

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

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052
2019
Open to Public Inspection

For calendar year 2019, or tax year beginning 04-01-2019, and ending 03-31-2020

Name of foundation JOSEPH DROWN FOUNDATION		A Employer identification number 95-6093178
Number and street (or P O box number if mail is not delivered to street address) 1999 AVENUE OF THE STARS NO 2330	Room/suite	B Telephone number (see instructions) (310) 277-4488
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90067		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>75,140,469</u>	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,901	1,901		
	4 Dividends and interest from securities	989,054	989,054		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,195,976			
	b Gross sales price for all assets on line 6a	77,229,531			
	7 Capital gain net income (from Part IV, line 2)		4,395,151		
	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)	173,296	317,149			
12 Total. Add lines 1 through 11	5,360,227	5,703,255			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	522,444	241,299		281,145
	14 Other employee salaries and wages	95,921	34,704		61,217
	15 Pension plans, employee benefits	141,685	67,458		74,227
	16a Legal fees (attach schedule)	6,275	3,137		3,138
	b Accounting fees (attach schedule)	42,900	38,610		4,290
	c Other professional fees (attach schedule)	345,355	345,355		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion	5,020	0		
	20 Occupancy	162,749	81,374		81,375
	21 Travel, conferences, and meetings	27,321	12,223		15,098
	22 Printing and publications				
	23 Other expenses (attach schedule)	47,571	16,990		30,581
	24 Total operating and administrative expenses. Add lines 13 through 23	1,397,241	841,150		551,071
	25 Contributions, gifts, grants paid	4,503,600			2,868,600
26 Total expenses and disbursements. Add lines 24 and 25	5,900,841	841,150		3,419,671	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-540,614				
b Net investment income (if negative, enter -0-)		4,862,105			
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	100	100	100
	2 Savings and temporary cash investments	346,199	1,117,355	1,117,355
	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 schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	49,957	32,072	32,072
	10a Investments—U S and state government obligations (attach schedule)	6,144,658	7,377,495	7,377,495
	b Investments—corporate stock (attach schedule)	47,656,357	37,987,179	37,987,179
	c Investments—corporate bonds (attach schedule)	4,090,442	4,256,903	4,256,903
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	27,931,674	24,260,053	24,260,053
	14 Land, buildings, and equipment basis ▶ _____ 175,025 Less accumulated depreciation (attach schedule) ▶ 138,073	31,727	36,952	36,952
15 Other assets (describe ▶ _____)	94,258	72,360	72,360	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	86,345,372	75,140,469	75,140,469	
Liabilities	17 Accounts payable and accrued expenses	178,205	163,074	
	18 Grants payable	250,000	1,885,000	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	312,291	47,666	
	23 Total liabilities (add lines 17 through 22)	740,496	2,095,740	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	85,604,876	73,044,729	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg, and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances (see instructions)	85,604,876	73,044,729		
30 Total liabilities and net assets/fund balances (see instructions) .	86,345,372	75,140,469		

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	85,604,876
2 Enter amount from Part I, line 27a	2	-540,614
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	85,064,262
5 Decreases not included in line 2 (itemize) ▶ _____	5	12,019,533
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	73,044,729

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a SALE OF PUBLICLY TRADED SECURITIES			
b HARDMAN JOHNSTON INTER EQUITY FUND II LP	P		
c WELLINGTON TRUST COMPANY, NA	P		
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 77,229,531		73,033,555	4,195,976
b		22,554	-22,554
c 221,729			221,729
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			4,195,976
b			-22,554
c			221,729
d			
e			

2 Capital gain net income or (net capital loss)	2	4,395,151
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	5,465,565	85,981,770	0.063567
2017	3,664,491	86,939,557	0.042150
2016	4,962,194	80,036,682	0.061999
2015	3,329,729	81,493,457	0.040859
2014	4,726,032	85,332,193	0.055384

