3,519.

3,519.

c Other professional fees (attach sch) See St 3

39,065.

39,065.

17 Interest

18 Taxes (attach schedule)(see instrs) See Stm 4

4,593.

593.

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

13,195.

13,195.

22 Printing and publications

23 Other expenses (attach schedule)

See Statement 5

26,865.

24,980.

1,885.

24 Total operating and administrative expenses. Add lines 13 through 23

90,756.

68,157.

18,599.

25 Contributions, gifts, grants paid Part XV

412,900.

412,900.

26 Total expenses and disbursements

Add lines 24 and 25

503,656.

68,157.

431,499.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-119,979.

b Net investment income (if negative, enter -0-)

315,520.

c Adjusted net income (if negative, enter -0-)

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	10,508.	21,430.	21,430.
	2 Savings and temporary cash investments	564,437.	299,854.	299,854.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)	1,281,359.	592,230.	599,734.
	b Investments — corporate stock (attach schedule) Statement 6	1,179,445.	1,179,445.	3,210,456.
	c Investments — corporate bonds (attach schedule) Statement 7	2,717,463.	3,475,465.	3,491,443.
Liabilities	11 Investments — land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) Statement 8	2,430,408.	2,514,428.	3,328,267.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)	69,212.		
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item 1).	8,252,832.	8,082,852.	10,951,184.
Net Assets or Fund Balances	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Part III Analysis of Changes in Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30. ▶ <input type="checkbox"/>			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30. ▶ <input checked="" type="checkbox"/>			
	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	8,252,832.	8,082,852.	
	29 Total net assets or fund balances (see instructions)	8,252,832.	8,082,852.	
	30 Total liabilities and net assets/fund balances (see instructions)	8,252,832.	8,082,852.	

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	8,252,832.
2 Enter amount from Part I, line 27a	2	-119,979.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	8,132,853.
5 Decreases not included in line 2 (itemize) ▶ <u>See Statement 9</u>	5	50,001.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 29	6	8,082,852.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a publicly traded securities		P	Various	Various
b K-1 pass-through capital gains (losses)		P	Various	12/31/19
c long-term capital gain dist.		P	Various	Various
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 2,577,000.		2,514,160.	62,840.
b 47,878.			47,878.
c 6,100.			6,100.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			62,840.
b			47,878.
c			6,100.
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	116,818.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 </div>		3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation doesn't qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	716,834.	10,384,313.	0.069030
2017	496,244.	10,531,639.	0.047119
2016	760,460.	10,109,943.	0.075219
2015	551,337.	10,546,676.	0.052276
2014	454,198.	10,910,516.	0.041629

2 Total of line 1, column (d)	2	0.285273
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	0.057055
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	10,614,341.
5 Multiply line 4 by line 3	5	605,601.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,155.
7 Add lines 5 and 6	7	608,756.
8 Enter qualifying distributions from Part XII, line 4	8	431,499.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	6,310.
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	6,310.
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	6,310.
6 Credits/Payments			
a 2019 estimated tax pymts and 2018 overpayment credited to 2019	6 a	5,484.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	5,484.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	55.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	881.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2020 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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Form 990-PF (2019)

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 section 512(b)(13)? If 'Yes,' attach schedule See instructions	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>David Rogers</u> Telephone no <u>972-392-3202</u> Located at <u>13901 Midway Rd., Suite 102-212 Dallas TX</u> ZIP + 4 <u>75244</u>		
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 <u>N/A</u>	15	N/A
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 <u></u>	16	X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 type="checkbox"/> Yes <input checked="" 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"/>	1 b	X
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?	1 c	X
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 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20 __ , 20 __ , 20 __ , 20 __</u>		
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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20 __ , 20 __ , 20 __ , 20 __</u>		
3 a 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
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?	4 b	X

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Form 990-PF (2019)

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** N/A

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?N/A ☐ 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?**6b** X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, and foundation managers and their compensation. 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 Statement 11		0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (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	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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Form 990-PF (2019)

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	1 a	9,156,167.
b	Average of monthly cash balances	1 b	549,425.
c	Fair market value of all other assets (see instructions)	1 c	1,070,389.
d	Total (add lines 1a, b, and c)	1 d	10,775,981.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,775,981.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	161,640.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,614,341.
6	Minimum investment return. Enter 5% of line 5	6	530,717.

