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. 1545-0047

2024

Open to Public Inspection

For calendar year 2024, or tax year beginning 01-01-2024 , and ending 12-31-2024

Name of foundation
THE JOYCE FOUNDATION

A Employer identification number
36-6079185

Number and street (or P.O. box number if mail is not delivered to street address)
321 N CLARK STREET 1500

Room/suite

B Telephone number (see instructions)
(312) 782-2464

City or town, state or province, country, and ZIP or foreign postal code
CHICAGO, IL 60654

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here..... ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ... ▶ ☐

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ..... ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16)* ▶$ 1,297,079,019

J Accounting method: ☐ Cash ☑ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	24,970,491	34,443,628		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	57,618,244			
	b	Gross sales price for all assets on line 6a 391,600,607				
	7	Capital gain net income (from Part IV, line 2)		92,401,252		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 0				
	b	Less: Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	3,167,787	2,959,578	0	
	12	**Total.** Add lines 1 through 11	85,756,522	129,804,458	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	2,293,252	733,549	0	1,519,489
	14	Other employee salaries and wages	4,266,393	420,613	0	3,823,908
	15	Pension plans, employee benefits	1,806,085	343,362	0	1,444,868
	16a	Legal fees (attach schedule)	411,887	59,235	0	349,572
	b	Accounting fees (attach schedule)	238,972	83,668	0	150,953
	c	Other professional fees (attach schedule)	2,491,602	1,315,362	0	1,107,842
	17	Interest	0	1,697,090	0	0
	18	Taxes (attach schedule) (see instructions)	2,544,631	846,742	0	0
	19	Depreciation (attach schedule) and depletion	250,200	8,914	0	
	20	Occupancy	761,800	159,336	0	637,344
	21	Travel, conferences, and meetings	1,057,829	29,772	0	1,028,057
	22	Printing and publications	102,133	0	0	102,133
	23	Other expenses (attach schedule)	1,204,316	260,841	0	943,477
	24	**Total operating and administrative expenses.** Add lines 13 through 23	17,429,100	5,958,484	0	11,107,643
	25	Contributions, gifts, grants paid	49,887,451			52,234,765
	26	**Total expenses and disbursements.** Add lines 24 and 25	67,316,551	5,958,484	0	63,342,408
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	18,439,971			
	b	**Net investment income** (if negative, enter -0-)		123,845,974		
	c	**Adjusted net income** (if negative, enter -0-)			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	1,428,924	2,185,213	2,185,213
	2	Savings and temporary cash investments	24,922,869	13,661,807	13,661,807
	3	Accounts receivable ▶ 409,824			
		Less: allowance for doubtful accounts ▶ 0	437,261	409,824	409,824
	4	Pledges receivable ▶ 0			
		Less: allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable	0	0	0
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less: allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use	0	0	0
	9	Prepaid expenses and deferred charges	0	0	0
	10a	Investments—U.S. and state government obligations (attach schedule)	197,928,577	259,963,514	259,963,514
	b	Investments—corporate stock (attach schedule)	170,637,038	174,944,716	174,944,716
	c	Investments—corporate bonds (attach schedule)	0		0
	11	Investments—land, buildings, and equipment: basis ▶ 191,875			
		Less: accumulated depreciation (attach schedule) ▶ 0	191,875	191,875	191,875
	12	Investments—mortgage loans	0	0	0
	13	Investments—other (attach schedule)	844,716,123	842,145,146	842,145,146
	14	Land, buildings, and equipment: basis ▶ 2,670,002			
		Less: accumulated depreciation (attach schedule) ▶ 1,791,117	946,683	878,885	878,885
	15	Other assets (describe ▶)	2,127,509	2,698,039	2,698,039
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,243,336,859	1,297,079,019	1,297,079,019
Liabilities	17	Accounts payable and accrued expenses	104,008	80,528	
	18	Grants payable	20,138,189	17,924,016	
	19	Deferred revenue	0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	4,297,549	4,539,105	
	23	**Total liabilities**(add lines 17 through 22)	24,539,746	22,543,649	
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here** ▶ ☑ **and complete lines 24, 25, 29 and 30.**			
	24	Net assets without donor restrictions	1,218,797,113	1,274,535,370	
	25	Net assets with donor restrictions	0	0	
		Foundations that do not follow FASB ASC 958, check here ▶ ☐ **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)	1,218,797,113	1,274,535,370	
	30	**Total liabilities and net assets/fund balances** (see instructions)	1,243,336,859	1,297,079,019	

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	1,218,797,113
2	Enter amount from Part I, line 27a	2	18,439,971
3	Other increases not included in line 2 (itemize) ▶	3	37,298,286
4	Add lines 1, 2, and 3	4	1,274,535,370
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	1,274,535,370