2 Total of line 1, column (d)	2	0.263959
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	0.052792
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	85,864,134
5 Multiply line 4 by line 3	5	4,532,939
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	48,621
7 Add lines 5 and 6	7	4,581,560
8 Enter qualifying distributions from Part XII, line 4	8	3,419,671

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	97,242
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	97,242
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	97,242
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	105,204
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments Add lines 6a through 6d.	7	105,204
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	7,962
11	Enter the amount of line 10 to be Credited to 2020 estimated tax ▶ 7,962 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?.	1c	No
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA _____		
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 General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
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 taxable year beginning in 2019? See the instructions for Part XIV <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
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
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW JDROWN ORG
14 The books are in care of ANN T MILLER Telephone no (310) 277-4488

Located at 1999 AVENUE OF THE STARS LOS ANGELES CA ZIP+4 90067

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -check here and enter the amount of tax-exempt interest received or accrued during the year 15

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

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).
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
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?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings 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 had not been removed from jeopardy before the first day of the tax year beginning in 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			Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		<input type="checkbox"/>	5b	
Organizations relying on a current notice regarding disaster assistance check here.		<input type="checkbox"/>		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b	No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	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 excess parachute payment during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		

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

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

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALYSSA SANTINO 1999 AVENUE OF THE STARS SUITE 2330 LOS ANGELES, CA 90067	PROGRAM DIRECTOR 37 50	92,444	29,633	0

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
EDGEWOOD MANAGEMENT 535 MADISON AVENUE 15TH FLOOR NEW YORK, NY 10022	INVESTMENT MANAGEMENT	97,052
WELLS CAPITAL MANAGEMENT PO BOX 1450 MINNEAPOLIS, MN 55440	INVESTMENT MANAGEMENT	96,279
NORTHERN TRUST BANK 201 S LAKE AVENUE SUITE 600 PASADENA, CA 91101	CUSTODIAL SERVICES	77,480

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 _____ _____	
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 _____ _____	
2 _____ _____	
All other program-related investments. See instructions.	
3 _____ _____	

Total. Add lines 1 through 3. **0**

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	86,949,456
b	Average of monthly cash balances.	1b	70,971
c	Fair market value of all other assets (see instructions).	1c	151,283
d	Total (add lines 1a, b, and c).	1d	87,171,710
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	87,171,710
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,307,576
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	85,864,134
6	Minimum investment return. Enter 5% of line 5.	6	4,293,207

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	4,293,207
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	97,242
b	Income tax for 2019 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	97,242
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,195,965
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	4,195,965
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	4,195,965

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	3,419,671
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,419,671
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,419,671

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				4,195,965
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.	615,362			
b From 2015.				
c From 2016.	984,914			
d From 2017.				
e From 2018.	1,232,825			
f Total of lines 3a through e.	2,833,101			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>3,419,671</u>				
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.				3,419,671
e Remaining amount distributed out of corpus				0
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))	776,294			776,294
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,056,807			
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	2,056,807			
10 Analysis of line 9				
a Excess from 2015.				
b Excess from 2016.	823,982			
c Excess from 2017.				
d Excess from 2018.	1,232,825			
e Excess from 2019.				

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

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

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

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

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

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

a "Assets" alternative test—enter

(1) Value of all assets

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

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

c "Support" alternative test—enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

WENDY WACHTELL PRESIDENT
1999 AVENUE OF THE STARS SUITE 2330
LOS ANGELES, CA 90067
(310) 277-4488
WWW.JDROWN.ORG

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

PROPOSALS SHOULD INCLUDE A LETTER WITH INFORMATION ABOUT BOTH THE ORGANIZATION AS A WHOLE AND PROJECT IN PARTICULAR, A 501(C)(3) TAX DETERMINATION LETTER FROM THE IRS, A BUDGET FOR BOTH THE ORGANIZATION AS A WHOLE AND THE PROJECT IN PARTICULAR, THE MOST RECENT AUDITED FINANCIAL STATEMENTS, A COPY OF THE MOST RECENT 990 FILED WITH THE IRS, AND A LIST OF THE CURRENT BOARD OF DIRECTORS. ANY ADDITIONAL MATERIALS, SUCH AS ANNUAL REPORT, MAY BE ATTACHED. PROPOSALS SHOULD BE SUBMITTED ONLINE AT WWW.JDROWN.ORG

