

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
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018 , and ending 12-31-2018

Name of foundation Harley-Davidson Foundation Inc		A Employer identification number 39-1769946
% DANITA HALL		
Number and street (or P O box number if mail is not delivered to street address) 3700 West Juneau Avenue	Room/suite	B Telephone number (see instructions) (414) 343-4680
City or town, state or province, country, and ZIP or foreign postal code Milwaukee, WI 53208		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>25,967,495</u>	J Accounting method: <input checked="" type="checkbox"/> Cash <input 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)	220			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	266,344	266,575		
	4 Dividends and interest from securities	556,085	525,196		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,858,445			
	b Gross sales price for all assets on line 6a	10,387,454			
	7 Capital gain net income (from Part IV, line 2)		1,865,714		
	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)	5,000	4,700			
12 Total. Add lines 1 through 11	2,686,094	2,662,185			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	12,825	6,413	0	6,412
	c Other professional fees (attach schedule)	88,660	88,660		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	17,585	16,415	0	0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	51,543			51,543
	24 Total operating and administrative expenses. Add lines 13 through 23	170,613	111,488	0	57,955
	25 Contributions, gifts, grants paid	2,978,588			2,978,588
26 Total expenses and disbursements. Add lines 24 and 25	3,149,201	111,488	0	3,036,543	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-463,107				
b Net investment income (if negative, enter -0-)		2,550,697			
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			
	2 Savings and temporary cash investments	280,361	194,268	194,268
	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			
	10a Investments—U S and state government obligations (attach schedule)	65,075	0	0
	b Investments—corporate stock (attach schedule)	17,651,068	18,100,817	18,044,765
	c Investments—corporate bonds (attach schedule)	8,597,450	7,830,428	7,728,462
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	111,082		
	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)	26,705,036	26,125,513	25,967,495	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	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)	0	0	
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	26,705,036	26,125,513	
	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)	26,705,036	26,125,513		
31 Total liabilities and net assets/fund balances (see instructions) .	26,705,036	26,125,513		

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	26,705,036
2 Enter amount from Part I, line 27a	2	-463,107
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	26,241,929
5 Decreases not included in line 2 (itemize) ▶ _____	5	116,416
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	26,125,513

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			
b CAPITAL GAIN DIVIDENDS	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 9,654,937		8,521,740	1,133,197
b			732,517
c			
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			1,133,197
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	1,865,714
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))
2017	3,505,680	28,968,607	0.121017
2016	3,560,366	27,153,562	0.13112
2015	3,279,287	26,715,135	0.12275
2014	3,352,842	27,104,003	0.123703
2013	3,169,671	24,540,083	0.129163
2 Total of line 1, column (d)			0.627753
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			0.125551
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			27,980,519
5 Multiply line 4 by line 3			3,512,982
6 Enter 1% of net investment income (1% of Part I, line 27b)			25,507
7 Add lines 5 and 6			3,538,489
8 Enter qualifying distributions from Part XII, line 4			3,036,543

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)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and total tax due. Total tax due is 30,767.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and substantial contributors. Includes Yes/No columns.

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.harley-davidson.com
14 The books are in care of DANITA HALL Telephone no (414) 343-4505

Located at 3700 WEST JUNEAU AVENUE Milwaukee WI ZIP+4 53208

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

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. Organizations relying on a current notice regarding disaster assistance check here.
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?
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 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).
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?
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?
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?

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

5a During the year did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If yes, did the foundation receive any proceeds... 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?

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

Table with 5 columns: (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

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

Table with 5 columns: (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

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

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
Baird Investment Management Services 777 East Investment Management Serv MILWAUKEE, WI 532025391	Invest Mgmt Services	88,660
Total number of others receiving over \$50,000 for professional services. ▶		

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 ▶

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	28,169,303
b	Average of monthly cash balances.	1b	237,315
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	28,406,618
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	0
3	Subtract line 2 from line 1d.	3	28,406,618
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	426,099
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,980,519
6	Minimum investment return. Enter 5% of line 5.	6	1,399,026

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	1,399,026
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	51,014
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	51,014
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,348,012
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,348,012
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,348,012

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	3,036,543
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,036,543
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,036,543

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				1,348,012
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 2016, 2015, 2014				
3 Excess distributions carryover, if any, to 2018				
a From 2013.	1,968,101			
b From 2014.	2,033,760			
c From 2015.	1,983,242			
d From 2016.	2,216,494			
e From 2017.	2,101,100			
f Total of lines 3a through e.	10,302,697			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>3,036,543</u>				
a Applied to 2017, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				1,348,012
e Remaining amount distributed out of corpus	1,688,531			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	11,991,228			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	1,968,101			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	10,023,127			
10 Analysis of line 9				
a Excess from 2014.	2,033,760			
b Excess from 2015.	1,983,242			
c Excess from 2016.	2,216,494			
d Excess from 2017.	2,101,100			
e Excess from 2018.	1,688,531			

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 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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
 Harley-Davidson Foundation Inc
 3700 West Juneau Avenue
 Milwaukee, WI 53208
 (414) 343-4680

b The form in which applications should be submitted and information and materials they should include
 Applications should be submitted via the online portal located on the foundation's website

c Any submission deadlines
 Applications may be submitted at any time and will be reviewed on a quarterly basis at the end of Ma

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
 Majority of funding is for project program support in WI, PA, IL, OH, TX, MO, and AZ

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				
b <i>Approved for future payment</i>				
Total ▶ 3b				

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

Part XVII

- 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.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
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.

Table with 3 columns: Question, Yes, No. Rows 1a(1), 1a(2), 1b(1), 1b(2), 1b(3), 1b(4), 1b(5), 1b(6), 1c.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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 [x] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Sign Here: Signature of officer or trustee, Date (2019-03-15), Title. Box: May the IRS discuss this return with the preparer shown below (see instr)? [x] Yes [] No

Paid Preparer Use Only section containing fields for Print/Type preparer's name (Jacob Cook), Preparer's Signature, Date, Check if self-employed, PTIN (P01240455), Firm's name (BDO USA LLP), Firm's address (8383 GREENWAY BLVD SUITE 500, MIDDLETON, WI 53562), and Firm's EIN/Phone no.