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	530,717.
2 a	Tax on investment income for 2019 from Part VI, line 5	2 a	6,310.
b	Income tax for 2019 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	6,310.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	524,407.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	524,407.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	524,407.

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	1 a	431,499.
b	Program-related investments — total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	431,499.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	431,499.

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				524,407.
2 Undistributed income, if any, as of the end of 2019.				
a Enter amount for 2018 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2019				
a From 2014				
b From 2015	40,717.			
c From 2016	259,751.			
d From 2017				
e From 2018	216,820.			
f Total of lines 3a through e	517,288.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 431,499.				
a Applied to 2018, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2019 distributable amount				431,499.
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))	92,908.			92,908.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	424,380.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	424,380.			
10 Analysis of line 9				
a Excess from 2015				
b Excess from 2016	207,560.			
c Excess from 2017				
d Excess from 2018	216,820.			
e Excess from 2019				

BAA

Form 990-PF (2019)

N/A

- (4) Gross investment income

[illegible]

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> See statement 12			See statement 12	412,900.
Total				▶ 3a 412,900.
<i>b Approved for future payment</i>				
Total				▶ 3b

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

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) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	7,073.	
4	Dividends and interest from securities			14	232,744.	
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	116,818.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	Cooper Square Fund K-1			14	27,042.	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				383,677.	
13	Total. Add line 12, columns (b), (d), and (e)				383,677.	

(See worksheet in line 13 instructions to verify calculations)

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

Ralph B. Rogers Foundation

20-3452395

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Cooper Square Fund K-1	\$ 27,042.	\$ 27,042.	
Total	<u>\$ 27,042.</u>	<u>\$ 27,042.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bookkeeping and tax preparation	\$ 7,038.	\$ 3,519.		\$ 3,519.
Total	<u>\$ 7,038.</u>	<u>\$ 3,519.</u>		<u>\$ 3,519.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment management	\$ 39,065.	\$ 39,065.		
Total	<u>\$ 39,065.</u>	<u>\$ 39,065.</u>		<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax paid	\$ 4,000.			
Foreign tax paid	593.	\$ 593.		
Total	<u>\$ 4,593.</u>	<u>\$ 593.</u>		<u>\$ 0.</u>

Ralph B. Rogers Foundation

20-3452395

Statement 5
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank charges	\$ 60.	\$ 60.		
Cooper Square Fund K-1 deductions	24,920.	24,920.		
Filing fees	5.			\$ 5.
Meals & Entertainment	415.			415.
Office supplies and expenses	1,465.			1,465.
Total	\$ 26,865.	\$ 24,980.		\$ 1,885.

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
280 shs Alcon Inc.	Cost	\$ 6,858.	\$ 15,840.
1600 shs Automatic Data Processing	Cost	47,533.	272,800.
533 shs CDK Global Inc.	Cost	6,873.	29,144.
670 shs CVS Health Corp	Cost	54,079.	49,774.
2450 shs Cisco Systems	Cost	52,185.	117,502.
3600 shs Coca-Cola Company	Cost	81,703.	199,260.
1800 shs Emerson Electric Co	Cost	89,730.	137,268.
2800 shs ExxonMobil Corp	Cost	120,373.	195,384.
3000 shs Intel Corp	Cost	61,410.	179,550.
1600 shs Johnson & Johnson	Cost	98,528.	233,392.
2400 shs Microsoft Corp	Cost	60,360.	378,480.
1400 shs Novartis Ag	Cost	49,283.	132,566.
1800 shs Pepsico Inc.	Cost	116,838.	246,006.
2000 shs Raymond James Financial	Cost	47,700.	178,920.
900 shs Ratheon Company	Cost	35,856.	197,766.
1000 shs 3M Company	Cost	69,020.	176,420.
2600 shs Walmart Inc.	Cost	116,406.	308,984.
3000 shs Wells Fargo & Co	Cost	64,710.	161,400.
Total		\$ 1,179,445.	\$ 3,210,456.

