

2018

Open to Public Inspection

Form 990-PF

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form990PF for instructions and the latest information.

Department of the Treasury
Internal Revenue Service

For calendar year 2018 or tax year beginning

08/01, 2018, and ending

07/31, 2019

Name of foundation

FRANCES & EDWIN CUMMINGS MEM FD TR U/W

Number and street (or P.O. box number if mail is not delivered to street address)

PO BOX 185

City or town, state or province, country, and ZIP or foreign postal code

PITTSBURGH, PA 15230-0185

G Check all that apply

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

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, col. (c), line
16) \$ 39,968,905.J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

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

A Employer identification number

13-6814491

B Telephone number (see instructions)

212-922-8143

C If exemption application is
pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the
85% test, check here and attach
computation ☐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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	956,383.	959,377.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	842,916.			
b Gross sales price for all assets on line 6a 7,197,651.				
7 Capital gain net income (from Part IV, line 2)		842,916.		
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)				
12 Total. Add lines 1 through 11	1,799,299.	1,802,293.		
13 Compensation of officers, directors, trustees, etc.	150,608.	89,209.		61,399.
14 Other employee salaries and wages	204,286.	NONE	NONE	204,286.
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 2	5,585.	NONE	NONE	5,585.
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) 3	39,214.	17,754.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy	97,483.			97,483.
21 Travel, conferences, and meetings	4,739.	NONE	NONE	4,739.
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 4	37,553.	2,297.		35,256.
24 Total operating and administrative expenses.	539,468.	109,260.	NONE	408,748.
Add lines 13 through 23	1,395,000.			1,395,000.
25 Contributions, gifts, grants paid	1,934,468.	109,260.	NONE	1,803,748.
26 Total expenses and disbursements Add lines 24 and 25				
27 Subtract line 26 from line 12	-135,169.			
a Excess of revenue over expenses and disbursements		1,693,033.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

ENVELOPE
POSTMARK DATE DEC 05 2019

SCANNED FEB 11 2020

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	1,090.	8,703.	8,703.
	2	Savings and temporary cash investments	347,797.	207,335.	207,335.
	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 ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less: accumulated depreciation ▶ (attach schedule)			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)	STMT .5.		
14		Land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶ (attach schedule)			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	27,385,866.	27,245,417.	39,968,905.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	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 ▶)			
	23	Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here <input type="checkbox"/>			
		and complete lines 24 through 26, and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	27,385,866.	27,245,417.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund.			
29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	27,385,866.	27,245,417.	
	31	Total liabilities and net assets/fund balances (see instructions)	27,385,866.	27,245,417.	

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 30 (must agree with end-of-year figure reported on prior year's return)	1	27,385,866.
2	Enter amount from Part I, line 27a	2	-135,169.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	27,250,697.
5	Decreases not included in line 2 (itemize) ▶ BASIS CHANGE ON DIVIDENDS TREATED AS ROC	5	5,280.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	27,245,417.

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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						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a 7,197,651.		6,354,735.	842,916.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.						
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
a			842,916.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }				2	842,916.	
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 doesn't qualify under section 4940(e). Do not complete this part.

(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))
2017	1,849,998.	39,059,964.	0.047363
2016	1,857,139.	35,801,013.	0.051874
2015	1,868,562.	34,092,499.	0.054809
2014	1,821,295.	36,674,471.	0.049661
2013	1,826,243.	35,715,963.	0.051132
2 Total of line 1, column (d)			2 0.254839
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 0.050968
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 38,616,736.
5 Multiply line 4 by line 3.			5 1,968,218.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 16,930.
7 Add lines 5 and 6.			7 1,985,148.
8 Enter qualifying distributions from Part XII, line 4 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			8 1,803,748.

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	33,861.
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	NONE
3	Add lines 1 and 2	3	33,861.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	33,861.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	35,320.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	35,320.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,459.
11	Enter the amount of line 10 to be: Credited to 2019 estimated tax <input type="checkbox"/> 1,459. Refunded <input type="checkbox"/> 11	11	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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	2	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	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
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? If "Yes," attach the statement required by General Instruction T	5	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?	6	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	7	X
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> NY		
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? If "No," attach explanation	8b	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 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.cummingsfund.org</u>	X	
14 The books are in care of ► <u>BNY MELLON, N.A.</u> Telephone no ► <u>(212) 922-8143</u> Located at ► <u>P.O. BOX 185, PITTSBURGH, PA</u> ZIP+4 ► <u>15230-0185</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		15
16 At any time during calendar year 2018, 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 ►		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
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)	<input type="checkbox"/> Yes <input type="checkbox"/> Yes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> Yes <input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No <input checked="" type="checkbox"/> No <input checked="" type="checkbox"/> No <input type="checkbox"/> No <input checked="" type="checkbox"/> No <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		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 2018?		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> Yes	<input checked="" type="checkbox"/> No <input type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> Yes	<input checked="" type="checkbox"/> No <input type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2018 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 2018)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2018?		X