(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	(e) Expense account, other allowances
Joanne M Bischmann 3700 West Juneau Avenue Milwaukee, WI 53208	President/Dir thru 12/7/2018 0 2	0	0	0
Tchernava Rocker 3700 West Juneau Avenue Milwaukee, WI 53208	President/Dir as of 12/7/2018 0 2	0	0	0
John A Olin 3700 West Juneau Avenue Milwaukee, WI 53208	Vice President/CFO/Director 0 2	0	0	0
J Darrel Thomas 3700 West Juneau Avenue Milwaukee, WI 53208	Vice President/Treasurer 0 2	0	0	0
Paul J Jones 3700 West Juneau Avenue Milwaukee, WI 53208	VP/Chief Legal Officer/Dir 0 2	0	0	0
Stephen W Boettinger 3700 West Juneau Avenue Milwaukee, WI 53208	Secretary thru 12/3/2018 0 2	0	0	0
Paul Krause 3700 West Juneau Avenue Milwaukee, WI 53208	Secretary as of 12/3/2018 0 2	0	0	0
Heather Malenshek 3700 West Juneau Avenue Milwaukee, WI 53208	Director 0 2	0	0	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>				
After The Harvest 406 West 34st Street Suite 816 Kansas City, MO 64111	None	PC	Program Support	2,500
Alabama A&M University foundation 309 Palton Building Normal, AL 35762	None	PC	Program Support	2,500
Allied Churches Teaching Self-Empowerment (ACTS) 2414 W Vliet Street Milwaukee, WI 53205	None	PC	Program Support	7,500
Total ▶ 3a				2,978,588

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>				
Alverno College 3400 S 43rd Street PO Box 34922 Milwaukee, WI 53234	None	PC	Program Support	20,200
Alzheimer's Disease and Related Disorders Assoc 706 Rothsville Rd Lititz, PA 17543	None	PC	Program Support	2,000
American Financial Services Association Education 919 18th Street Suite 300 Washington, DC 20006	None	PC	Program Support	30,000
Total ▶ 3a				2,978,588

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>				
American National Red Cross 2600 W Wisconsin Ave Milwaukee, WI 53233	None	PC	Program Support	30,000
American Red Cross 2220 Silvernail Rd Suite 300 Pewaukee, WI 53072	None	PC	Program Support	215
Archbishop Curley High School 3701 Sinclair Lane Baltimore, MD 21213	None	PC	Program Support	100
Total ▶ 3a				2,978,588

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>				
Auburn University 317 S College St Auburn University, AL 36849	None	PC	Program Support	300
Betty Brinn Children's Museum 929 E Wisconsin Avenue Milwaukee, WI 53202	None	PC	Program Support	60,000
Big Brothers Big Sisters of Metropolitan Milwaukee 788 N Jefferson St Ste 600 Milwaukee, WI 53202	None	PC	Program Support	30,448
Total ▶ 3a				2,978,588

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>				
Big BrothersBig Sisters of York County Inc 227 West Market Street Suite 102 York, PA 17401	None	PC	Program Support	10,000
Bishop Noll Institute Foundation Inc 1519 Hoffman Street Hammond, IN 46327	None	PC	Program Support	1,000
Bizstarts Milwaukee Inc 1555 N Rivercenter Dr Suite 210 Milwaukee, WI 53212	None	PC	Program Support	10,000
Total ▶ 3a				2,978,588

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 Club of Greater Milwaukee 1558 N 6th Street Milwaukee, WI 53212	None	PC	Program Support	175,000
Boys & Girls Club of Kansas City 4001 Blue Parkway Ste 102 Kansas City, MO 64130	None	PC	Program Support	35,000
Boys Grow Corp 9301 e 147th st kansas city, MO 64149	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
Brewers Community Foundation One Brewers Way Milwaukee, WI 53214	None	PC	Program Support	25,000
Broadscope Disability Services 6102 W Layton Ave Greenfield, WI 53220	None	PC	Program Support	10,000
Build Moto Mentor Program 5841 N Shoreland Ave Whitefish Bay, WI 53217	None	PC	Program Support	255
Total ▶ 3a				2,978,588

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>				
Cardinal Stritch University 6801 North Yates Road Milwaukee, WI 53217	None	PC	Program Support	250
Carroll University 100 North East Avenue Waukesha, WI 53186	None	PC	Program Support	9,000
Center For Urban Teaching Inc 2600 W Wisconsin Ave Milwaukee, WI 53233	None	PC	Program Support	5,000
Total				2,978,588

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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>				
Centro Legal Por Derechos Humanos Inc 611 W National Ave Suite 103 Milwaukee, WI 53204	None	PC	Program Support	10,000
Chicago Cares Inc 2 N Riverside Plaza STE 1800 Chicago, IL 60606	None	PC	Program Support	25,000
Chicago Coalition For The Homeless 70 E Lake Street Suite 720 Chicago, IL 60601	None	PC	Program Support	25,000
Total ▶ 3a				2,978,588

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 Advocacy Center of Collin County 2205 Los Rios Blvd Plano, TX 75074	None	PC	Program Support	30,000
Children's Aid Society at the Lehman Center 400 W Market St York, PA 17401	None	PC	Program Support	5,000
Children's Hospital and Health System Foundation PO Box 1997 MS 3050 Milwaukee, WI 532011997	None	PC	Program Support	200,000
Total ▶ 3a				2,978,588

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 Mercy Hospital 2401 Gillham Road Kansas City, MO 64108	None	PC	Program Support	5,119
City of Tomahawk Park and Recreation Department 23 North 2nd Street Tomahawk, WI 60606	None	GOV	Program Support	6,000
Columbia St Mary's Foundation Heritage Center 2320 N Lake Drive Milwaukee, WI 60601	None	PC	Program Support	25,000
Total ▶ 3a				2,978,588

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>				
Crispus Attucks Center for Employment and Training 605 South Duke Street York, PA 53211	None	PC	Program Support	10,000
Cristo Rey Jesuit Corporate Work Study Program 1215 S 45th St West Milwaukee, WI 17401	None	PC	Program Support	30,340
Cultural Alliance Of York County 14 West Market Street York, PA 53214	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
CUPED1420 W Center Street Suite 200 Milwaukee, WI 17401	None	PC	Program Support	10,000
Dallas Area Rape Crisis Center 2801 SWISS AVE DALLAS, TX 53206	None	PC	Program Support	10,000
Danceworks Inc1661 N Water Street Milwaukee, WI 75204	None	PC	Program Support	8,000
Total				2,978,588

▶ **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>				
Delaware Valley Golden Retriever Rescue Inc 60 Vera Cruz Rd Reinholds, PA 53202	None	PC	Program Support	1,000
Discovery World 500 N Harbor Drive Milwaukee, WI 17569	None	PC	Program Support	5,000
DreamWrights Youth & Family Theatre 100 Carlisle Avenue York, PA 53202	None	PC	Program Support	3,000
Total ▶ 3a				2,978,588

