

Form 990-T

Exempt Organization Business Income Tax Return (and proxy tax under section 6033(e))

OMB No 1545-0087

2018

For calendar year 2018 or other tax year beginning JUL 1, 2018 and ending JUN 30, 2019

Go to www.irs.gov/Form990T for instructions and the latest information

Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Open to Public Inspection for 501(c)(3) Organizations Only

Department of the Treasury Internal Revenue Service

Form 990-T header section including organization name (THE DAYTON FOUNDATION), address (1401 S. MAIN ST, NO. 100, DAYTON, OH 45409), and identification numbers.

Section H: Enter the number of the organization's unrelated trades or businesses. 1 SEE STATEMENT 1

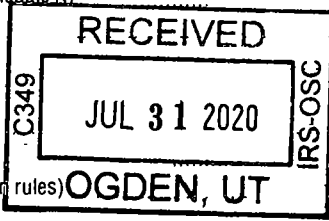
Section I: During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? No

Section J: The books are in care of THE ORGANIZATION Telephone number 937-222-0410

Table with 4 columns: Part I Unrelated Trade or Business Income, (A) Income, (B) Expenses, (C) Net. Rows 1a-13 showing total income of -642,103.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions) (Except for contributions, deductions must be directly connected with the unrelated business income.)

Table with 4 columns: Line number, Description, (A) Income, (B) Expenses, (C) Net. Rows 14-32 showing total deductions of 0 and final taxable income of -642,103.



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03 Receipts Batched SEP 2 4 2019

4

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98 35

Part III Total Unrelated Business Taxable Income

Table with 3 columns: Line number, Description, and Amount. Includes lines 33-38 with handwritten annotations like 'STMT 3', '38', and '39'.

Part IV Tax Computation

Table with 3 columns: Line number, Description, and Amount. Includes lines 39-44 for tax computation.

Part V Tax and Payments

Table with 3 columns: Line number, Description, and Amount. Includes lines 45a-45e, 46-49, 50a-50g, 51-55 for tax and payments.

Part VI Statements Regarding Certain Activities and Other Information (see instructions)

Table with 3 columns: Line number, Description, and Yes/No. Includes lines 56-58 regarding foreign activities and tax-exempt interest.

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

Preparer information section including name (CHARLES CRAFT), signature, date (07/14/20), firm name (FLAGEL HUBER FLAGEL), and address (3400 SOUTH DIXIE DRIVE, DAYTON, OH 45439).

**Schedule A - Cost of Goods Sold.** Enter method of inventory valuation ► **N/A**

<b>1</b> Inventory at beginning of year	<b>1</b>		<b>6</b> Inventory at end of year	<b>6</b>	
<b>2</b> Purchases	<b>2</b>		<b>7</b> <b>Cost of goods sold.</b> Subtract line 6 from line 5. Enter here and in Part I, line 2	<b>7</b>	
<b>3</b> Cost of labor	<b>3</b>				
<b>4a</b> Additional section 263A costs (attach schedule)	<b>4a</b>				
<b>b</b> Other costs (attach schedule)	<b>4b</b>		<b>8</b> Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization?		Yes No
<b>5</b> <b>Total.</b> Add lines 1 through 4b	<b>5</b>				

**Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)**  
(see instructions)

1. Description of property

(1)
(2)
(3)
(4)

2. Rent received or accrued		3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	
(1)		
(2)		
(3)		
(4)		
Total	0.	Total 0.
(c) <b>Total income.</b> Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A) ►		(b) <b>Total deductions.</b> Enter here and on page 1, Part I, line 8, column (B) ► 0.

**Schedule E - Unrelated Debt-Financed Income** (see instructions)

1. Description of debt-financed property	2. Gross income from or allocable to debt-financed property	3. Deductions directly connected with or allocable to debt-financed property		
		(a) Straight line depreciation (attach schedule)	(b) Other deductions (attach schedule)	
(1)				
(2)			-	
(3)				
(4)				
4. Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5. Average adjusted basis of or allocable to debt-financed property (attach schedule)	6. Column 4 divided by column 5	7. Gross income reportable (column 2 x column 6)	8. Allocable deductions (column 8 x total of columns 3(a) and 3(b))
(1)		%		
(2)		%		
(3)		%		
(4)		%		
<b>Totals</b>			Enter here and on page 1, Part I, line 7, column (A) 0.	Enter here and on page 1, Part I, line 7, column (B) 0.
<b>Total dividends-received deductions</b> included in column 8			►	0.

**Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations** (see instructions)

1. Name of controlled organization	2. Employer identification number	Exempt Controlled Organizations			
		3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	6. Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					

**Nonexempt Controlled Organizations**

7. Taxable income	8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10
(1)				
(2)				
(3)				
(4)				
			Add columns 5 and 10 Enter here and on page 1, Part I, line 8, column (A)	Add columns 6 and 11 Enter here and on page 1, Part I, line 8, column (B)
<b>Totals</b>			0.	0.

**Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization** (see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col 3 plus col 4)
(1)				
(2)				
(3)				
(4)				
		Enter here and on page 1, Part I, line 9, column (A)		Enter here and on page 1, Part I, line 9, column (B)
<b>Totals</b>		0.		0.

**Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income** (see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3) If a gain, compute cols 5 through 7	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4)
(1)						
(2)						
(3)						
(4)						
		Enter here and on page 1, Part I, line 10, col (A)	Enter here and on page 1, Part I, line 10, col (B)			Enter here and on page 1, Part II, line 28
<b>Totals</b>		0.	0.			0.