c Any submission deadlines

JANUARY 15, APRIL 15, JULY 15, AND OCTOBER 15 FOR BOARD MEETING IN SECOND MONTH FOLLOWING DEADLINE

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

THE FOUNDATION GENERALLY DOES NOT PROVIDE FUNDS TO INDIVIDUALS, ENDOWMENTS, CAPITAL CAMPAIGNS OR BUILDING FUNDS. THE FOUNDATION GENERALLY DOES NOT UNDERWRITE ANNUAL MEETINGS, CONFERENCES OR SPECIAL EVENTS, NOR DOES IT FUND RELIGIOUS PROGRAMS OR PURCHASE TICKETS TO FUNDRAISING EVENTS. MOST OF THE FOUNDATION'S GRANTMAKING IS LIMITED TO PROGRAMS OR ORGANIZATIONS WITHIN THE LOS ANGELES AREA.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				2,868,600
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				1,885,000

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NADINE BELL FROM 62019 1999 AVENUE OF THE STARS SUITE 2330 LOS ANGELES, CA 90067	DIRECTOR 1 00	10,500	0	0
MARLENE CANTER FROM 62019 1999 AVENUE OF THE STARS SUITE 2330 LOS ANGELES, CA 90067	DIRECTOR 1 50	10,500	0	0
ERIC FLEISS FROM 62019 1999 AVENUE OF THE STARS SUITE 2330 LOS ANGELES, CA 90067	DIRECTOR 1 00	15,000	0	0
JEAN KAPLAN FROM 62019 1999 AVENUE OF THE STARS SUITE 2330 LOS ANGELES, CA 90067	DIRECTOR 2 00	15,000	0	0
DEBORAH KRAKOW 1999 AVENUE OF THE STARS SUITE 2330 LOS ANGELES, CA 90067	SECRETARY, DIRECTOR 2 00	18,000	0	0
PHILIP MAGARAM 1999 AVENUE OF THE STARS SUITE 2330 LOS ANGELES, CA 90067	TREASURY, DIRECTOR 2 50	30,900	0	0
ANN MILLER 1999 AVENUE OF THE STARS SUITE 2330 LOS ANGELES, CA 90067	CHIEF FINANCIAL OFFICER 37 50	156,229	27,626	0
WENDY WACHTELL 1999 AVENUE OF THE STARS SUITE 2330 LOS ANGELES, CA 90067	PRESIDENT, DIRECTOR 37 50	266,315	48,870	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BARUCH COLLEGE ONE BERNARD BARUCH WAY BOX A 1603 NEW YORK, NY 10010	NONE	PC	FINANCIAL AID IN MEMORY OF NORMAN OBROW	250,000
CALIFORNIA STATE UNIVERSITY NORTHRIDGE FOUNDATION CSUN MARILYN MAGARAM CENT 18111 NORDHOFF ST UNIVERSITY HALL 110 NORTHRIDGE, CA 91330	NONE	PC	MARILYN MAGARAM CENTER	200,000
CEDARS-SINAI MEDICAL CENTER 8700 BEVERLY BLVD SUITE 2416 LOS ANGELES, CA 90048	NONE	PC	TRANS-ORAL ROBOTIC SURGERY AND HEAD AND NECK CANCER PREDICITIVE METHODS DR ZUMSTEG	100,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PROCONORG 233 WILSHIRE BLVD SUITE 200 SANTA MONICA, CA 90401	NONE	PC	OPERATING SUPPORT	100,000
THINK TOGETHER 2101 EAST FOURTH STREET SUITE 200B SANTA ANA, CA 92705	NONE	PC	LOS ANGELES SCHOOLS' PARTNERSHIPS	75,000
CALIFORNIA STATE UNIVERSITY LOS ANGELES FOUNDATION 5151 STATE UNIVERSITY DRIVE LOS ANGELES, CA 90032	NONE	PC	HONORS COLLEGE JOSEPH DROWN SCHOLARS	70,000
Total				2,868,600