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>				
Elm Grove Lutheran School 945 Terrace Drive Elm Grove, WI 17401	None	PC	Program Support	5,000
EquiTeam Support Services 1200 South Pleasant Ave Dallastown, PA 53122	None	PC	Program Support	5,000
Express Yourself Milwaukee 1300 West Fond Du Lac Avenue 3rd Floor Milwaukee, WI 17313	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
Feed Northland Kids 8105 N Cosby Ave Kansas City, MO 53205	None	PC	Program Support	2,500
First Finance FBo FRC Team 2202 2000 Bedford St Manchester, NH 64151	None	PC	Program Support	495
First Stage Milwaukee 325 W Walnut Street Milwaukee, WI 53212	None	PC	Program Support	10,000
Total ▶ 3a				2,978,588

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>				
Girl Scouts Of NE Kansas & NW Missouri 8383 Blue Parkway Kansas City, MO 53212	None	PC	Program Support	2,500
Girl Scouts of Wisconsin Southeast 131 S 69th Street Milwaukee, WI 64133	None	PC	Program Support	5,000
GPS Education Partners 20633 Watertown Ct Suite 202 Waukesha, WI 53214	None	PC	Program Support	25,000
Total ▶ 3a				2,978,588

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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>				
Green Works in Kansas City 4334 McGee Street Kansas City, MO 53186	None	PC	Program Support	5,000
Habitat for Humanity of South Collin County 2060 Couch Drive McKinney, TX 64111	None	PC	Program Support	40,000
Harvesters - The Community Food Network 3801 Topping Avenue Kansas City, MO 75069	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
Havasu Community Health Foundation 94 Acoma Blvd S Suite 101 Lake Havasu City, AZ 64129	None	PC	Program Support	3,500
Hoffman Homes Inc 815 Orphanage Road Littlestown, PA 86404	None	PC	Program Support	10,000
Hope CollegePO Box 9000 Holland, MI 17430	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
Hope House Inc PO Box 577 Lees Summit, MO 494229000	None	PC	Program Support	2,500
Hospice of Havasu PO Box 597 Lake Havasu City, AZ 64063	None	PC	Program Support	570
Hosptial Hill Run Inc 10925 Antioch RD Ste 203 Overland Park, KS 86405	None	PC	Program Support	300
Total ▶ 3a				2,978,588

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Name and address (home or business)				
a <i>Paid during the year</i>				
Hunger Task Force of Milwaukee Inc 201 South Hawley Court Milwaukee, WI 66210	None	PC	Program Support	500,000
Illinois Institute of Technology 10 W 35th Street Chicago, IL 53214	None	PC	Program Support	2,500
Independence First Inc 540 South 1st Street Milwaukee, WI 60616	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
Interfaith Older Adult Programs Inc 600 W Virginia Street Suite 300 Milwaukee, WI 532041605	None	PC	Program Support	5,000
Jerry Ambrose Veterans Council Of Mohave County PO Box 4463 Kingman, AZ 53204	None	PC	Program Support	1,500
Journey House Inc 2110 West Scott Street Milwaukee, WI 86402	None	PC	Program Support	10,000
Total ▶ 3a				2,978,588

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 So Central Pennsylvania 610 South George Street York, PA 53204	None	PC	Program Support	10,000
Junior Achievement of Wisconsin Inc 11111 W Liberty Drive Milwaukee, WI 17401	None	PC	Program Support	130
Kansas City Scholars Inc 8080 Ward Parkway Suite 402 Kansas City, MO 53224	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
Kingman Academy Of Learning 3410 N Burbank St Kingman, AZ 64114	None	PC	Program Support	3,000
Kingman Area Food Bank 2930 E Butler Avenue Kingman, AZ 86409	None	PC	Program Support	2,000
Kinship of Tomahawk 27 E Wisconsin Avenue PO Box 653 Tomahawk, WI 86409	None	PC	Program Support	1,725
Total ▶ 3a				2,978,588

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>				
Leadership York 39 E King Street York, PA 54487	None	PC	Program Support	2,500
Leg Up Farm Inc 4880 North Sherman Street Mt Wolf, PA 17401	None	PC	Program Support	10,000
Loving Shepherd Lutheran School 3909 W Clinton Avenue Milwaukee, WI 17347	None	PC	Program Support	5,000
Total				2,978,588

▶ 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>				
Make A Difference Wisconsin Inc 710 N Plankinton Ave Ste 310 Milwaukee, WI 53209	None	PC	Program Support	12,000
Make A Wish Foundation - York 2951 Whiteford Road Suite 304 York, PA 53203	None	PC	Program Support	4,000
Marquette University PO Box 1881 Milwaukee, WI 17402	None	PC	Program Support	100
Total ▶ 3a				2,978,588

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>				
Marquette University High School 3401 W Wisconsin Avenue Milwaukee, WI 532011881	None	PC	Program Support	3,250
Martin Library Association 159 East Market St York, PA 53208	None	PC	Program Support	4,585
Menomonee Falls High School W142 N8101 Merrimac Drive Menomonee Falls, WI 17401	None	GOV	Program Support	4,000
Total ▶ 3a				2,978,588

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>				
Menomonee Valley Partners Inc 231 W Michigan St P421 Milwaukee, WI 53051	None	PC	Program Support	7,500
Meta House Inc 2625 N Weil Street Milwaukee, WI 53203	None	PC	Program Support	15,000
Michigan Technology University Foundation PO Box 390 Hancock, MI 53212	None	PC	Program Support	50
Total ▶ 3a				2,978,588

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>				
Miles of Smiles Inc 5416 NE Antioch Road Kansas City, MO 49930	None	PC	Program Support	7,625
Milwaukee Area Science Advocates (MASA) 1845 N Farwel Ave 100 Milwaukee, WI 64119	None	PC	Program Support	1,000
Milwaukee Art Museum 700 N Art Museum Drive Milwaukee, WI 53202	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
Milwaukee Center for Independence 2020 W Wells Street Milwaukee, WI 53202	None	PC	Program Support	15,000
Milwaukee Community Business Collaborative Inc 2821 N Vel R Phillips Avenue Suite 300 Milwaukee, WI 53217	None	PC	Program Support	30,000
Milwaukee Development Corporation 756 N Milwaukee St Suite 400 Milwaukee, WI 53202	None	PC	Program Support	50,000
Total ▶ 3a				2,978,588

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>				
Milwaukee Habitat for Humanity 3726 N Booth Street Milwaukee, WI 53212	None	PC	Program Support	30,000
Milwaukee Institute of Art & Design 273 East Erie Street Milwaukee, WI 53202	None	PC	Program Support	5,000
Milwaukee Montessori School 345 North 95th Street Milwaukee, WI 53226	None	PC	Program Support	500
Total				2,978,588



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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>				
Milwaukee Preservation Alliance PO Box 510642 Milwaukee, WI 53203	None	PC	Program Support	55,000
Milwaukee Public Museum Inc 800 W Wells Street Milwaukee, WI 53233	None	PC	Program Support	5,000
Milwaukee Public Schools Foundation Incorporated 234 W Galena St Milwaukee, WI 53212	None	PC	Program Support	10,000
Total ▶ 3a				2,978,588

