



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Extended to November 15, 2016
Return of Private Foundation

Form 990-PF

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No. 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation CHICHESTER DUPONT FOUNDATION, INC.		A Employer identification number 51-6011641
Number and street (or P.O. box number if mail is not delivered to street address) 5720 KENNETT PIKE	Room/suite	B Telephone number 302 658 5244
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19807		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 type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" 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) \$ 39,723,880. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B interest on savings and temporary cash investments					
3 Dividends and interest from securities		371,970.	371,970.		Statement 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,964,133.			
b Gross sales price for all assets on line 6a		324,399.			
7 Capital gain net income (from Part IV, line 2)			1,964,133.		
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)					
11 Other income		58,720.	58,720.		Statement 2
12 Total. Add lines 1 through 11		2,394,823.	2,394,823.		
13 Compensation of officers, directors, trustees, etc.		100,000.	100,000.		0.
14 Other employee salaries and wages		130,000.	130,000.		0.
15 Pension plans, employee benefits		284,252.	284,252.		0.
16a Legal fees					
b Accounting fees Stmt 3		12,700.	127,000.		0.
c Other professional fees Stmt 4		428,965.	428,965.		0.
17 Interest					
18 Taxes Stmt 5		12,002.	12,002.		0.
19 Depreciation and depletion					
20 Occupancy		26,617.	26,617.		0.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6		16,534.	13,337.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		1,011,070.	1,122,173.		0.
25 Contributions, gifts, grants paid		2,297,172.			2,297,172.
26 Total expenses and disbursements. Add lines 24 and 25		3,308,242.	1,122,173.		2,297,172.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<913,419.>			
b Net investment income (if negative, enter -0-)			1,272,650.		
c Adjusted net income (if negative, enter -0-)				N/A	

Handwritten: 924 2

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	380,603.	543,312.	543,312.
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 9	42,673,101.	39,180,568.	39,180,568.	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	43,053,704.	39,723,880.	39,723,880.	
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			
	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"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	43,053,704.	39,723,880.	Statement 8
	30 Total net assets or fund balances	43,053,704.	39,723,880.	
31 Total liabilities and net assets/fund balances	43,053,704.	39,723,880.		

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	43,053,704.
2 Enter amount from Part I, line 27a	2	<913,419.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	42,140,285.
5 Decreases not included in line 2 (itemize) ▶ See Statement 7	5	2,416,405.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	39,723,880.

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.)
1a BESSEMER TRUST			
b NEW PROVIDENCE			
c Capital Gains Dividends			
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			579,678.
b			1,060,056.
c 324,399.			324,399.
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			579,678.
b			1,060,056.
c			324,399.
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	1,964,133.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 the 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))
2014	2,214,946.	1,783,005.	1.242255
2013	2,018,775.	40,884,047.	.049378
2012	2,050,200.	38,721,776.	.052947
2011	2,014,150.	41,947,125.	.048016
2010	3,402,038.	39,546,214.	.086027

2 Total of line 1, column (d)	2	1.478623
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.295725
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	41,589,647.
5 Multiply line 4 by line 3	5	12,299,098.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,727.
7 Add lines 5 and 6	7	12,311,825.
8 Enter qualifying distributions from Part XII, line 4	8	2,297,172.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	25,453.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	25,453.
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	25,453.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	80,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	80,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	578.	
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	53,969.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 53,969. Refunded <input type="checkbox"/> 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> DE		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>chichesterdupont.org</u>	X	
14 The books are in care of ► <u>GREGORY F. FIELDS, CORPORATE SEC.</u> Telephone no. ► <u>302 658 5244</u> Located at ► <u>5720 KENNETT PIKE, WILMINGTON, DE</u> ZIP+4 ► <u>19807</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		
16 At any time during calendar year 2015, 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.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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 2015?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2015 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 2015.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		X

Form 990-PF (2015)

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, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		165,000	291,976	0

2 Compensation of five highest-paid employees (other than those included on line 1). 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
NONE				

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	41,719,159.
b	Average of monthly cash balances	1b	503,833.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	42,222,992.
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	42,222,992.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	633,345.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,589,647.
6	Minimum investment return. Enter 5% of line 5	6	2,079,482.

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	2,079,482.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	25,453.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	25,453.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,054,029.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,054,029.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,054,029.