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	Publicly Traded Securities	P		
b	Alternative Investments	P		
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	320,024,241		299,199,355	20,824,886
b	71,576,366			71,576,366
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
a			0	20,824,886
b			0	71,576,366
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	92,401,252
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 Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ **(attach copy of letter if necessary–see instructions)**			1	1,721,459
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) 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	1,721,459
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	1,721,459
6	Credits/Payments:				
a	2024 estimated tax payments and 2023 overpayment credited to 2024	6a	1,973,172		
b	Exempt foreign organizations—tax withheld at source	6b	0		
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments. Add lines 6a through 6d			7	1,973,172
8	Enter any **penalty** for underpayment of estimated tax. Check here ☑ if Form 2220 is attached.			8	9,402
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	242,311
11	Enter the amount of line 10 to be: **Credited to 2025 estimated tax** ▶ 242,311	**Refunded** ▶		11	0

Part VI-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 the instructions for the definition.	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	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? *If "Yes," attach a detailed description of the activities.*	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? *If "Yes," attach a conformed copy of the changes*	3	Yes	
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XIV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
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	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 2024 or the taxable year beginning in 2024? See the instructions for Part XIII. If "Yes," complete Part XIII	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ www.joycefdn.org

14 The books are in care of ▶ Kathleen Clarke Telephone no. ▶ (312) 782-2464

Located at ▶ 321 N Clark Street Suite 1500 Chicago IL ZIP+4 ▶ 606544740

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** 0

			Yes	No
16	At any time during calendar year 2024, 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?	16		No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	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?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	Yes	
	(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)?	1a(5)		No
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)		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	1b		No
c	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
d	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 2024?	1d		No
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 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024?	2a		No
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
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.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	Yes	
b	If "Yes," did it have excess business holdings in 2024 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 2024.)*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2024?	4b		No

Part VI-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))?	5a(1)		No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)		No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)		No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	5a(4)	Yes	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	5a(5)		No
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b		No
c	Organizations relying on a current notice regarding disaster assistance check ▶ ☐			
d	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? *If "Yes," attach the statement required by Regulations section 53.4945–5(d).*	5d	Yes	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	6a		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.*	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	7a		No
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment during the year?	8		No

Part VII 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
Ellen Alberding 321 N CLARK STREET CHICAGO, IL 60654	President/Director (Thru 9/30/24) 40.00	694,924	64,080	6,668
Kathleen Clarke 321 N CLARK STREET CHICAGO, IL 60654	Chief Operating Officer 40.00	307,317	81,250	672
Nickol Hackett 321 N CLARK STREET CHICAGO, IL 60654	Chief Investment Officer/Treasurer 40.00	505,611	68,637	2,572
Edmund Miller 321 N CLARK STREET CHICAGO, IL 60654	V.P. of Strategy & Programs 40.00	288,492	45,391	2,125
Jose B Alvarez 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Chanda Smith Baker 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Sally E Blount 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Michael F Brewer 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Sean Decatur 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Russ Kavalhuna 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Steven Koch 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Tracy L Meares 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Cecilia Munoz 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Margot M Rogers 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Cristian Samper 321 N CLARK STREET CHICAGO, IL 60654	Director (Thru 4/1/2024) 2.00	7,750	0	0
Nicholas Turner 321 N CLARK STREET CHICAGO, IL 60654	Director 2.00	21,900	0	0
Julia Morita 321 N CLARK STREET	President/Director (As of 10/1/24) 40.00	225,069	7,449	2,150

(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
CHICAGO, IL 60654				

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
Kayce Ataiyero 321 N CLARK STREET CHICAGO,IL 60654	MG. DIR. COMMUN. 40.00	235,271	46,741	2,287
Elizabeth Cisar 321 N CLARK STREET CHICAGO,IL 60654	Program Director 40.00	211,293	54,873	916
Victoria Spires 321 N CLARK STREET CHICAGO,IL 60654	Program Director 40.00	202,962	33,325	2,574
Stephanie Banchero 321 N CLARK STREET CHICAGO,IL 60654	Program Director 40.00	207,254	43,318	504
Timothy Daly 321 N CLARK STREET CHICAGO,IL 60654	Program Director 40.00	199,019	54,421	672
Total number of other employees paid over $50,000 . . . . . ▶				27

Part VII **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
Cambridge Associates LLC 125 High Street Boston, MA 02110	Consulting Services - Investment	750,000
Most Training Consulting 420 W Huron St Chicago, IL 60654	Outsourced Managed IT Services	302,214
Secure and Managed IT LLC 420 W Huron St Chicago, IL 60654	Outsourced Managed IT Services	221,429
WilmerHale 2100 Pennsylvania Avenue Northwest Washington, DC 20037	Consulting Services - Operations	195,008
Ellen Alberding 321 N Clark Street Suite 1500 Chicago, IL 60654	Consulting Services - Administrative/Strategy	184,888