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

	Yes	No
5a During the year, did the foundation pay or incur any amount to:		
(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		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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(s) 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, 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
BNY Mellon, N.A.	CO-TRUSTEE			
PO BOX 185, PITTSBURGH, PA 15230-0185	1	217,670.	-0-	-0-
BNY Mellon, N.A.	FEE REIMBURSEMENT			
PO BOX 185, PITTSBURGH, PA 15230-0185	0	-119,833.	-0-	-0-
J ANDREW LARK ESQ	CO-TRUSTEE			
501 Fifth Ave, Suite 708, New York, NY 10017	35	52,771	-0-	-0-
DOROTHY A. RILEY-CHEW	SECRETARY			
501 Fifth Ave, Suite 708, New York, NY 10017	35	48,506.	-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
ELIZABETH HARRISON COSTAS	EXECUTIVE DIRECT			
501 FIFTH AVE, SUITE 708,, NEW YORK, NY 10017	35 H	139,298	-0-	-0-

✓ **Total number of other employees paid over \$50,000** **NONE**

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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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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	NONE	
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	NONE	
2		
All other program-related investments See instructions		
3	NONE	
Total. Add lines 1 through 3		

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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	38,698,658.
b	Average of monthly cash balances	1b	506,150.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	39,204,808.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	39,204,808.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	588,072.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	38,616,736.
6	Minimum investment return. Enter 5% of line 5	6	1,930,837.

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	1,930,837.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	33,861.
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b.	2c	33,861.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,896,976.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	1,896,976.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,896,976.

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	1,803,748.
b	Program-related investments - total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,803,748.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,803,748.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,896,976.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			NONE	
b Total for prior years 20 <u>16</u> , 20 <u>15</u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2018				
a From 2013	100,638.			
b From 2014	40,267.			
c From 2015	180,175.			
d From 2016	107,885.			
e From 2017	NONE			
f Total of lines 3a through e	428,965.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,803,748.</u>				
a Applied to 2017, but not more than line 2a . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2018 distributable amount.				1,803,748.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	93,228.			93,228.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	335,737.			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				NONE
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)	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . .	7,410.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	328,327.			
10 Analysis of line 9				
a Excess from 2014 . . .	40,267.			
b Excess from 2015 . . .	180,175.			
c Excess from 2016 . . .	107,885.			
d Excess from 2017 . . .	NONE			
e Excess from 2018 . . .	NONE			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Tax year

Prior 3 years

(a) 2018

(b) 2017

(c) 2016

(d) 2015

(e) Total

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))

NONE

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

NONE

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

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

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

SEE STATEMENT 8

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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
a Paid during the year				
SEE ATTACHED				1,395,000.
Total			3a	1,395,000.
b Approved for future payment				
Total			3b	


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

NOT APPLICABLE

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	SHAWN P. HANLON		11/21/2019		P00965923
	Firm's name ▶ PRICEWATERHOUSECOOPERS LLP	Firm's EIN ▶ 13-4008324			
	Firm's address ▶ 600 GRANT STREET PITTSBURGH, PA 15219	Phone no 412-355-6000			

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	8,525.	8,525.
FOREIGN INTEREST	25,625.	25,625.
FOREIGN DIVIDENDS	154,935.	154,935.
NONDIVIDEND DISTRIBUTIONS	2,640.	
DOMESTIC DIVIDENDS	459,992.	459,992.
NONQUALIFIED FOREIGN DIVIDENDS	22,287.	22,287.
NONQUALIFIED DOMESTIC DIVIDENDS	277,103.	277,103.
OTHER INTEREST	10,910.	10,910.
MUTUAL FUND TIMING ADJUSTMENT	-5,634.	
	-----	-----
TOTAL	956,383.	959,377.
	=====	=====