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	2,297,172.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,297,172.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,297,172.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				2,054,029.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	1,453,249.			
b From 2011				
c From 2012	129,516.			
d From 2013	20,092.			
e From 2014	2,184,904.			
f Total of lines 3a through e	3,787,761.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 2,297,172.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				2,054,029.
e Remaining amount distributed out of corpus	243,143.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	4,030,904.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	1,453,249.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	2,577,655.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012	129,516.			
c Excess from 2013	20,092.			
d Excess from 2014	2,184,904.			
e Excess from 2015	243,143.			

Part XVI-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
	(a) Business code	(b) Amount	(c) Exclu- sion 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					371,970.
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					58,720.
8 Gain or (loss) from sales of assets other than inventory					1,964,133.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	2,394,823.
13 Total. Add line 12, columns (b), (d), and (e)				13	2,394,823.

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

Part XVI-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 XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

EACH ITEM OF INCOME DEVOTED SOLELY TO THE FUNDS AVAILABLE FOR GRANT MAKING.

Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations	51-80110-41
------------------	--	--------------------



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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

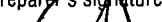
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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  _____ **11/14/2016**  **CORP SECRETARY**

Signature of officer or trustee _____ Date _____ Title _____

return with the preparer shown below (see instr.)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name GREGORY F. FIELDS, ESQ.	Preparer's signature 	Date 11/14/2016	Check <input type="checkbox"/> if self-employed	PTIN P01464085
	Firm's name ▶ GREGORY F. FIELDS, ESQ.				Firm's EIN ▶ 47-2789588
	Firm's address ▶ 5720 KENNETT PIKE WILMINGTON, DE 19807				Phone no. 302-658-5244

Form 990-PF	Dividends and Interest from Securities	Statement	1
-------------	--	-----------	---

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
ESSEMER TRUST	501,739.	324,399.	177,340.	177,340.	
EW PROVIDENCE--PARTNERSHIPS	194,630.	0.	194,630.	194,630.	
o Part I, line 4	696,369.	324,399.	371,970.	371,970.	

Form 990-PF	Other Income	Statement	2
-------------	--------------	-----------	---

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
ESSEMER--PARTNERSHIPS	45,356.	45,356.	
EW PROVIDENCE--PARTNERSHIPS	12,660.	12,660.	
OTHER	704.	704.	
o Total to Form 990-PF, Part I, line 11	58,720.	58,720.	

Form 990-PF	Accounting Fees	Statement	3
-------------	-----------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
AUDITING	12,700.	127,000.		0.
o Form 990-PF, Pg 1, ln 16b	12,700.	127,000.		0.

Form 990-PF	Other Professional Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
INVESTMENT FEES	428,115.	428,115.		0.	
SEMINARS	850.	850.		0.	
From Form 990-PF, Pg 1, ln 16c	428,965.	428,965.		0.	

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
WITHHOLDING	11,977.	11,977.		0.	
FRANCHISE	25.	25.		0.	
From Form 990-PF, Pg 1, ln 18	12,002.	12,002.		0.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
MEETING EXPENSES	6,216.	3,108.		0.	
MISCELLANEOUS	178.	89.		0.	
OFFICE EXPENSES	9,778.	9,778.		0.	
BANK SERVICE CHARGES	362.	362.		0.	
From Form 990-PF, Pg 1, ln 23	16,534.	13,337.		0.	

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	7
-------------	--	-----------	---

Description	Amount
UNREALIZED LOSS	2,369,428.
EXCISE TAX PAID	46,977.
Total to Form 990-PF, Part III, line 5	2,416,405.

Form 990-PF	Other Funds	Statement	8
-------------	-------------	-----------	---

Description	(A) Beginning of Year	(B) End of Year
FUND BALANCE-EQUITY	13,401,868.	11,663,265.
FUND BALANCE-INCOME AND PRINCIPAL NET INCOME	30,320,245. <668,409.>	31,390,439. <3,329,824.>
Total to Form 990-PF, Part II, line 29	43,053,704.	39,723,880.