Total number of others receiving over $50,000 for professional services. . . . . ▶

3

Part VIII- 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 VIII- 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	0
2 None	0
All other program-related investments. See instructions. 3	0
Total. Add lines 1 through 3 . . . . . ▶	0

Part IX 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	914,827,306
b	Average of monthly cash balances			1b	29,626,146
c	Fair market value of all other assets (see instructions)			1c	336,123,374
d	**Total** (add lines 1a, b, and c)			1d	1,280,576,826
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	1,280,576,826
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)			4	19,208,652
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3			5	1,261,368,174
6	**Minimum investment return.** Enter 5% (0.05) of line 5			6	63,068,409

Part X 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 IX, line 6			1	63,068,409
2a	Tax on investment income for 2024 from Part V, line 5	2a	1,721,459		
b	Income tax for 2024. (This does not include the tax from Part V.)	2b	833,297		
c	Add lines 2a and 2b			2c	2,554,756
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	60,513,653
4	Recoveries of amounts treated as qualifying distributions			4	258,141
5	Add lines 3 and 4			5	60,771,794
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1			7	60,771,794

Part XI 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	63,342,408
b	Program-related investments—total from Part VIII-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	182,399
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	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part XII, line 4	4	63,524,807

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
1 Distributable amount for 2024 from Part X, line 7				60,771,794
2 Undistributed income, if any, as of the end of 2024:				
a Enter amount for 2023 only.			30,892,303	
b Total for prior years: 2022, 2021, 2020		0		
3 Excess distributions carryover, if any, to 2024:				
a From 2019. 0				
b From 2020. 0				
c From 2021. 0				
d From 2022. 0				
e From 2023. 0				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2024 from Part XI, line 4: ▶ $ 63,524,807				
a Applied to 2023, but not more than line 2a			30,892,303	
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 2024 distributable amount				32,632,504
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2024. *(If an amount appears in column (d), the same amount must be shown in column (a).)*				0
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount —see instructions		0		
e Undistributed income for 2023. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025				28,139,290
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 2019 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2025.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2020 0				
b Excess from 2021 0				
c Excess from 2022. . . . 0				
d Excess from 2023 0				
e Excess from 2024 0				

Part XIII Private Operating Foundations (see instructions and Part VI-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 2024, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2024	**(b)** 2023	**(c)** 2022	**(d)** 2021	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, 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 IX, 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 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 e-mail address of the person to whom applications should be addressed:

Program Officer
321 N Clark Street Suite 1500
Chicago,IL 606544714
(312) 782-2464

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

SEE ATTACHMENT

c Any submission deadlines:

SEE STATEMENT

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

SEE ATTACHMENT

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	523000	159,188	14	24,811,303	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	523000	2,410,712	18	55,207,532	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a PASS-THROUGH INVESTMENT INCOME	523000	2,657,903	14	509,884	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		5,227,803		80,528,719	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 85,756,522

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

Part XVI Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
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?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)	Yes	
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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.

(a) Line No.	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
1b(6)	4,243	University Club of Chicago	Membership fees - Networking events available to members.
1b(6)	3,000	Commercial Club of Chicago	Membership fees - Networking events available to members.
1b(6)	1,369	AICPA	Membership fees - Continuing education and professional resources.
1b(6)	1,260	HR Source	Membership fees - Continuing education and professional resources.
1b(6)	998	CFA Society of Chicago	Membership fees - Continuing education and professional resources.
1b(6)	953	Detroit Regional Chamber	Membership fees - Networking events available to members and industry insights.
1b(6)	650	Chartered Alternative Investment Analyst Association Inc	Membership fees - Continuing education and professional resources.
1b(6)	525	Illinois CPA Society	Membership fees - Continuing education and professional resources.

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.