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASPIRE PUBLIC SCHOOLS 1001 22ND AVENUE SUITE 100 OAKLAND, CA 94606	NONE	PC	OPERATING SUPPORT FOR LOS ANGELES SCHOOLS	50,000
CHARLES R DREW UNIVERSITY OF MEDICINE AND SCIENCE 1731 E 120TH ST LOS ANGELES, CA 90059	NONE	PC	SATURDAY SCIENCE ACADEMY	50,000
GREEN DOT PUBLIC SCHOOLS CALIFORNIA 1149 S HILL ST SUITE 600 LOS ANGELES, CA 90015	NONE	PC	LA COMMUNITIES PARTNERSHIP WITH UNITED PARENTS AND STUDENTS	50,000
Total				2,868,600

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTERNATIONAL MEDICAL CORPS 12400 WILSHIRE BLVD SUITE 1500 LOS ANGELES, CA 90025	NONE	PC	OPERATING SUPPORT	50,000
THE JONSSON CANCER CENTER FOUNDATION 200 UCLA MEDICAL PLAZA SUITE 502 LOS ANGELES, CA 90095	NONE	PC	SIMMS/MANN CENTER - COMMUNITY EXPANSION	50,000
KIPP SOCAL PUBLIC SCHOOLS 3601 E 1ST ST LOS ANGELES, CA 90063	NONE	PC	OPERATING SUPPORT	50,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LOS ANGELES EDUCATION PARTNERSHIP 202 W 1ST ST SUITE 6-0410 LOS ANGELES, CA 90012	NONE	PC	OPERATING SUPPORT	50,000
PARTNERSHIP FOR LOS ANGELES SCHOOLS 1055 WILSHIRE BLVD SUITE 1850 LOS ANGELES, CA 90017	NONE	PC	OPERATING SUPPORT	50,000
RONALD MCDONALD HOUSE CHARITIES 4560 FOUNTAIN AVENUE LOS ANGELES, CA 90029	NONE	PC	COUPLES AGAINST LEUKEMIA RESEARCH GRANT	50,000
Total				2,868,600

▶ **3a**

Form 990PF Part XV Line 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
a <i>Paid during the year</i>				
SCRIPPS COLLEGE 1030 COLUMBIA AVENUE 2009 CLAREMONT, CA 91711	NONE	PC	SCRIPPS COLLEGE ACADEMY	50,000
SPEAK UP FOUNDATION 200 S BARRINGTON AVENUE 49771 LOS ANGELES, CA 90049	NONE	PC	SPEAK UP UNITED PARENTS	50,000
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD SUITE 1955 LOS ANGELES, CA 90017	NONE	PC	SCHOLARS PROGRAM	50,000
Total				2,868,600



3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF SOUTHERN CALIFORNIA CENTER ON PHILANTHROPY & PUBLIC POLICY 650 CHILDS WAY RGL 210 LOS ANGELES, CA 90089	NONE	PC	OPERATING SUPPORT	50,000
VALUE SCHOOLS 680 WILSHIRE PLACE SUITE 315 LOS ANGELES, CA 90005	NONE	PC	OPERATING SUPPORT	50,000
THE RAPE FOUNDATION 1223 WILSHIRE BLVD SANTA MONICA, CA 90403	NONE	PC	STUART HOUSE	50,000
Total				2,868,600