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Synchrony Bank due 1/16/2020	Cost	\$ 248,057.	\$ 250,016.
Zions Bancorp due 2/6/2020	Cost	249,875.	250,000.
BankUnited due 5/6/2020	Cost	249,938.	250,000.
Frist State Comnty Bank due 5/29/2020	Cost	249,565.	251,079.
First Internet Bank due 6/29/2020	Cost	249,500.	251,366.
Bank of America due 8/3/2020	Cost	174,475.	175,932.
First Kentucky Bank due 8/10/2020	Cost	245,242.	245,098.
Stearns Bank due 8/21/2020	Cost	189,924.	190,000.

Ralph B. Rogers Foundation

20-3452395

Statement 7 (continued)
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
First Foundation Bank due 8/25/2020	Cost	\$ 249,888.	\$ 250,000.
New York Cmnty Bank due 9/22/2020	Cost	249,750.	251,459.
Cathay Bank due 10/22/2020	Cost	200,899.	201,000.
Iberiabank due 10/30/2020	Cost	249,375.	252,462.
Valliance Bank due 10/30/2020	Cost	169,915.	169,934.
Ally Bank due 12/7/2020	Cost	249,250.	252,931.
JPMorgan Chase Bank due 2/15/2021	Cost	249,812.	250,166.
	Total	\$ 3,475,465.	\$ 3,491,443.

Statement 8
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Cooper Square Fund LP	Cost	\$ 200,000.	\$ 673,561.
Total Other Investments		\$ 200,000.	\$ 673,561.
<u>Other Publicly Traded Securities</u>			
4310 shs Carillon Eagle MidCap Growth	Cost	206,825.	302,323.
11217 shs Dodge & Cox Intl Stock	Cost	466,343.	489,064.
4500 shs Kraneshares Bosera China ETF	Cost	152,550.	146,790.
5050 shs Proshares Russell 2000 Div	Cost	298,030.	312,040.
4204 shs Vanguard Real Estate Index	Cost	370,701.	553,118.
4400 shs Vanguard FTSE All World Ex US	Cost	227,436.	236,500.
5000 shs Wisdomtree Int'l Small Cap Div	Cost	336,493.	355,575.
3200 shs Vanguard ST Corp Bond	Cost	256,050.	259,296.
Total Other Publicly Traded Securities		\$ 2,314,428.	\$ 2,654,706.
	Total	\$ 2,514,428.	\$ 3,328,267.

Statement 9
Form 990-PF, Part III, Line 5
Other Decreases

K-1 net income not recorded on books		\$ 50,001.
	Total	\$ 50,001.

Statement 10
Form 990-PF, Part VII-A, Line 12
Explanation of Distribution to Donor Advised Fund

Qualifying Distribution Statement:

A donation of \$8,200 to the Adirondack Foundation and a donation of \$8,200 to The Dallas Foundation were counted as qualifying distributions in 2019.

Ralph B. Rogers Foundation

20-3452395

Statement 10 (continued)
Form 990-PF, Part VII-A, Line 12
Explanation of Distribution to Donor Advised Fund

Section 170(C)(2)(B) Explanation:
 Certain board members utilize community foundation donor-advised funds to re-distribute grant dollars efficiently to 501(c)(3) organization in their local communities.

Statement 11
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
William E. Rogers 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	President, Dir. 1.00	\$ 0.	\$ 0.	\$ 0.
David G. Rogers 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Treasurer, Dir. 1.00	0.	0.	0.
Michael L. Rogers 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Secretary, Dir. 1.00	0.	0.	0.
John B. Rogers 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	VP, Director 1.00	0.	0.	0.
Richard G. Rogers 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	VP/Director 1.00	0.	0.	0.
James B. Rogers 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Inv. Chair/Dir 1.00	0.	0.	0.
Callie G. Rogers Emery 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Asst Sec., Dir. 1.00	0.	0.	0.
John B. Rogers, Jr. 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Director 1.00	0.	0.	0.
Mary B. Rhoades 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Director 1.00	0.	0.	0.