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>				
Milwaukee Repertory Theater 108 E Wells St Milwaukee, WI 53202	None	PC	Program Support	15,000
Milwaukee Rescue Mission 830 N 19th Street Milwaukee, WI 53233	None	PC	Program Support	150
Milwaukee School of Engineering 1025 North Broadway Milwaukee, WI 53202	None	PC	Program Support	850
Total ▶ 3a				2,978,588

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>				
Mount Mary University 2900 N Menomonee River Parkway Milwaukee, WI 53222	None	PC	Program Support	5,000
Muscular Dystrophy Association 22625 Development Dr Suite 10 Greenbay, WI 54311	None	PC	Program Support	2,678
National Alopecia Areata Foundation 14 Mitchell Boulevard San Rafael, CA 94903	None	PC	Program Support	305
Total ▶ 3a				2,978,588

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>				
Near West Side Partners Inc 624 N 24th Street Milwaukee, WI 53233	None	PC	Program Support	200,000
New Hope Ministries Inc 99 W Church Street Dillsburg, PA 17019	None	PC	Program Support	5,000
Next Door 2545 N 29th Street Milwaukee, WI 53210	None	PC	Program Support	25,500
Total				2,978,588

▶ 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>				
North Carolina State University PO Box 7501 Raleigh, NC 27695	None	PC	Program Support	175
North Texas Food Bank 4500 S Cockrell Hill Rd Dallas, TX 75236	None	PC	Program Support	25,000
Northland Christmas Store Inc PO Box 28403 Gladstone, MO 64188	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
Oregon State University Foundation 850 SW 35th Corvallis, OR 97333	None	PC	Program Support	50
Pearls for Teen Girls Inc 1805 N Martin Luther King Drive Milwaukee, WI 53212	None	PC	Program Support	30,000
Pewaukee High School Bosster Club 510 Lake St Pewaukee, WI 53072	None	PC	Program Support	975
Total ▶ 3a				2,978,588

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
Pewaukee High School Education Fund PO Box 136 Pewaukee, WI 53072	None	PC	Program Support	50
Rebuilding Together Kansas City Inc 2050 PLUMBERS WAY STE 150 Liberty, MO 64068	None	PC	Program Support	2,500
Regents of the University of Michigan DEPT CH 10189 Palatine, IL 600550189	None	PC	Program Support	250
Total ▶ 3a				2,978,588

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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>				
Re-Member PO Box 5054 Pine Ridge, SD 57770	None	PC	Program Support	165
Repairers of the Breach 1335 West Vliet Street Milwaukee, WI 53205	None	PC	Program Support	10,000
Ripon College 300 Seward Street PO Box 248 Ripon, WI 54971	None	PC	Program Support	1,000
Total				2,978,588

▶ **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>				
Rockhurst University 1100 Rockhurst Road Kansas City, MO 64110	None	PC	Program Support	2,500
Safe & Sound 801 W Michigan St Milwaukee, WI 53233	None	PC	Program Support	5,000
Saint Joseph Elementary School 2750 N 122nd St Wauwatosa, WI 53222	None	PC	Program Support	500
Total				2,978,588



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>				
Samaritan Health Center 531 E Washington Street West Bend, WI 53095	None	PC	Program Support	300
Schlitz Audubon Nature Center 1111 E Brown Deer Rd Milwaukee, WI 53217	None	PC	Program Support	5,000
Scholarship America Inc One Scholarship Way St Peter, MN 56082	None	PC	Program Support	77,280
Total ▶ 3a				2,978,588

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>				
Section Elementary School W318 S8430 Hwy EE Mukwonago, WI 53149	None	PC	Program Support	100
Serenity Inns IncPO Box 26887 Milwaukee, WI 532260887	None	PC	Program Support	5,000
Servants Inc100 Redco Avenue Ste C-0 Red Lion, PA 17356	None	PC	Program Support	10,000
Total				2,978,588

▶ 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>				
Seven Hills Baseball Federation PO Box 3115 Independence, OH 44131	None	PC	Program Support	208
SHARP Literacy Inc 5775 N Glen Park Drive Suite 202 Milwaukee, WI 53209	None	PC	Program Support	10,000
Sheboygan Lutheran High School 3323 University Dr Sheboygan, WI 53081	None	PC	Program Support	250
Total ▶ 3a				2,978,588

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>				
Skidmark CLE5401 Hamilton Ave Cleveland, OH 44114	None	PC	Program Support	2,500
Sojourner Family Peace Center Inc 619 W Walnut St Milwaukee, WI 53212	None	PC	Program Support	15,000
St Francis Children's Center 6700 N Port Washington Road Milwaukee, WI 53217	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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 Joan Antida 1341 North Cass Street Milwaukee, WI 53202	None	PC	Program Support	330
St Matthew's Lutheran School 818 W Wisconsin Ave Oconomowoc, WI 53066	None	PC	Program Support	1,000
St Robert School 2200 East Capitol Drive Shorewood, WI 53066	None	PC	Program Support	50
Total ▶ 3a				2,978,588

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>				
St Thomas More High School 2601 East Morgan Avenue Milwaukee, WI 53207	None	PC	Program Support	3,500
Stars and Stripes Honor Flight Inc PO Box 636 Port Washington, WI 53074	None	PC	Program Support	125
Summerfest Foundation Inc 639 E Polk St Milwaukee, WI 53207	None	PC	Program Support	7,146
Total ▶ 3a				2,978,588

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>				
Summit County Historical Society Of Akron Ohio 550 Copley Road Akron, OH 44320	None	PC	Program Support	2,000
Susan P Byrnes Health Education Center 515 S George Street York, PA 17401	None	PC	Program Support	10,000
Synergy Services 400 East Sixth Street Parkville, MO 64152	None	PC	Program Support	2,500
Total ▶ 3a				2,978,588

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>				
Texas Trees Foundation 2906 Swiss Avenue Dallas, TX 75204	None	PC	Program Support	10,000
TFI Family Services 5600 W 95th St Suite 318 Overland Park, KS 66207	None	PC	Program Support	2,500
The Beat Goes On 31655 Lancelot Dr Brookfield, WI 53045	None	PC	Program Support	1,000
Total				2,978,588

▶ **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 Foundation for Delta Educational & Econ Devel 900 E Linwood Boulevard Kansas City, MO 64109	None	PC	Program Support	730
The Pennsylvania State University One Old Main University Park, PA 16802	None	GOV	Program Support	106
The Rabbit Hole Kc1520 Clay St North Kansas City, MO 64116	None	PC	Program Support	7,500
Total ▶ 3a				2,978,588