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
NON-ALLOCABLE LEGAL FEES	5,585.			5,585.
	-----	-----	-----	-----
TOTALS	5,585.	NONE	NONE	5,585.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	16,552.	16,552.
FEDERAL ESTIMATES - INCOME	21,460.	
FOREIGN TAXES ON NONQUALIFIED	1,202.	1,202.
	-----	-----
TOTALS	39,214.	17,754.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
INVESTMENT INTEREST EXPENSE	35.	35.	
STATE FILING FEE	750.		750.
INSURANCE PREMIUM	542.		542.
US RESIDENCY CERTIFICATION FEE	85.		85.
ANNUAL MEMBERSHIP DUES	4,400.		4,400.
HEALTH INSURANCE & BENEFITS	23,128.		23,128.
OFFICE SUPPLIES AND EXPENSES	5,781.		5,781.
PETTY CASH	470.		470.
OTHER MISCELLANEOUS EXPENSES	100.		100.
MUTUAL FUND CAP ADJUSTMENT FEE	2,262.	2,262.	
	-----	-----	-----
TOTALS	37,553.	2,297.	35,256.
	=====	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
G29183103 EATON CORP PLC	C	79,097.	164,380.
00724F101 ADOBE SYS INC COM	C	235,389.	373,575.
02079K305 ALPHABET INC/CA	C	284,822.	609,100.
05587K840 BNYM GLOBAL STOCK-Y	C	750,000.	792,674.
126650100 CVS CORP	C	162,425.	139,675.
17275R102 CISCO SYS INC	C	232,054.	470,900.
30161N101 EXELON CORP	C	118,668.	180,240.
458140100 INTEL CORPORATION	C	154,180.	252,750.
46432F842 ISHARES CORE MSCI EA	C	1,215,018.	1,207,400.
718172109 PHILIP MORRIS INTERN	C	257,273.	284,274.
882508104 TEXAS INSTRUMENTS IN	C	216,772.	250,020.
G5960L103 MEDTRONIC PLC	C	144,644.	152,910.
254687106 DISNEY (WALT) COMPAN	C	26,730.	429,030.
G1151C101 ACCENTURE PLC IRELAN	C	138,938.	288,870.
002824100 ABBOTT LABORATORIES	C	152,441.	348,400.
031162100 AMGEN INC	C	163,793.	256,548.
05587N794-BNYM GLBL RL RTRN -Y	C	822,690.	849,488.
260557103 DOW INC.	C	99,938.	96,880.
30303M102 FACEBOOK INC	C	171,339.	349,614.
580135101 MC DONALDS CORPORATI	C	114,366.	210,720.
609207105 MONDELEZ INTERNATIONAL	C	106,600.	267,450.
654106103 NIKE INC CL B	C	118,992.	193,568.
70450Y103 PAYPAL HOLDINGS INC	C	114,874.	110,400.
713448108 PEPSICO INC	C	161,473.	396,211.
852234103 SQUARE INC - A	C	104,942.	120,615.
92826C839 VISA INC	C	171,667.	445,000.
258620301 DOUBLELINE CORE FIXE	C	475,000.	483,132.
233203421 DFA EMERG MKTS CORE	C	1,400,000.	1,538,597.
26614N102 DUPONT DE NEMOURS IN	C	73,435.	72,160.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
30231G102 EXXON MOBIL CORP	C	33,013.	297,440.
452308109 ILLINOIS TOOL WORKS	C	123,221.	215,922.
79466L302 SALESFORCE COM INC	C	161,130.	154,500.
874039100 TAIWAN SEMICONDUCTOR	C	121,826.	127,890.
913017109 UNITED TECHNOLOGIES	C	66,899.	173,680.
05569M509 BNY MELLON MID CAP S	C	2,321,197.	3,286,094.
060505104 BANK AMER CORP	C	146,560.	306,800.
110122108 BRISTOL MYERS SQUIBB	C	191,971.	177,640.
150870103 CELANESE CORP DEL	C	73,407.	140,213.
166764100 CHEVRONTXACO CORP	C	185,659.	215,443.
20825C104 CONOCOPHILLIPS	C	104,125.	147,700.
36213UH45 GOV'T NAT'L MTGE ASS	C	13,584.	14,835.
46625H100 J P MORGAN CHASE & C	C	315,385.	812,000.
742718109 PROCTER & GAMBLE CO	C	163,897.	389,532.
91913Y100 VALERO ENERGY CORP N	C	134,716.	213,125.
931142103 WAL MART STORES INC	C	147,140.	220,760.
58933Y105 MERCK & CO INC	C	265,305.	593,379.
594918104 MICROSOFT CORP COM	C	82,091.	1,485,343.
808513105 SCHWAB CHARLES CORP	C	176,650.	216,100.
857477103 STATE ST CORP COM	C	153,848.	116,180.
G47791101 INGERSOLL-RAND PLC	C	101,063.	228,771.
025816109 AMERICAN EXPRESS COM	C	47,006.	236,303.
037833100 APPLE COMPUTER INC C	C	56,716.	1,320,848.
05569M814 BNY MELLON INTERMEDI	C	3,875,000.	3,993,677.
05588D753 BNY MELLON INTL EQTY	C	797,337.	922,588.
45866F104 INTERCONTINENTALEXCH	C	122,995.	263,580.
464287804 ISHARES TR S & P SMA	C	804,248.	1,069,335.
780259206 ROYAL DUTCH SHELL PL	C	132,066.	157,225.
92343V104 VERIZON COMMUNICATIO	C	95,034.	221,080.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
05587N851 BNYM GLBL DYN BND IN	C	475,000.	495,894.
05587K824 BNYM SEL MGR S/C VAL	C	954,471.	1,044,155.
05588F709 BNYM GLBL RL EST SEC	C	687,786.	836,577.
05589K400 BNYM FLTNG RT INC-Y	C	621,221.	604,786.
26441C204 DUKE ENERGY CORP NEW	C	118,605.	173,440.
437076102 HOME DEPOT INC USD 0	C	54,339.	384,642.
438516106 HONEYWELL INTL INC	C	88,822.	275,936.
459200101 INTERNATIONAL BUSINE	C	125,321.	111,180.
693475105 PNC FINANCIAL SERVIC	C	88,998.	178,625.
717081103 PFIZER INC COM	C	194,938.	481,616.
988498101 YUM BRANDS INC	C	72,012.	157,528.
05569M871 BNY MELLON INTL FD C	C	890,578.	913,039.
05587N505 BNYM DYN TTL RTRN-Y	C	483,014.	587,212.
05588E850 BNY MELLON HIGH YIEL	C	638,780.	620,221.
097023105 BOEING COMPANY	C	175,464.	170,590.
14040H105 CAPITAL ONE FINL COR	C	114,642.	161,735.
478160104 JOHNSON & JOHNSON CO	C	242,968.	572,968.
91324P102 UNITED HEALTH GROUP	C	110,243.	186,758.
20030N101 COMCAST CORP NEW CL	C	118,130.	215,850.
00206R102 AT&T INC	C	215,026.	238,350.
023135106 AMAZON COM INC	C	92,086.	886,721.
375558103 GILEAD SCIENCES INC	C	14,999.	147,420.
464287507 ISHARES TR S&P MIDCA	C	990,315.	1,079,430.
46434G103 ISHARES CORE MSCI EM	C	180,972.	175,630.
		-----	-----
TOTALS		27,029,379.	39,752,867.
		=====	=====