Ralph B. Rogers Foundation

20-3452395

Statement 11 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
William E. Rogers, II 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Director 1.00	\$ 0.	\$ 0.	\$ 0.
Buff A. Strickland 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Director 1.00	0.	0.	0.
Katherine R. Roberts 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Director 1.00	0.	0.	0.
Philip Rogers 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Director 1.00	0.	0.	0.
Pegram Harrison 13901 Midway Rd., Ste 102-212 Dallas, TX 75244	Director 1.00	0.	0.	0.
Total		\$ 0.	\$ 0.	\$ 0.

2019

Federal Statements

Client RBROGERS

THE RALPH B. ROGERS FOUNDATION

20-3452395

Statement 12

Form 990-PF, Part XV, Line 3a

Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Adirondack Foundation P O Box 288 Lake Placid, NY 12946	N/A	PC	Mary B Rhoades Fund	\$ 8,200
Alumni Fund Association of Yale University 157 Church St New Haven, CT 06510	N/A	PC	Yale College	\$ 1,000
Annie's Orphans 1630 County Road 214 Durango, CO 81303	N/A	PC	General operating support	\$ 6,200
Answer ALS 930 Robert E Lee New Orleans, LA 70124	N/A	PC	Support for aggressive research on ALS	\$ 750
Christ Church Dark Harbor P O Box 147 Islesboro, ME 04848	N/A	PC	Annual Fund	\$ 1,000
Christ Church Dark Harbor P O Box 147 Islesboro, ME 04848	N/A	PC	Annual Fund	\$ 1,000
Colby College 173 Main Street, Suite 201 Waterville, Maine 04901	N/A	PC	Unrestricted Colby Fund	\$ 500
Dallas Arboretum & Botanical Society 8617 Garland Road Dallas, TX 75218	N/A	PC	General operating support	\$ 2,860
Dallas Arboretum & Botanical Society 8617 Garland Road Dallas, TX 75218	N/A	PC	General operating support	\$ 250
Dallas Cat Rescue P O Box 703182 Dallas, TX 75370	N/A	PC	General operating support	\$ 4,100
Espanola Valley Humane Society 108 Hamm Parkway Espanola, NM 87532	N/A	PC	General operating support	\$ 534
Flying House Productions 319 12th Ave Seattle, WA 98122	N/A	PC	General operating support	\$ 1,000
Friends of Pease School 10 Kern Ramble Street Austin, TX 78722	N/A	PC	General operating support	\$ 8,200

2019

Federal Statements

Client RBROGERS

THE RALPH B. ROGERS FOUNDATION

20-3452395

Statement 12

Form 990-PF, Part XV, Line 3a

Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Groton School P O Box 282, Farmers Row Groton, MA 01450	N/A	PC	Towards the Practice Organ	\$ 99,500
Groton School P O Box 282, Farmers Row Groton, MA 01450	N/A	PC	Groton School General Fund	\$ 4,100
Groton School P O Box 282, Farmers Row Groton, MA 01450	N/A	PC	Groton School General Fund	\$ 2,500
Groton School P O Box 282, Farmers Row Groton, MA 01450	N/A	PC	Groton School General Fund	\$ 1,000
Guilford College 5800 West Friendly Avenue Greensboro, NC 27410	N/A	PC	General Scholarship Fund	\$ 333
Hebron High School Cheerleader Booster Club 4207 Plano Pkwy Carrollton, TX 75010	N/A	PC	General operating support	\$ 4,000
Hebron High School Silver Wings Booster Club 4207 Plano Pkwy Carrollton, TX 75010	N/A	PC	General operating support	\$ 2,500
Islesboro Community Center 103 Pendleton Point Road Islesboro, ME 04848	N/A	PC	General operating support	\$ 200
Islesboro Community Fund P O Box 166 Islesboro, ME 04848	N/A	PC	General operating support	\$ 1,000
Kitchen Angels, Inc 1222 Siler Road Santa Fe, NM 87507	N/A	PC	Towards support for meals delivered to homebound persons in Santa Fe	\$ 1,000
Lamda Legal Defense and Education Foundation 120 Wall Street, 19th Floor New York, NY 10005	N/A	PC	General operating support	\$ 333
Maine Medical Center 22 Bramhall Street Portland, ME 04102	N/A	PC	General operating support	\$ 2,500
National Cowboy & Western Heritage Museum 1700 NE 63rd St Oklahoma, OK 73111	N/A	PC	Towards educational initiatives at the museum	\$ 3,000