**Schedule J - Advertising Income** (see instructions)

**Part I Income From Periodicals Reported on a Consolidated Basis**

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col 2 minus col 3) If a gain, compute cols 5 through 7	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4)
(1)						
(2)						
(3)						
(4)						
<b>Totals (carry to Part II, line (5))</b>		0.	0.			0.

**Part II** **Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis )

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col 2 minus col 3) If a gain, compute cols 5 through 7	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4)
(1)						
(2)						
(3)						
(4)						
<b>Totals from Part I</b>	<b>0.</b>	<b>0.</b>				<b>0.</b>
	Enter here and on page 1, Part I, line 11, col (A)	Enter here and on page 1, Part I, line 11, col (B)				Enter here and on page 1, Part II, line 27
<b>Totals, Part II (lines 1-5)</b>	<b>0.</b>	<b>0.</b>				<b>0.</b>

**Schedule K - Compensation of Officers, Directors, and Trustees** (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1)		%	
(2)		%	
(3)		%	
(4) <b>SEE STATEMENT 4</b>		%	
<b>Total.</b> Enter here and on page 1, Part II, line 14			<b>0.</b>

FORM 990-T	DESCRIPTION OF ORGANIZATION'S PRIMARY UNRELATED BUSINESS ACTIVITY	STATEMENT	1
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THE ORGANIZATION IS A LIMITED PARTNER IN SEVERAL PARTNERSHIPS.

TO FORM 990-T, PAGE 1

FORM 990-T	INCOME (LOSS) FROM PARTNERSHIPS	STATEMENT	2
DESCRIPTION		NET INCOME OR (LOSS)	
CHENIERE ENERGY PARTNERS, LP - ORDINARY BUSINESS INCOME (LOSS)		79.	
CIRCLE OF SPIRIT, LTD - ORDINARY BUSINESS INCOME (LOSS)		-620,782.	
CONNOR GROUP REAL ESTATE INCOME & GROWTH FUND IX - ORDINARY BUSINESS INCOME		28,117.	
PLAINS ALL AMERICAN PIPELINE, LP - ORDINARY BUSINESS INCOME (LOSS)		-397.	
CONNOR GROUP REAL ESTATE INCOME AND GROWTH FUND XII LLC - ORDINARY BUSINESS		-16,373.	
CONNOR GROUP REAL ESTATE INCOME & GROWTH FUND XII LLC - ORDINARY BUSINESS IN		-32,747.	
TOTAL INCLUDED ON FORM 990-T, PAGE 1, LINE 5		-642,103.	

FORM 990-T	NET OPERATING LOSS DEDUCTION			STATEMENT	3
TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR	
06/30/07	326,502.	297,994.	28,508.	28,508.	
06/30/08	373,333.	0.	373,333.	373,333.	
06/30/09	314,612.	0.	314,612.	314,612.	
06/30/10	111,408.	0.	111,408.	111,408.	
06/30/11	138,739.	0.	138,739.	138,739.	
06/30/12	112,058.	0.	112,058.	112,058.	
06/30/13	114,638.	0.	114,638.	114,638.	
06/30/14	85,687.	0.	85,687.	85,687.	
06/30/15	101,721.	0.	101,721.	101,721.	
06/30/16	137,202.	0.	137,202.	137,202.	
NOL CARRYOVER AVAILABLE THIS YEAR			1,517,906.	1,517,906.	

FORM 990-T

SCHEDULE K - COMPENSATION OF OFFICERS,  
DIRECTORS AND TRUSTEES

STATEMENT 4

NAME	TITLE	PERCENT	COMPENSATION
MICHAEL M. PARKS	PRESIDENT/SECRETAR	.00%	
STEPHEN D. DARNELL	V.P. FINANCE	.00%	
JOSEPH B. BALDASARE	V.P. DEVELOPMENT	.00%	
DEBORAH L. DULANEY	ADMINISTRATION DIRECTOR	.00%	
DIANE K. TIMMONS	V.P. GRANTS & PROGRAMS	.00%	
S. TRACIE BOSHEARS	ASSISTANT TREASURER	.00%	
CRAIG J. BROWN	GOVERNING BOARD MEMBER	.00%	
DAVID T. MILLER	GOVERNING BOARD MEMBER	.00%	
ANITA J. MOORE	GOVERNING BOARD MEMBER	.00%	
COLLEEN M. RYAN	GOVERNING BOARD MEMBER	.00%	
J. NORMAN ECKSTEIN	GOVERNING BOARD MEMBER	.00%	
DR. RATNA PALAKODETI	GOVERNING BOARD MEMBER	.00%	
JAMES R. PANCOAST	CHAIR, GOVERNING BOARD	.00%	
WILLIAM L. GILLISPIE	GOVERNING BOARD MEMBER	.00%	
LISA E. HANAUER	GOVERNING BOARD MEMBER	.00%	
MAUREEN A. LYNCH	GOVERNING BOARD MEMBER	.00%	
RICHARD J. OMLOR	GOVERNING BOARD MEMBER	.00%	
MARVA COSBY	GOVERNING BOARD MEMBER	.00%	
MICHELLE LOVELY	VP DEVELOPMENT	.00%	
THOMAS J. BECKER	GOVERNING BOARD MEMBER	.00%	
GEORGE E. FOREST	GOVERNING BOARD MEMBER	.00%	
JANICE L. CULVER	GOVERNING BOARD MEMBER	.00%	
TOTAL TO FORM 990-T, SCHEDULE K			