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 Resource Foundation 237 West 35th Street Ste 1203 New York, NY 10001	None	PC	Program Support	30,000
The Salvation Army 50 E King St York, PA 174011411	None	PC	Program Support	32,000
The University of Iowa Foundation PO Box 4550 Iowa City, IA 522444550	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
Three Rivers United Temporary Housing P O Box 423 328 E Washington Ave Tomahawk, WI 54487	None	PC	Program Support	10,000
Tosa Community Food Pantry 7474 Harwood Ave Wauwatosa, WI 53213	None	PC	Program Support	6,000
United Community Center 1028 South 9th Street Milwaukee, WI 53204	None	PC	Program Support	10,000
Total				2,978,588

▶ **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>				
United Performing Arts Fund 301 West Wisconsin Aveue Suite 600 Milwaukee, WI 53203	None	PC	Program Support	65,000
United Way of Greater Milwaukee & Waukesha County 225 W Vine St Milwaukee, WI 53212	None	PC	Program Support	275,187
University of Idaho Foundation Inc Gift Administration PO Box 443147 Moscow, ID 838443147	None	PC	Program Support	75
Total ▶ 3a				2,978,588

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 Wisconsin Madison Foundation 1848 University Avenue Madison, WI 53726	None	PC	Program Support	825
University of Wisconsin Milwaukee Foundation Inc 1440 E North Ave Milwaukee, WI 53202	None	PC	Program Support	7,700
University of Wisconsin Parkside Benevolent Fdn 900 Wood Road Kenosha, WI 53144	None	PC	Program Support	1,500
Total ▶ 3a				2,978,588

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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 School of Milwaukee 2100 W Fairy Chasm Road Milwaukee, WI 53217	None	GOV	Program Support	5,000
University Wisconsin-Whitewater Foundation Inc 800 W Main Street Whitewater, WI 531901705	None	PC	Program Support	1,900
Urban Ecology Center 1500 E Park P Milwaukee, WI 53211	None	PC	Program Support	15,000
Total ▶ 3a				2,978,588

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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>				
UW-Eau Claire Foundation Inc 214 Schofield Hall 105 Garfield Avenue PO Box 4004 Eau Claire, WI 54702	None	PC	Program Support	1,050
Visiting Nurse Association of Wisconsin Inc 1155 N Honey Creek Parkway Wauwatosa, WI 53213	None	PC	Program Support	121
West Virginia Wesleyan College 59 College Ave Buchhannon, WV 26201	None	PC	Program Support	50
Total ▶ 3a				2,978,588

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>				
Wisconsin Broads for a Cause 2400 DeCarlin Dr Milwaukee, WI 53045	None	PC	Program Support	110
Wisconsin Humane Society 4500 West Wisconsin Avenue Milwaukee, WI 53208	None	PC	Program Support	140
Wisconsin Lutheran High School 330 N Glenview Avenue Milwaukee, WI 53213	None	PC	Program Support	30
Total ▶ 3a				2,978,588

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>				
Wisconsin Regional Training Partnership 3841 W Wisconsin Avenue Milwaukee, WI 53208	None	PC	Program Support	37,500
YMCA161 W Wisconsin Ave STE 4000 Milwaukee, WI 53203	None	PC	Program Support	57,100
YMCA Of Metropolitan Chicago 1030 W Van Buren St Chicago, IL 60607	None	PC	Program Support	5,000
Total ▶ 3a				2,978,588

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>				
York County 4-H112 Pleasant Acres Rd York, PA 17402	None	PC	Program Support	965
York County Crime Stoppers 2665 Sulton Supreme Way York, PA 17402	None	PC	Program Support	240
York County Food Bank 254 W Princess St York, PA 17401	None	PC	Program Support	10,000
Total				2,978,588

▶ **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>				
York County Literacy Council 800 East King Street York, PA 17403	None	PC	Program Support	12,500
York Fresh Food Farms 150 Willis Road York, PA 17404	None	PC	Program Support	3,915
York Habitat for Humanity 33 S Steward Street York, PA 17404	None	PC	Program Support	7,500
Total				2,978,588

▶ **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)				
<i>a Paid during the year</i>				
YWCA of York 320 East Market Street York, PA 17403	None	PC	Program Support	5,000
Zoological Society of Milwaukee 10005 W Bluemound Rd Milwaukee, WI 53226	None	PC	Program Support	10,350
Total ▶ 3a				2,978,588

TY 2018 Accounting Fees Schedule**Name:** Harley-Davidson Foundation Inc**EIN:** 39-1769946

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	12,825	6,413	0	6,412

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

TY 2018 Depreciation Schedule

Name: Harley-Davidson Foundation Inc

EIN: 39-1769946

TY 2018 Investments Corporate Bonds Schedule**Name:** Harley-Davidson Foundation Inc**EIN:** 39-1769946**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHMENT	7,830,428	7,728,462

TY 2018 Investments Corporate Stock Schedule**Name:** Harley-Davidson Foundation Inc**EIN:** 39-1769946

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHMENT	18,100,817	18,044,765

TY 2018 Other Decreases Schedule**Name:** Harley-Davidson Foundation Inc**EIN:** 39-1769946

Description	Amount
MARKET VALUE ADJUSTMENT	116,416

TY 2018 Other Expenses Schedule**Name:** Harley-Davidson Foundation Inc**EIN:** 39-1769946**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SOFTWARE	51,543			51,543

TY 2018 Other Income Schedule**Name:** Harley-Davidson Foundation Inc**EIN:** 39-1769946**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Baird 0617 - Other Income	5,000		
Baird 3774 - Other Income		4,700	

TY 2018 Other Professional Fees Schedule**Name:** Harley-Davidson Foundation Inc**EIN:** 39-1769946

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVST MGMT FEES - BAIRD 9013	3,735	3,735		
INVST MGMT FEES - BAIRD 3839	10,031	10,031		
INVST MGMT FEES - BAIRD 0617	17,989	17,989		
INVST MGMT FEES - BAIRD 2566	39,295	39,295		
INVST MGMT FEES - BAIRD 2514	10,985	10,985		
INVST MGMT FEES - BAIRD 2409	4,546	4,546		
INVST MGMT FEES - BAIRD 2407	740	740		
INVST MGMT FEES - BAIRD 6131	1,339	1,339		

TY 2018 Taxes Schedule**Name:** Harley-Davidson Foundation Inc**EIN:** 39-1769946

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES - BAIRD 3839	2,585	2,585	0	0
FOREIGN TAXES - BAIRD 2566		13,778		
2018 ESTIMATE PAYMENT	15,000			
FED TAX WITHHELD - BAIRD 2407		52		