Form 990-PF	Other Investments	Statement	9
-------------	-------------------	-----------	---

Description	Valuation Method	Book Value	Fair Market Value
	COST	39,180,568.	39,180,568.
Total to Form 990-PF, Part II, line 13		39,180,568.	39,180,568.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 10
-------------	---	--------------

Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Expense Contrib Account
CHRISTOPHER T. DUPONT .O. BOX 727 ETCHUM, ID 83340	PRESIDENT 0.00	0.	0. 0.
ATHARINE GAHAGAN 01 SMITHS BRIDGE ROAD ILMINGTON, DE 19807	TREASURER 0.00	0.	0. 0.
AROLINE PRICKETT . O. BOX 403 HESAPEAKE CITY, MD 21915	VICE-PRESIDENT 0.00	0.	0. 0.
YNNE L. DORSEY 7200 SAGE RANCH ROAD END, OR 97701	VICE-PRESIDENT 0.00	0.	0. 0.
HYLLIS M. WYETH 01 SMITHS BRIDGE ROAD ILMINGTON, DE 19807	TRUSTEE 0.00	0.	0. 0.
LEXIS GAHAGAN 303 WEST ELEVENTH STREET ILMINGTON, DE 19805	TRUSTEE 0.00	0.	0. 0.
OLLEY DUPONT . O. BOX 727 ETCHUM, ID 83340	TRUSTEE 0.00	0.	0. 0.
ARY MILLS ABEL-SMITH OX 1420 IDDLEBURG, VA 22118	TRUSTEE 0.00	0.	0. 0.
OPHIE M. DERRICKSON 835 GOSHAWK DRIVE ILSON, WY 83301	TRUSTEE 0.00	0.	0. 0.
REGORY F. FIELDS 720 KENNETT PIKE ILMINGTON, DE 19807	CORPORATE SECRETARY 30.00	165,000.	291,976. 0.
Totals included on 990-PF, Page 6, Part VIII		165,000.	291,976. 0.

Chichester duPont Foundation 2015

Lydia Fund	501 (c) (3)	Funding to support an initiative to have arts for the disabled included in 3 local school districts.	None	\$25,000.00
Art Therapy Express P.O. Box 1661 Hockessin, DE 19707	501 (c) (3)	Funding to support the expansion and enhancement of the music education and community outreach programs, increasing the number of children served in the community.	None	\$25,000.00
Cathedral Choir School 719 N. Shipley Street Wilmington, DE 19801	501 (c) (3)	To support the operation of the Children's Beach House.	None	\$740,000.00
Children's Beach House, Inc. 100 W. 10 th Street, Suite 411 Wilmington, DE 19801	501 (c) (3)	For the Museum's education fund to enable low income children to visit the museum.	None	\$10,000.00
Delaware Museum of Natural History 4840 Kennett Pike Wilmington, DE 19807	501 (c) (3)	Provides backpacks with food for low income children.	None	\$20,000.00
Food Bank of Delaware 14 Garfield Way Newark, DE 19713	501 (c) (3)	Funds are for providing targeted after school reading instruction for students demonstrating a need for additional support.	None	\$20,000.00
Kuumba Academy 1200 N. French St. Wilmington, DE 19801	501 (c) (3)	Funding to provide scholarships for children of working poor families to attend the Early Development Center	None	\$25,000.00
Latin American Community CTR 403 N. Van Buren Street Wilmington, DE 19805	501 (c) (3)			

Chichester duPont Foundation 2015

Operation Homefront 811 North Broad Street Suite 207 Middletown, DE 19709	501 (c) (3)	Provides school supplies for underprivileged children of military families.	None	\$5,000.00
Paws for People P.O. Box 9955 Newark, DE 19714	501 (c) (3)	Support the training of 60 additional pet therapy teams for the PAWS Reaching Kids Program	None	\$25,000.00
SOAR 405 Foulk Road Wilmington, DE 19803	501 (c) (3)	Support for the Child Treatment Program which provides professional mental health treatment to children and their families to help them recover from the trauma of sexual abuse	None	\$25,000.00
Southern Therapeutic Riding P. O. Box 219 Nassau, DE 19969	501 (c) (3)	Funding to support improvements to the indoor riding ring used to provide services to disabled children.	None	\$15,000.00
Urban Promise 2401 Thatcher St. Wilmington, DE 19802	501 (c) (3)	To support the purchase of a mobile computer lab and curriculum	None	\$20,000.00
West End Neighborhood 701 N. Lincoln Street Wilmington, DE 19805-3016	501 (c) (3)	To support the Xpectations track team providing disadvantaged youth the opportunity to compete in world class track and field events.	None	\$25,000.00
Clark Funds				
Boys & Girls Club of Cecil County 107 Railroad Avenue Suite 341 Elkton, MD 21921	501 (c) (3)	Funding for Project Learn, an afterschool program for children, providing life skills and homework help.	None	25,000.00