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUBS OF METRO LOS ANGELES 800 S FIGUEROA SUITE 950 LOS ANGELES, CA 90017	NONE	PC	OPERATING SUPPORT	30,000
NEW TEACHER CENTER 1205 PACIFIC AVENUE SUITE 301 SANTA CRUZ, CA 95060	NONE	PC	LOS ANGELES AREA PROGRAMS	30,000
A SENSE OF HOME 3457 W EL SEGUNDO BLVD UNIT A HAWTHORNE, CA 90250	NONE	PC	OPERATING SUPPORT	25,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BALLET HISPANICO OF NEW YORK INC 167 W 89TH ST NEW YORK, NY 10024	NONE	PC	COMMUNITY ARTS PARTNERSHIPS PROGRAM LOS ANGELES	25,000
BRIGHT PROSPECT 1460 E HOLT AVENUE SUITE 74 POMONA, CA 91767	NONE	PC	OPERATING SUPPORT	25,000
CAMPBELL HALL 4533 LAUREL CANYON BLVD STUDIO CITY, CA 91607	NONE	PC	CAMPBELL SCHOLARS PROGRAM EXPANSION	25,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S BURN FOUNDATION 5000 VAN NUYS BLVD SUITE 210 SHERMAN OAKS, CA 91403	NONE	PC	FULL RECOVERY PROGRAM	25,000
CHILDREN'S INSTITUTE INC 2121 WEST TEMPLE STREET LOS ANGELES, CA 90014	NONE	PC	FOSTER YOUTH PROGRAMS	25,000
CITY YEAR LOS ANGELES 606 S OLIVE ST 2ND FLOOR LOS ANGELES, CA 90014	NONE	PC	OPERATING SUPPORT	25,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COALITION FOR ENGAGED EDUCATION 3131 OLYMPIC BLVD SANTA MONICA, CA 90404	NONE	PC	SUPPORT FOR JUVENILE JUSTICE AND FOSTER CARE INVOLVED YOUTH	25,000
COLLEGE TRACK 2130 E 1ST ST LOS ANGELES, CA 90033	NONE	PC	OPERATING SUPPORT	25,000
COLLEGESPRING 800 S FIGUEROA ST SUITE 760 LOS ANGELES, CA 90017	NONE	PC	OPERATING SUPPORT FOR LOS ANGELES SCHOOLS	25,000
Total				2,868,600

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY PARTNERSAFRICAN AMERICAN BOARD LEADERSHIP INSTITUTE 1000 N ALAMEDA ST SUITE 240 LOS ANGELES, CA 90012	NONE	PC	OPERATING SUPPORT FOR AABLI	25,000
CURTIS SCHOOL 15871 MULHOLLAND DRIVE LOS ANGELES, CA 90049	NONE	PC	FINANCIAL AID	25,000
EPISCOPAL SCHOOL OF LA 6325 SANTA MONICA BLVD LOS ANGELES, CA 90038	NONE	PC	FINANCIAL AID	25,000
Total ▶ 3a				2,868,600

Form 990PF Part XV Line 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
a <i>Paid during the year</i>				
FRIENDS OF THE LOS ANGELES RIVER 570 W AVENUE 26 250 LOS ANGELES, CA 90065	NONE	PC	EDUCATION, STEWARDSHIP AND ADVOCACY OPPORTUNITIES	25,000
FRIENDS OF THE OBSERVATORY 2800 EAST OBSERVATORY ROAD LOS ANGELES, CA 90027	NONE	PC	SCHOOL FIELD TRIP PROGRAM	25,000
FULFILLMENT FUND 6100 WILSHIRE BLVD SUITE 600 LOS ANGELES, CA 90048	NONE	PC	OPERATING SUPPORT FOR COLLEGE ACCESS AND SUCCESS PROGRAMS	25,000
Total				2,868,600