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

Signature of officer or trustee — Date 2025-11-04 — Title

May the IRS discuss this return with the preparer shown below? See instructions. ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶☐	PTIN
Amy Bellanca		2025-11-04		P01572961

Firm's name ▶ CROWE LLP — Firm's EIN ▶35-0921680

Firm's address ▶ 5810 TENNYSON PARKWAY Suite 450, Plano, TX 750244112 — Phone no. (214) 777-5200

Additional Data

Return to Form

Software ID: 24020961
Software Version: 2024v5.1

Form 990PF - Special Condition Description:

Special Condition Description

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	238,972	83,668		150,953

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Category	Amount
None	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Computer Equipment		145,554				26,990	0		
Office Furniture & Equipment		434,443				47,745	0		
Leasehold Improvements		1,997,897				171,186	0		
Website Development Costs		25,671				4,279	0		
Work in Progress		66,437				0	0		
Depletion		0				0	8,914		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

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Software ID: 24020961

Software Version: 2024v5.1

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Publicly Traded Securities		P			320,024,241	299,199,355			20,824,886	
Alternative Investments		P			36,793,358				36,793,358	

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Identifier	Return Reference	Explanation
APPLICATION SUBMISSION DEADLINES	Form 990-PF, Part XIV, Line 2c	GRANT PROPOSALS ARE CONSIDERED AT MEETINGS OF THE FOUNDATION'S BOARD OF DIRECTORS IN APRIL, JULY, AND NOVEMBER. APPLICANTS ARE STRONGLY ENCOURAGED TO PLAN THEIR APPLICATION PROPOSAL SUBMISSION PROCESS FOR THE APRIL OR JULY MEETINGS, SINCE MOST GRANT FUNDS WILL BE DISTRIBUTED AT THOSE TIMES. TO BE CONSIDERED FOR THE APRIL, JULY, OR NOVEMBER BOARD MEETINGS PROPOSAL MUST BE SUBMITTED IN NOVEMBER, APRIL, AND AUGUST RESPECTIVELY. JOYCE AWARD LETTERS OF INQUIRY MUST BE SUBMITTED NO LATER THAN SEPTEMBER FOR CONSIDERATION.

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PUBLICLY TRADED STOCK	174,944,716	174,944,716

TY 2024 IRS 990 e-File Render

Name:	THE JOYCE FOUNDATION
EIN:	36-6079185
Software ID:	24020961
Software Version:	2024v5.1
US Government Securities - End of Year Book Value:	259,963,514
US Government Securities - End of Year Fair Market Value:	259,963,514
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
MINERAL RIGHTS	191,875	0	191,875	191,875

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENTS	FMV	842,145,146	842,145,146

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT	145,554	45,301	100,253	100,253
OFFICE FURNITURE & EQUIPMENT	434,443	276,708	157,735	157,735
LEASEHOLD IMPROVEMENTS	1,997,897	1,443,437	554,460	554,460
WEBSITE DEVELOPMENT COSTS	25,671	25,671	0	0
WORK IN PROGRESS	66,437	0	66,437	66,437

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	411,887	59,235		349,572

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FEDERAL INCOME TAX RECEIVABLE	-77,473	898,127	898,127
OTHER ASSETS	617	655	655
FEDERAL EXCISE TAX RECEIVABLE	975,120	869,346	869,346
RIGHT-OF-USE ASSETS	1,229,245	929,911	929,911

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll Processing	7,554	1,511	0	6,043
Advertising	4,084	0	0	4,084
Creative Media	1,692	0	0	1,692
Postage & Delivery	1,960	392	0	1,568
Office Supplies	29,726	5,945	0	23,781
Records Retention	53,734	10,747	0	42,987
Insurance - General	85,853	17,171	0	68,682
Business Continuity	9,114	1,823	0	7,292
Telephone & Internet	52,680	10,536	0	42,144
Furniture, Fixtures & Equipment	12,348	2,470	0	9,879
Maintenance & Utilities	38,089	7,618	0	30,471
Bank charges & fees - office	159,424	159,424	0	0
Interest expense and penalties	-4	-4	0	0
Line of credit fees	845	845	0	0
Consultants and Contractors	384,624	42,363	0	342,261
Licensing fees and software as a service	362,593	0	0	362,593

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PASS-THROUGH INVESTMENT INCOME	3,167,787	2,959,578	0

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Description	Amount
UNREALIZED GAIN	37,298,286

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED FEDERAL EXCISE TAXES	2,400,000	2,890,000
DUE TO BROKERS FOR PURCHASES	480,211	565,981
OPERATING LEASE LIABILITY	1,417,338	1,083,124

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Manager Fees	633,760	602,434	0	0
Investment Consultant fees	750,000	712,928	0	0
Communication Fees	102,337	0	0	102,337
Outsourced IT Fees	270,735	0	0	270,735
Outsourced Reception	3,105	0	0	3,105
Programmatic Consulting	551,852	0	0	551,852
Advisory Consulting	179,813	0	0	179,813

TY 2024 IRS 990 e-File Render

Name: THE JOYCE FOUNDATION

EIN: 36-6079185

Software ID: 24020961

Software Version: 2024v5.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Federal excise tax expense	2,054,631	846,742	0	0
Deferred Excise Tax	490,000	0	0	0