Chichester duPont Foundation 2015

Boys & Girls Club of Rutland 25 Rossiter Street Brandon, VT 05733	501 (c) (3)	To support the expansion of the SMART MOVES drug and alcohol education program in Brandon, Vermont.	None	\$30,000.00
Brandywine Conservancy P.O. Box 141 Chadds Ford, Pennsylvania 19317	501 (c) (3)	Funding for the Brandywine Conservancy's endowment fund.	None	250,000.00
Cancer Care Connection One Innovation Way Suite 304 Newark, DE 19711	501 (c) (3)	To support the expansion of counseling services at additional partner sites and adding technology based support for their clients.	None	\$20,000.00
Cancer Support Community 812 S. Bradford St. Dover, DE 19904	501 (c) (3)	Supporting programs for medically underserved cancer patients and their families.	None	\$25,000.00
Christ Our King – Kevin Sullivan Food Closet 2810 N. Monroe Street Wilmington, DE 19802	501 (c) (3)	Funding for the Kevin Sullivan Food Closet providing food to the needy in Wilmington, DE.	None	\$5,000.00
Deep Roots at Clairvaux Farm P.O. Box 113 Earleville, MD 21919	501 (c) (3)	Funding for implementation of an educational learning center for children who have or are experiencing homelessness.	None	\$35,000.00
Delaware Restaurant Assoc 500 Creek View Road, Suite 103 Newark, DE 19711	501 (c) (3)	To support the initiatives to grow and improve the ProStart Program providing classroom learning with mentored work experience in the food service industry.	None	\$40,000.00

Chichester duPont Foundation 2015

Family Counseling Center of St. Paul's 1010 W. 4 th Street Wilmington, DE 19805-3602	501 (c) (3)	To help support the increased need for services for bilingual mental and behavioral health counseling programs.	None	\$30,000.00
Family Promise 2104 St. James Church Road Wilmington, DE 19808	501 (c) (3)	Funding supports the Rotational Hospitality Network, providing services to homeless families.	None	\$25,000.00
Fleece For Keeps 4627 Talley Hill Lane Wilmington, DE 19803	501 (c) (3)	Providing children in foster care with a new fleece blanket.	None	\$10,000.00
Flourish Foundation P.O. Box 2429 Ketchum, ID 83340	501 (c) (3)	For the Anti-bullying programs, teacher support programs and parenting classes in the Wood River Valley Area.	None	\$35,000.00
Frederica Senior Center 216 S. Market Street Frederica, DE 19946	501 (c) (3)	To support in providing free meals and personal hygiene items to low income senior citizens.	None	\$10,000.00
Freedom Hills Freedom Hills Therapeutic Riding P.O. Box 222 Port Deposit, MD 21904	501 (c) (3)	Funds are for the purchase of run-in sheds for the horses and repair of the existing sheds	None	\$30,000.00
Fresh Start Scholarship FDN P.O. Box 7784 Wilmington, DE 19803	501 (c) (3)	Funds are going toward scholarships for women struggling to balance jobs, family, and schoolwork.	None	\$10,000.00
Friendship House 1503 W. 13 th St. Wilmington, DE 19806	501 (c) (3)	Funding to support the conversion of Friendship House from a seasonal emergency shelter to a year round empowerment shelter serving as a pathway to transitional housing.	None	\$25,000.00