Part II Line 10b	Description	Symbol	Shares/Par	Book Value	
				@ Cost	Market Value
	Investments - Corporate Stock				
	AGILENT TECHNOLOGIES INC	A	152	5,382	10,254
	AKAMAI TECHNOLOGIES INC	AKAM	146	5,275	8,918
	ACTIVISION BLIZZARD INC	ATVI	120	1,523	5,588
	AIRLEASE CORP CL A	AL	215	9,172	6,495
	ALBEMARLE CORP	ALB	102	9,674	7,861
	ALLEGHENY TECHNOLOGIES	ATI	344	7,580	7,489
	AMERICAN TOWER CORP NEW	AMT	64	4,006	10,124
	AMERISOURCEBERGEN CORP	ABC	93	4,498	6,919
	ANSYS INC	ANSS	73	3,792	10,435
	APERGY CORP	APY	183	5,463	4,956
	ARROW ELECTRONICS INC	ARW	98	7,414	6,757
	AUTODESK INC	ADSK	126	5,191	16,205
	BIO RAD LABS INC CL A	BIO	31	3,483	7,199
	BLACK KNIGHT INC	BKI	189	7,424	8,516
	BORG WARNER INC	BWA	181	7,936	6,288
	BOSTON PROPERTIES INC	BXP	45	4,597	5,065
	CBRE GROUP INC CL A	CBG	307	5,736	12,292
	CSX CORP	CSX	159	3,497	9,879
	CABOT CORP	CBT	80	3,484	3,435
	CIMAREX ENERGY COMPANY	XEC	84	9,510	5,179
	CONTINENTAL RESOURCES INC OKLAHOMA	CLR	226	8,683	9,083
	CUMMINS INC	CMI	65	7,150	8,687
	D R HORTON INC	DHI	322	4,533	11,161
	DARDEN RESTAURANTS INC	DRI	98	4,350	9,786
	DENTSPLY SIRONA INC	XRAY	119	6,261	4,428
	DOVER CORP COMMON	DOV	95	5,865	6,740
	EHOSTAR CORP CLASS A	SATS	116	4,547	4,260
	EASTMAN CHEMICAL COMPANY	EMN	112	5,858	8,188
	EATON VANCE CORP	EV	171	4,764	6,016
	GATX CORP	GATX	122	4,966	8,639
	GENERAL DYNAMICS CORP	GD	54	3,864	8,489
	GLOBAL PAYMENTS INC	GPN	141	3,285	14,541
	HOULIHAN LOKEY INC CL A	HLI	184	9,480	6,771
	INTERCONTINENTAL EXCHANGE INC	ICE	216	5,887	16,271
	INTUIT INC	INTU	71	4,214	13,976
	JABIL INC	JBL	299	8,562	7,412
	KEYSIGHT TECHNOLOGIES INC	KEYS	203	6,483	12,602
	KEYCORP NEW	KEY	484	4,004	7,154
	LABORATORY CORP OF AMER HOLDNGS NEW	LH	54	6,318	6,823
	MASCO CORP	MAS	298	5,255	8,714
	NEWFIELD EXPLORATION COMPANY	NFX	313	9,093	4,589
	PACKAGING CORP OF AMERICA	PKG	87	5,867	7,261
	PROGRESSIVE CORP OH	PGR	196	4,526	11,825
	RAYMOND JAMES FINANCIAL INC	RJF	144	5,114	10,715
	REINSURANCE GROUP AMERICA INC NEW	RGA	77	4,476	10,798
	RENAISSANCERE HOLDINGS LTD	RNR	55	5,159	7,354
	REPUBLIC SERVICES INC	RSG	225	6,917	16,220
	SCOTTS MIRACLE-GRO CO	SMG	79	4,214	4,855
	SEALED AIR CORP NEW	SEE	210	3,609	7,316
	SNAP ON INC	SNA	76	4,636	11,042
	STERICYCLE INC	SRCL	142	8,786	5,210
	STIFEL FINANCIAL CORP	SF	139	5,802	5,757
	SYNEOS HEALTH INC CL A	SYNH	237	9,051	9,326
	SYNOPSIS INC	SNPS	130	4,116	10,951
	TJX COMPANIES INC NEW	TJX	312	6,292	13,959
	TOTAL SYSTEMS SERVICES INC	TSS	167	8,920	13,575
	WEC ENERGY GROUP INC	WEC	148	7,377	10,250

Description	Symbol	Shares/Par	Book Value	
			@ Cost	Market Value
WOODWARD INC	WWD	132	6,936	9,806
XILINX INC	XLNX	160	4,799	13,627
LSV SMALL CAP VALUE INSTL CL	LSVQX	70,860	919,018	850,323
BAILLIE GIFFORD EMERGING MARKETS INSTL CL	BGEGX	26,066	542,365	457,725
BARON EMERGING MARKETS INSTL C	BEXIX	38,417	453,925	479,061
BROWN CAPITAL MANAGEMENT SMALL COMPANY INSTL CL	BCSSX	11,316	753,598	959,961
DFA INTL SMALL COMPANY INTL SMALL COMPANY	DFISX	50,763	832,516	808,648
FEDERATED MDT SMALL CAP CORE INSTL CL	QISCX	51,364	1,032,268	876,784
FIDELITY LARGE CAP VALUE INDEX INSTL PREMIUM CL	FLCOX	316,333	3,874,534	3,432,208
FIDELITY MID CAP INDEX INSTL PREMIUM CL	FSMDX	122,631	2,510,314	2,284,614
GLENMEDE LARGE CAP GROWTH	GTLLX	42,946	1,192,755	1,132,479
OAKMARK INTL INSTL CL	OANIX	41,202	796,709	842,170
T ROWE PRICE INSTL LARGE CAP GROWTH	TRLGX	33,994	757,200	1,213,569
MFS INTL NEW DISCOVERY CL I	MWNIX	28,285	688,999	848,273
OPPENHEIMER DEVELOPING MARKETS CL I	ODVIX	13,474	508,169	506,370
T ROWE PRICE INSTL CONCENTRATED EQTY	RPICX	84,764	1,064,262	828,149
TOUCHSTONE SANDS CAP INSTL GROWTH	CISGX	59,987	1,121,292	1,136,745
AIA GROUP LTD SPON ADR	AAGIY	1,322	35,265	43,467
ACCENTURE PLC IRELAND CLASS A NEW	CAN	250	28,664	35,253
ADIDAS AG SPONS ADR	ADDYY	273	24,217	28,485
AMADEUS IT GROUP SA ADS	AMADY	265	20,826	18,554
ASML HOLDING NV REPSTG COM SER A	AMSML	107	17,856	16,651
ATLAS COPCO AB SPON ADR REPSTG COM SER A	ATLKY	936	34,389	22,398
CSL LTD SPONSORED ADR	CSLLY	657	22,262	42,514
CANADIAN PACIFIC RAILWAY LIMITED	CP	203	23,853	36,057
CHUBB LTD	CB	267	19,503	34,491
CHR HANSEN HLDG A/S SPONSORED ADR	CHYHY	607	11,223	26,930
COMPASS GROUP PLC	CMPGY	1,562	27,518	32,646
CORE LABORATORIES NV	CLB	213	26,315	12,708
DSV AS ADR	DSDVY	941	23,713	31,006
ESSILOR INTL SA ADR	ESLOY	546	35,120	34,485
EXPERIAN PLC	EXPGY	1,745	30,491	42,150
HDFC BANK LTD ADR	HDB	336	19,103	34,806
HEXAGON AB ADR	HXGBY	673	40,413	31,496
ICON PLC	ICLR	210	13,279	27,134
INDUSTRIA DE DISENO TEXTIL INDITEX SA ADR	IDEXY	692	9,635	8,795
LVMH MOET HENNESSY LOUIS VUITTON ADR	LVMUY	552	18,517	32,270
METTLER TOLEDO INTL INC	MTD	53	30,671	29,976
NESTLE S A SPNSD ADR REPSTING REG SHS	NSRGY	413	25,162	33,436
PERNOD RICARD S A ADR	PDRDY	921	29,807	30,154
RESMED INC	RMD	184	19,185	20,952
RYANAIR HOLDINGS PLC SPON ADR NEW	RYAAY	169	20,521	12,056
SHOPIFY INC CL A	SHOP	232	29,013	32,120
STERIS PLC USD	STE	182	20,925	19,447
TAIWAN SEMICONDUCTOR MANUFACTURING COMPANY LTD SPONS ADR	TSM	941	14,407	34,732
TENCENT HOLDINGS LTD	TCEHY	893	12,715	35,247
WAL-MART DE MEXICO S A B DE C V SPONSORED ADR SERIES V	WMMVY	913	23,668	23,236
Total			18,100,817	18,044,765