2019

Federal Statements

Client RBROGERS

THE RALPH B. ROGERS FOUNDATION

20-3452395

Statement 12

Form 990-PF, Part XV, Line 3a

Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
New Beginnings Cat Rescue P O Box 833723 Richardson, TX 75083	N/A	PC	General operating support	\$ 4,100
North Texas Public Broadcasting 3000 Harry Hines Blvd Dallas, TX 75201	N/A	PC	General operating support	\$ 1,500
North Texas Public Broadcasting 3000 Harry Hines Blvd Dallas, TX 75201	N/A	PC	General operating support	\$ 500
Operation Kindness 3201 Earhart Drive Carrollton, TX 75006	N/A	PC	General operating support	\$ 1,700
Resilient People, Inc 22 Latigo Rd Durango, CO 81301	N/A	PC	General operating support	\$ 2,000
Shelter Ministries 4411 Lemmon Avenue, Suite 201 Dallas, TX 75219	N/A	PC	Towards Genesis Women's Shelter and support	\$ 200
St Marks School of Texas 10600 Preston Road Dallas, TX 75230	N/A	PC	Towards the purchase of new trees after tornado damage	\$ 100,000
St Marks School of Texas 10600 Preston Road Dallas, TX 75230	N/A	PC	2018-2019 St Mark's Fund	\$ 1,500
St Marks School of Texas 10600 Preston Road Dallas, TX 75230	N/A	PC	2018-2019 St Mark's Fund	\$ 1,840
St Marks School of Texas 10600 Preston Road Dallas, TX 75230	N/A	PC	2018-2019 St Mark's Fund	\$ 2,200
The Dallas Foundation 3963 Maple Ave , Suite 390 Dallas, TX 75219	N/A	PC	Jamie and Anne Rogers Family Fund	\$ 8,200
The Church of the Transfiguration 14115 Hilcrest Rd Dallas, TX 75254	N/A	PC	General operating support	\$ 1,000
The Episcopal School of Knoxville, Inc 950 Episcopal School Way Knoxville, TN 37932	N/A	PC	Towards classroom technology upgrades	\$ 115,000

2019

Federal Statements

Client RBROGERS

THE RALPH B. ROGERS FOUNDATION

20-3452395

Statement 12

Form 990-PF, Part XV, Line 3a

Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
The Episcopal School of Knoxville, Inc 950 Episcopal School Way Knoxville, TN 37932	N/A	PC	Annual Fund 2019-2020	\$ 4,100
The Hockday School 11600 Welch Road Dallas, TX 75229	N/A	PC	Annual Fund	\$ 1,500
The Hockday School 11600 Welch Road Dallas, TX 75229	N/A	PC	Annual Fund	\$ 3,000
The Hockday School 11600 Welch Road Dallas, TX 75229	N/A	PC	General operating support	\$ 1,500
Town of Islesboro P O Box 76, 150 Main Road Islesboro, ME 04848	N/A	GOV	Towards the Islesboro Health Center	\$ 1,000
United Way of Santa Fe County 440 Cerrillos Road, Suite 1 Santa Fe, NM 87501	N/A	PC	General operating support	\$ 3,000
University of New Mexico Foundation 700 Lomas Blvd NE, Suite 108 Albuquerque, NM 87102	N/A	PC	General operating support	\$ 1,000
UT Southwestern Medical Center 5323 Harry Hines Blvd Dallas, TX 75390	N/A	PC	General operating support	\$ 500
Total				<u>\$ 412,900</u>