3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GOOD CITY MENTORS 3121 S BARRINGTON AVENUE 20 LOS ANGELES, CA 90066	NONE	PC	OPERATING SUPPORT	25,000
HEART OF LOS ANGELES YOUTH INC 2701 WILSHIRE BLVD SUITE 100 LOS ANGELES, CA 90057	NONE	PC	HOLA'S COLLEGE AND CAREER SUCCESS PROGRAM	25,000
INNER-CITY ARTS720 KOHLER STREET LOS ANGELES, CA 90021	NONE	PC	OPERATING SUPPORT	25,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JUNIOR ACHIEVEMENT OF SOUTHERN CALIFORNIA INC 6250 FOREST LAWN DRIVE LOS ANGELES, CA 90068	NONE	PC	OPERATING SUPPORT	25,000
MOUNT SAINT MARY'S UNIVERSITY DOHENY CAMPUS 10 CHESTER PLACE BUILDING 8 LOS ANGELES, CA 90049	NONE	PC	PEER WELLNESS ADVOCATE PROGRAM	25,000
NEW ROADS SCHOOL 3131 OLYMPIC BLVD SANTA MONICA, CA 90404	NONE	PC	FINANCIAL AID	25,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NO LIMITS FOR DEAF CHILDREN 9801 WASHINGTON BLVD 2ND FLOOR CULVER CITY, CA 90232	NONE	PC	EDUCATIONAL CENTER	25,000
PLUS ME PROJECT 2519 W AVENUE 30 LOS ANGELES, CA 90065	NONE	PC	OPERATING SUPPORT	25,000
POWERMYLEARNING 800 WILSHIRE BLVD SUITE 200 LOS ANGELES, CA 90017	NONE	PC	SCHOOL PARTNERSHIP PROGRAM	25,000
Total				2,868,600

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PROYECTO PASTORAL 135 N MISSION ROAD LOS ANGELES, CA 90033	NONE	PC	PROMESA BOYLE HEIGHTS	25,000
PS SCIENCE1000 W HILLCREST BLVD INGLEWOOD, CA 90301	NONE	PC	OPERATING SUPPORT	25,000
READY TO SUCCEED LA1514 17TH ST SANTA MONICA, CA 90404	NONE	PC	OPERATING SUPPORT	25,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RENAISSANCE ARTS ACADEMY 2558 N SAN FERNANDO ROAD LOS ANGELES, CA 90065	NONE	PC	OPERATING SUPPORT	25,000
SAVING INNOCENCE INCPO BOX 93037 LOS ANGELES, CA 90093	NONE	PC	RECOVERY AND RESTORATION FOR CHILD SURVIVORS OF SEX TRAFFICKING	25,000
SCHOOL ON WHEELS INC 3150 SAN FERNANDO ROAD SUITE B LOS ANGELES, CA 90065	NONE	PC	OPERATING SUPPORT	25,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST ANNE'S 155 N OCCIDENTAL BLVD LOS ANGELES, CA 90026	NONE	PC	OPERATING SUPPORT	25,000
SUSTAINABLE CONSERVATION 98 BATTERY ST 302 SAN FRANCISCO, CA 94111	NONE	PC	OPERATING SUPPORT	25,000
TEACH FOR AMERICA - LOS ANGELES 606 S OLIVE STREET SUITE 300 LOS ANGELES, CA 90014	NONE	PC	OPERATING SUPPORT	25,000
Total				2,868,600