Harley-Davidson Foundation
 TIN 39-1769946
 990-PF (2018)

Part II Line 10c	Description	Symbol	Shares/Par	Book Value @ Cost	Market Value
	Investments - Corporate Bonds				
	MARRIOTT INTL INC NEW NOTE SER K CPN 3.000% DUE 03/01/19 DTD 02/27/12 FC 09/01/12 CALL 12/01/18 @ 100 000		100,000	100,000	99,872
	WELLS FARGO & CO MEDIUM TERM NOTE VAR CPN 0.000% DUE 03/21/19 DTD 03/21/12 FC 06/21/12		100,000	98,450	100,032
	EQT CORP SR NOTE CPN 8.125% DUE 06/01/19 DTD 05/15/09 FC 12/01/09		100,000	101,522	101,697
	LAKE CNTY IL WARREN TWP HIGH SCH DIST 121 GURNEE SCH BLDG BABS TXBL B/E CPN 5.900% DUE 01/01/25 DTD 05/19/09 FC 01/01/10		50,000	50,739	50,779
	GLENDALE WI CMNTY DEV AUTH LSE REV SER B B/E TXBL CPN 2.400% DUE 10/01/19 DTD 08/03/15 FC 04/01/16		100,000	100,148	99,320
	TEXTRON INC NOTE CPN 7.250% DUE 10/01/19 DTD 09/17/09 FC 04/01/10		80,000	83,028	82,435
	AMERICAN EXPR CR CORP MEDIUM TERM NOTE VAR CPN 0.000% DUE 05/26/20 DTD 05/26/15 FC 08/26/15 CALL 04/26/20 @ 100 000		100,000	98,200	100,253
	INTEGRYS ENERGY GRP INC SR NOTE CPN 4.170% DUE 11/01/20 DTD 11/15/10 FC 05/01/11		100,000	102,289	101,384
	ROPER TECHS INC SR NOTE CPN 3.000% DUE 12/15/20 DTD 12/07/15 FC 06/15/16 CALL 11/15/20 @ 100 000		150,000	149,004	149,025
	SUN PRAIRIE WI AREA SCH DIST RFDG BABS B/E TXBL CPN 4.850% DUE 03/01/21 DTD 03/01/10 FC 09/01/10 CALL 03/01/20 @ 100 000		100,000	101,888	102,350
	PORTLAND OR URBAN RENW & REDEV SR LIEN SER A REV B/E TXBL CPN 3.723% DUE 06/15/21 DTD 05/17/12 FC 12/15/12		100,000	102,654	101,317
	ENTERGY TEXAS INC BOND CPN 4.100% DUE 09/01/21 DTD 09/13/11 FC 03/01/12 CALL 06/01/21 @ 100 000		100,000	103,512	100,820
	INTEL CORP SR NOTE CPN 3.300% DUE 10/01/21 DTD 09/19/11 FC 04/01/12		75,000	75,743	75,794
	CHICAGO IL TRAN AUTH REV SALES & TRANSFER TAX PENSION FDG A B/E TXBL CPN 6.300% DUE 12/01/21 DTD 08/06/08 FC 12/01/08		50,000	50,000	52,855
	ECOLAB INC NOTE CPN 4.350% DUE 12/08/21 DTD 12/08/11 FC 06/08/12		81,000	81,000	83,219
	INDIANA ST BD BK REV RFDG TXBL SCH SEV C B/E ST AID INTRPT CPN 3.589% DUE 01/15/22 DTD 12/23/13 FC 01/15/14		75,000	77,200	76,516
	MICHIGAN BELL TELEPHONE CPN 7.850% DUE 01/15/22 DTD 01/15/92 FC 07/15/92		100,000	111,341	111,181
	ZIMMER HLDGS INC SR NOTE CPN 3.150% DUE 04/01/22 DTD 03/19/15 FC 10/01/15 CALL 02/01/22 @ 100 000		100,000	98,900	97,771
	WALGREEN CO NOTE CPN 3.100% DUE 09/15/22 DTD 09/13/12 FC 03/15/13		175,000	175,446	170,713
	ABBVIE INC SR NOTE CPN 3.200% DUE 11/06/22 DTD 05/14/15 FC 11/06/15 CALL 09/06/22 @ 100 000		100,000	101,668	98,507
	OHIO ST WTR DEV AUTH POLLTN CTL REV WTR QUAL B2 BABS B/E TXBL CPN 3.892% DUE 12/01/22 DTD 08/24/10 FC 12/01/10		100,000	103,728	103,515
	AMERICAN EXPR CO SR NOTE CPN 2.650% DUE 12/02/22 DTD 12/03/12 FC 06/02/13		50,000	50,173	48,370
	MCKESSON CORP NEW NOTE CPN 2.700% DUE 12/15/22 DTD 12/04/12 FC 06/15/13 CALL 09/15/22 @ 100 000		150,000	149,781	144,569
	VERIZON COMMNS INC NOTE CPN 5.150% DUE 09/15/23 DTD 09/18/13 FC 03/15/14		100,000	108,887	106,436
	CITIGROUP INC SR NOTE CPN 3.875% DUE 10/25/23 DTD 10/25/13 FC 04/25/14		150,000	156,009	150,437
	DOMINION GAS HLDGS LLC SR NOTE SER B CPN 3.550% DUE 11/01/23 DTD 05/01/14 FC 11/01/14 CALL 08/01/23 @ 100 000		100,000	102,607	99,746
	CVS CAREMARK CORP SR NOTE CPN 4.000% DUE 12/05/23 DTD 12/05/13 FC 06/05/14 CALL 09/05/23 @ 100 000		125,000	131,603	125,358
	AMERISOURCEBERGEN CORP SR NOTE CPN 3.400% DUE 05/15/24 DTD 05/22/14 FC 11/15/14 CALL 02/15/24 @ 100 000		100,000	103,279	97,535