FRANCES & EDWIN CUMMINGS MEM FD TR U/W
FORM 990PF, PART XV - LINES 2a - 2d
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13-6814491

RECIPIENT NAME:

Elizabeth H. Costas, Exec. Dir, Frances L&Edwin L

ADDRESS:

501 Fifth Ave, Ste 708

NEW YORK, NY 10017

RECIPIENT'S PHONE NUMBER: 212-286-1778

FORM, INFORMATION AND MATERIALS:

Please refer to www.cummingsfund.org for the annual report

SUBMISSION DEADLINES:

April 1st and October 1st

RESTRICTIONS OR LIMITATIONS ON AWARDS:

No support for cultural art

STATEMENT 8

FEDERAL FOOTNOTES

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ATTACHMENT TO FORM 990PF PART VIII, COLUMN (B) TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION THE COMPENSATION REPORTED IN COLUMN (B) PAID TO BNY MELLON, N.A. AS CORPORATE TRUSTEE IS CALCULATED BASED ON MARKET VALUE AND CURRENT FEE SCHEDULE. IT IS NOT DETERMINED ON AN HOURLY BASIS. CORPORATE TRUSTEE SERVICES INCLUDE ADMINISTRATIVE RESPONSIBILITIES, GRANT REQUIREMENTS, RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, STATEMENT AND ACCOUNTING SERVICES, AND REGULATORY REPORTING.