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE JOE TORRE SAFE AT HOME FOUNDATION 55 WEST 39TH ST SUITE 600 NEW YORK, NY 10018	NONE	PC	MARGARET'S PLACE AT MARINA DEL REY MIDDLE SCHOOL	25,000
THE UCLA FOUNDATION 10920 WILSHIRE BLVD SUITE 900 LOS ANGELES, CA 90024	NONE	PC	UCLA DEPARTMENT OF ENGLISH AUTHOR-IN-RESIDENCE PROGRAM	25,000
UNIVERSITY OF SOUTHERN CALIFORNIAANNENBERG CENTER FOR THIRD SPACE THINKING 3502 WATT WAY SUITE 103 LOS ANGELES, CA 90089	NONE	PC	YOUTH ACE-IT ASSESSMENT	25,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VISION TO LEARN 12100 WILSHIRE SUITE 1275 LOS ANGELES, CA 90025	NONE	PC	OPERATING SUPPORT	25,000
WESTSIDE NEIGHBORHOOD SCHOOL 5401 BEETHOVEN ST LOS ANGELES, CA 90066	NONE	PC	FINANCIAL AID	25,000
YOUNG EISNER SCHOLARSP PO BOX 3085 INGLEWOOD, CA 90304	NONE	PC	OPERATING SUPPORT	25,000
Total				2,868,600



3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUTH EMERGING STONGER 1857 TAFT AVENUE LOS ANGELES, CA 90028	NONE	PC	EDUCATION AND ENRICHMENT PROGRAMS	25,000
1IN6 INCPO BOX 711113 LOS ANGELES, CA 90071	NONE	PC	OPERATING SUPPORT	20,000
ALMA FUERTE PUBLIC SCHOOL 119 WPALM ST ALTADENA, CA 91001	NONE	PC	OPERATING SUPPORT	15,000
Total				2,868,600

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BETTER ANGELS INC 560 E CHANNEL ROAD SANTA MONICA, CA 90402	NONE	PC	OPERATING SUPPORT	15,000
CROHN'S & COLITIS FOUNDATION 10350 SANTA MONICA BLVD SUITE 120 LOS ANGELES, CA 90025	NONE	PC	OPERATING SUPPORT	15,000
GREATER LOS ANGELES ZOO ASSOCIATION 5333 ZOO DRIVE LOS ANGELES, CA 90027	NONE	PC	EDUCATION PROGRAMS	15,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LOS ANGELES PARKS FOUNDATION 2650 COMMONWEALTH AVENUE LOS ANGELES, CA 90027	NONE	PC	OPERATING SUPPORT	15,000
LOS ANGELES POLICE ACADEMY MAGNET SCHOOLS FOUNDATION 5651 W MANCHESTER AVENUE LOS ANGELES, CA 90045	NONE	PC	POPP CO-CURRICULAR EDUCATION PROGRAM	15,000
LOS ANGELES POLICE FOUNDATION 633 W 5TH ST SUITE 960 LOS ANGELES, CA 90071	NONE	PC	OPERATING SUPPORT	15,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OUR HOUSE GRIEF SUPPORT CENTER 1663 SAWTELLE BLVD SUITE 300 LOS ANGELES, CA 90025	NONE	PC	SCHOOL-BASED EDUCATION AND COUNSELING PROGRAMS	15,000
SPARK LOS ANGELES 145 S SPRING ST SUITE 410 LOS ANGELES, CA 90012	NONE	PC	OPERATING SUPPORT	15,000
UNIVERSITY OF SOUTHERN CALIFORNIA LOS ANGELES SERVICE ACADEMY 1150 S OLIVE ST 24TH FLOOR LOS ANGELES, CA 90015	NONE	PC	OPERATING SUPPORT	15,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EXCEPTIONAL CHILDREN'S FOUNDATION 5350 MACHADO ROAD CULVER CITY, CA 90230	NONE	PC	KAYNE ERAS SCHOOL	15,000
C5 YOUTH FOUNDATION OF SOUTHERN CALIFORNIA 3100 N BROADWAY LOS ANGELES, CA 90031	NONE	PC	COLLEGE ACCESS PROGRAMS	10,000
FREEDOM WRITERS FOUNDATION 3335 E OCEAN BLVD LONG BEACH, CA 90803	NONE	PC	OPERATING SUPPORT	10,000
Total ▶ 3a				2,868,600