	DOUGLAS CNTY NE SCH DIST 010 TXBL SER A BABS B/E CPN 5.546% DUE 06/15/24 DTD 01/28/10 FC 06/15/10 CALL 06/15/20 @ 100 000		100,000	102,936	103,775
	GOLDMAN SACHS GROUP INC MEDIUM TERM NOTE CPN 3.850% DUE 07/08/24 DTD 07/08/14 FC 01/08/15 CALL 04/08/24 @ 100 000		100,000	102,990	97,757
	EBAY INC NOTE CPN 3.450% DUE 08/01/24 DTD 07/28/14 FC 02/01/15 15		100,000	99,491	96,393
	MICHIGAN FIN AUTH REV TXBL RFDG SCH LN B/E CPN 6.396% DUE 09/01/24 DTD 12/15/10 FC 03/01/11		75,000	86,910	87,336
	VERIZON COMMNS INC NOTE CPN 3.500% DUE 11/01/24 DTD 10/29/14 FC 05/01/15 CALL 08/01/24 @ 100 000		50,000	50,714	49,314
	GILEAD SCIENCES INC SR NOTE CPN 2.500% DUE 02/09/25 DTD 02/09/15 FC 08/09/15		150,000	99,640	98,679
	APPLE INC NOTE CPN 2.500% DUE 02/09/25 DTD 02/09/15 FC 08/09/15		150,000	150,521	141,654
	CARROLL TX INDPT SCH DIST SCH BLDG SER A BABS B/E TXBL PSF GTD CPN 4.459% DUE 02/15/25 DTD 10/01/10 FC 02/15/11		100,000	101,875	102,149
	ABBOTT LABS SR NOTE CPN 2.950% DUE 03/15/25 DTD 03/10/15 FC 09/15/15 CALL 12/15/24 @ 100 000		150,000	149,768	144,296
	HARMAN INTL INDS INC NEW SR NOTE CPN 4.150% DUE 05/15/25 DTD 05/11/15 FC 11/15/15 CALL 02/15/25 @ 100 000		75,000	77,664	75,152
	NEW MEXICO FIN AUTH REV SR LIEN PUB B2 B/E TXBL CPN 5.496% DUE 06/01/25 DTD 08/12/10 FC 12/01/10 CALL 06/01/20 @ 100 000		100,000	102,944	104,162
	KOHL'S CORP NOTE CPN 4.250% DUE 07/17/25 DTD 07/17/15 FC 01/17/16 CALL 04/17/25 @ 100 000		100,000	99,203	98,678
	KANSAS DEV FIN AUTH SALES TAX REV KS BRD REGTS M2 BABS B/E TXBL CPN 5.100% DUE 09/01/25 DTD 05/20/10 FC 09/01/10		75,000	76,330	76,295
	JPMORGAN CHASE & CO MEDIUM TERM NOTE FXD/V CPN 3.000% DUE 09/22/25 DTD 09/22/15 FC 12/22/15		100,000	97,250	93,220
	HUDSON CNTY NJ IMPRT AUTH FAC LSE REV RFDG HUDSON CNTY LSE PJ AGM B/E TXBL CPN 7.400% DUE 12/01/25 DTD 02/15/97 FC 06/01/97		90,000	90,000	101,209
	GLENDALE HTS IL CORP CORP PURP BABS B/E TXBL OID @99 855 5 363% CPN 5.350% DUE 12/15/25 DTD 04/15/10 FC 12/15/10		50,000	51,075	51,183
	OCCIDENTAL PETE CORP SR NOTE CPN 3.400% DUE 04/15/26 DTD 04/04/16 FC 10/15/16 CALL 01/15/26 @ 100 000		125,000	124,163	122,299
	WISCONSIN ST SER D BABS B/E TXBL CPN 4.600% DUE 05/01/26 DTD 09/02/10 FC 05/01/11		100,000	103,578	103,840

Description	Symbol	Shares/Par	Book Value @ Cost	Market Value
CLARK CNTY NV SALES & EXCISE TAX REV SER C BABS B/E TXBL CPN 5 800% DUE 07/01/26 DTD 08/11/10 FC 01/01/11		130,000	136,081	136,123
TAMPA FL REV B/E TXBL CPN 4 772% DUE 10/01/26 DTD 12/22/11 FC 04/01/12		125,000	129,652	131,813
MONONA WI REDG B/E TXBL CPN 4 625% DUE 10/01/27 DTD 12/16/13 FC 10/01/14		100,000	106,849	106,004
EVANSVILLE VANDERBURGH IN SCH BLDG CORP B REV BABS B/E TXBL		75,000	76,792	77,252
ARIZONA BRD REGTS AZ ST UNIV SYS REV SPEED SER A BABS B/E TXBL		100,000	103,325	105,490
LAKE CNTY IL WTR & SWR SYS REV SER A BABS B/E TXBL		50,000	51,423	51,809
KANE COOK & DU PAGE CNTY IL CMNTY CLLG DIST 509 C		125,000	131,503	131,144
BAIRD CORE PLUS BOND INSTL CL		36,264	401,804	392,381
DODGE & COX INCOME		31,886	434,400	422,802
WELLS FARGO CORE BOND INSTL CL		32,057	410,000	401,031
BAIRD SHORT TERM BOND INSTL CL	BSBX	33,263	322,170	318,328
GUGGENHEIM MACRO OPPTY INSTL CL	GIOX	12,182	318,667	316,730
OPPENHEIMER SENIOR FLOATING RATE CL Y	OOSYX	24,626	196,583	189,126
VANGUARD SHORT TERM CORP BOND INDEX ADMIRAL CL	VSCSX	17,400	375,328	369,235
Total			7,830,428	7,728,462