Chichester duPont Foundation 2015

Habitat for Humanity of NCC 1920 Hutton Street Wilmington, DE 19802	501 (c) (3)	For support of the Neighborhood Revitalization Initiative in Middletown, Delaware	None	\$25,000.00
Herring Gut Learning Center P.O. Box 286 Port Clyde, ME 04855	501 (c) (3)	To support the renovation of the lobster pound and for developing curriculum for the St. George and Fisherman Academy programs	None	\$30,000.00
Higher Ground 160 7 th Street, West Ketchum, ID 83340	501 (c) (3)	Funding for a week long Military Family Program helping families to deal with post-injury roles as fathers, mothers, husbands, wives and children.	None	\$40,000.00
Innovative Schools 100 West 10 th Street Suite 403 Wilmington, DE 19801-1643	501 (c) (3)	To support the Delaware Leadership Project, a residency program for aspiring school principals.	None	\$35,000.00
Jefferson Awards 100 W. 10 th Street Suite 215 Wilmington, DE 19801	501 (c) (3)	Funding for a paid graduate student intern to manage, oversee and implement the Delaware Lead360 Challenge.	None	\$20,000.00
La Red Health Center 21444 Carmean Way Georgetown, DE 19947	501 (c) (3)	Funding to be used for the expansion of the LaRed Health Center gynecological services for low income and underserved populations in Sussex County, Delaware.	None	\$40,000.00
Lutheran Community Services 2809 Baynard Blvd. Wilmington, DE 19802	501 (c) (3)	To support the renovations to the Lutheran Community Services new building.	None	\$30,000.00
Manomet P.O. Box 306 Middletown, DE 19709	501 (c) (3)	To support the Celebrate Delaware Bay initiative reducing the disturbance of feeding birds and horseshoe crab rescue	None	\$10,000.00

Chichester duPont Foundation 2015

Mental Health Association 100 West 10 th Street Suite 600 Wilmington, DE 19801	501 (c) (3)	Funding to support the youth mental health and suicide prevention programs in Kent and Sussex counties	None	\$25,000.00
Mount Harmon P.O. Box 65 Earleville, MD 21919	501 (c) (3)	Funding for updating the boxwood garden and for a handicapped accessible path at Mt. Harmon	None	\$35,000.00
Planned Parenthood of DE 625 N. Shipley Street Wilmington, DE 19801	501 (c) (3)	Funding for the purchase of two colposcopes.	None	\$29,300.00
Prestige Academy 1121 Thatcher Street Wilmington, DE 19802	501 (c) (3)	To support the foreign language program and the associated technology resources	None	\$20,000.00
St. Francis Foundation 701 North Clayton Street Wilmington, DE 19805	501 (c) (3)	For the purchase of three 3D mammography machines	None	\$40,000.00
St. Patricks Center 107 East 14 th Street Wilmington, DE 19801-3209	501 (c) (3)	To support the provision of emergency food and fresh produce for the elderly, disadvantaged and homeless at St. Patrick's Center.	None	\$30,000.00
Sunday Breakfast Mission 110 N. Poplar Street Wilmington, DE 19899	501 (c) (3)	Funding to support programs for the homeless in Wilmington, DE.	None	\$40,000.00

Chichester duPont Foundation 2015

Teach for America 100 West 10 th Street Suite 500 Wilmington, DE 19801	501 (c) (3)	Funding for the certification of one transformational school leader.	None	\$29,633.00
Tech Impact 100 W. 10 th Street Suite 1004 Wilmington, DE 19801	501 (c) (3)	To support the 2016 session of ITWorks Delaware, technology training for young adults at high risk.	None	\$20,000.00
Virginia Outdoor Foundation 39 Garrett Street #200 Warrenton, VA 20186	501 (c) (3)	Funding toward the new headquarters at Bull Run Mountains Natural Area Preserve	None	\$30,000.00
Windy Hills Foundation 102 West Washington Street Middleburg, VA 20117	501 (c) (3)	To support Family services program at the WHF properties in Middleburg, Virginia.	None	\$30,000.00
Wood River Land Trust 119 E. Bullion Street Hailey, Idaho 83333	501 (c) (3)	To support the Valley Creek Preserve land preservation project	None	\$35,000.00
Wood River YMCA 101 Saddle Road Ketchum, ID 83340	501 (c) (3)	For the augmentation of energy usage with solar power for the Greenhouse Learning lab.	None	\$15,000.00
YWCA 100 W. 10 th St. Suite 515 Wilmington, DE 19801	501 (c) (3)	To support critical capital repairs and to assist in the purchase in the Home-Life Management Center, helping families achieve independence from homelessness and poverty	None	\$40,000.00
Zip Code Wilmington 1105 N. Market Street Third Floor	501 (c) (3)	Funds are to be used to launch a self sustaining nonprofit software development training boot camp	None	\$40,000.00

Chichester duPont Foundation 2015

Wilmington, DE 19801					
----------------------	--	--	--	--	--