Form 990PF Part XV Line 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
a <i>Paid during the year</i>				
THE JESTER & PHARLEY PHUND PO BOX 817 PALOS VERDES ESTATES, CA 90274	NONE	PC	READING MAKES A DIFFERENCE	10,000
SOUTHERN CALIFORNIA GRANTMAKERS 1000 N ALAMEDA ST SUITE 230 LOS ANGELES, CA 90012	NONE	PC	MEMBERSHIP CONTRIBUTION	7,600
COUNCIL ON FOUNDATIONS 2121 CRYSTAL DRIVE SUITE 700 ARLINGTON, VA 22202	NONE	PC	MEMBERSHIP CONTRIBUTION	6,000
Total ▶ 3a				2,868,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE PACIFIC HEART LUNG & BLOOD INSTITUTE 10780 SANTA MONICA BLVD SUITE 101 LOS ANGELES, CA 90025	NONE	PC	RESEARCH	5,000
PENCILS OF PROMISE 37 W 28TH ST 3RD FLOOR NEW YORK, NY 10001	NONE	PC	OPERATING SUPPORT	5,000
Total ▶ 3a				2,868,600

TY 2019 Accounting Fees Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	42,900	38,610		4,290

TY 2019 Investments Corporate Bonds Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DOMESTIC & FOREIGN BONDS	4,256,903	4,256,903

TY 2019 Investments Corporate Stock Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOMESTIC STOCK	34,901,065	34,901,065
INT'L EQUITY & EQUITY FUNDS	3,086,114	3,086,114

TY 2019 Investments Government Obligations Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178**US Government Securities - End
of Year Book Value:**

6,973,871

**US Government Securities - End
of Year Fair Market Value:**

6,973,871

**State & Local Government
Securities - End of Year Book
Value:**

403,624

**State & Local Government
Securities - End of Year Fair
Market Value:**

403,624

TY 2019 Investments - Other Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALTERNATIVE INVESTMENTS - SALIENT PRIVATE ACCESS TEI FUND	FMV	1,433,059	1,433,059
ALTERNATIVE INVESTMENTS - BLACKSTONE PARTNERS FUND	FMV	9,316,125	9,316,125
ASSET BACKED SECURITIES-TCW	FMV	813,418	813,418
NON GOVT. CMOS-TCW	FMV	253,612	253,612
INTERNATIONAL EQUITY- JOHNSTON	FMV	7,766,884	7,766,884
INTERNATIONAL EQUITY- WELLINGTON	FMV	4,676,955	4,676,955

**TY 2019 Land, Etc.
Schedule****Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
PROPERTY AND EQUIPMENT	175,025	138,073	36,952	36,952

TY 2019 Legal Fees Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	6,275	3,137		3,138

TY 2019 Other Assets Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST & DIVIDENDS RECEIVABLE	79,710	57,812	57,812
DEPOSITS	14,548	14,548	14,548

TY 2019 Other Decreases Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178

Description	Amount
UNREALIZED LOSS	12,019,533

TY 2019 Other Expenses Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER SUPPLIES & EXPENSES	17,953	8,976		8,977
INSURANCE	13,484	3,371		10,113
OFFICE SUPPLIES AND EXPENSES	11,525	4,268		7,257
DUES & SUBSCRIPTIONS	3,326	333		2,993
GRANT EXPENSE	1,121	0		1,121
MISCELLANEOUS EXPENSES	162	42		120

TY 2019 Other Income Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SALIENT PRIVATE ACCESS TEI FUND, L P		40,683	
JOHNSTON INTERNATIONAL EQUITY FUND II, LP		12,823	
WELLINGTON TRUST COMPANY, NA		263,643	
EXCISE TAX BENEFIT	173,296		173,296

TY 2019 Other Liabilities Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED EXCISE TAX LIABILITY	312,291	47,666

TY 2019 Other Professional Fees Schedule**Name:** JOSEPH DROWN FOUNDATION**EIN:** 95-6093178

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	342,555	342,555		0
PROFESSIONAL FEES	2,800	2,800		0