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Return of Private Foundation

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

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OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

07/01, 2015, and ending

06/30, 2016

Name of foundation

CONNOLLY FAMILY FOUNDATION, INC.

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

Room/suite

FOUNDATION SOURCE 501 SILVERSIDE RD

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

WILMINGTON, DE 19809-1377

G Check all that apply

 Initial return Initial return of a former public charity Final return Amended return Address change Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c), line
16) ► \$ 24,463,589.

J Accounting method

 Cash Accrual Other (specify) _____

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

A Employer identification number

46-0809078

B Telephone number (see instructions)

(800) 839-1754

C If exemption application is
pending, check here ► D 1 Foreign organizations check here ► 2 Foreign organizations meeting the
85% test, check here and attach
computation ► E If private foundation status was terminated
under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ► **Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule) .			
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.			
3 Interest on savings and temporary cash investments.	3,058.	3,058.	
4 Dividends and interest from securities			
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10	702,704.		
b Gross sales price for all assets on line 6a			
7 Capital gain net income (from Part IV, line 2)		700,202.	
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) ATCH. 1	290,043.	283,580.	
12 Total Add lines 1 through 11	995,805.	986,840.	
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)		5 MAY 3 2017	
c Other professional fees (attach schedule) [2]	68,510.	45,510.	23,000.
17 Interest			
18 Taxes (attach schedule) (see instructions) [3]	22,578.		
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings	3,057.		3,057.
22 Printing and publications			
23 Other expenses (attach schedule) ATCH. 4	354,942.	309,424.	45,500.
24 Total operating and administrative expenses	449,087.	354,934.	71,557.
Add lines 13 through 23.			
25 Contributions, gifts, grants paid	1,797,232.		1,797,232.
26 Total expenses and disbursements Add lines 24 and 25	2,246,319.	354,934.	1,868,789.
27 Subtract line 26 from line 12	-1,250,514.		
a Excess of revenue over expenses and disbursements			
b Net investment income (if negative, enter -0-)		631,906.	
c Adjusted net income (if negative, enter -0-)			

914-67 4B

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	509,895.	2,581,960.	2,581,960.
	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).			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)				
12	Investments - mortgage loans.				
13	Investments - other (attach schedule)	ATCH. 5 . . .	23,106,875.	19,784,296.	21,881,629.
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)	23,616,770.	22,366,256.	24,463,589.	
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.	
		Foundations that follow SFAS 117, check here ►			
		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 and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund.			
	29	Retained earnings, accumulated income, endowment, or other funds	23,616,770.	22,366,256.	
30	Total net assets or fund balances (see instructions)	23,616,770.	22,366,256.		
31	Total liabilities and net assets/fund balances (see instructions)	23,616,770.	22,366,256.		

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	23,616,770.
2	Enter amount from Part I, line 27a	2	-1,250,514.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	22,366,256.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,366,256.

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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	700,202.	
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	0.	

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?

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

 Yes No**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	1,850,555.	27,647,572.	0.066934
2013	1,341,930.	28,535,094.	0.047027
2012	482,621.	24,130,704.	0.020000
2011			
2010			

2 Total of line 1, column (d)	2	0.133961
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	0.044654
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	24,688,203.
5 Multiply line 4 by line 3	5	1,102,427.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,319.
7 Add lines 5 and 6	7	1,108,746.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	1,868,789.

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)		
1	6,319.		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .		
2			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
3			
4			
5			
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015. . . .	6a	38,288.
b	Exempt foreign organizations - tax withheld at source.	6b	
c	Tax paid with application for extension of time to file (Form 8868).	6c	20,912.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	59,200.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	52,881.
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ►	11	46,481.
Part VII-A Statements Regarding Activities			
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?	Yes	X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	Yes	X
1c	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	Yes	X
2	Did the foundation file Form 1120-POL for this year?	Yes	X
3	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____	Yes	X
4a	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____	Yes	X
4b		Yes	X
5	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	Yes	X
6	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	Yes	X
7	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	X
8a	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	X
8b	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	Yes	X
9	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?	Yes	X
10	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	Yes	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► GA, _____	Yes	X
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	Yes	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(6) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	Yes	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	Yes	X

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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
11		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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12		X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	N/A	X	
14	Website address ► N/A		
14	The books are in care of ► FOUNDATION SOURCE Located at ► 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE	Telephone no ► 800-839-1754 ZIP+4 ► 19809-1377	
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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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 ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
16		X	

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 checked="" type="checkbox"/> Yes	<input 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 ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b		X	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1c		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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4b		X	

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b
Organizations relying on a current notice regarding disaster assistance check here ►		<input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ATCH 6	<input type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 7		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
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
NONE		

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	N/A	
2		
3		
4		

Part IX-B | Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
3	All other program-related investments See instructions	
3	NONE	
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	
b Average of monthly cash balances	1b	592,927.
c Fair market value of all other assets (see instructions)	1c	24,471,238.
d Total (add lines 1a, b, and c)	1d	25,064,165.
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	
3 Subtract line 2 from line 1d	3	25,064,165.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	375,962.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	24,688,203.
6 Minimum investment return. Enter 5% of line 5	6	1,234,410.

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	1,234,410.
2a Tax on investment income for 2015 from Part VI, line 5	2a	6,319.
b Income tax for 2015 (This does not include the tax from Part VI)	2b	240.
c Add lines 2a and 2b	2c	6,559.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	1,227,851.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	1,227,851.
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	1,227,851.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,868,789.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	1,868,789.
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	6,319.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,862,470.

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				1,227,851.
2 Undistributed income, if any, as of the end of 2015			135,981.	
a Enter amount for 2014 only.				
b Total for prior years 20 13 , 20 12 , 20 11				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e				
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 1,868,789.				
a Applied to 2014, but not more than line 2a			135,981.	
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 2015 distributable amount.				1,227,851.
e Remaining amount distributed out of corpus.	504,957.			
5 Excess distributions carryover applied to 2015. (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	504,957.			
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 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016.				
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 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	504,957.			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015	504,957.			

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

NOT APPLICABLE

a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ►

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

2 a	Prior 3 years				(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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)(ii)					
(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))

ATTACHMENT 8

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

N/A

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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines

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

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 Paid during the year				
ATCH 9				
Total			► 3a	1,797,232.
b Approved for future payment				
Total			► 3b	

Form 990-PF (2015)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments				14	3,058.
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	525990		2,502.	18	700,202.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 10			579.		289,464.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)			3,081.		992,724.
13 Total Add line 12, columns (b), (d), and (e)				13	995,805.

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

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). (See instructions.)

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge		
	 Signature of officer or trustee	5/15/17	 Title
	May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

Paid Preparer Use Only	Pnnt/Type preparer's name JEFFREY D HASKELL	Preparer's signature JEFFREY D HASKELL	Date 05/05/2017	Check <input type="checkbox"/> if self-employed	PTIN P01345770
	Firm's name ► FOUNDATION SOURCE	Firm's EIN ► 510398347			
	Firm's address ► ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY	11042	Phone no	800-839-1754	

Connolly Family Foundation, Inc
Taxable Year Ending June 30, 2016

46-0809078

Part I, Line 6a (990-PF) - Net Gain/(Loss) from Sales of Assets Not Included in Part IV

<u>Name</u>	<u>Date Acquired</u>	<u>Acquisition Method</u>	<u>Date Sold</u>	<u>Gross Sales Price</u>	<u>Book Basis</u>	<u>Net Gain/(Loss)</u>
Passthrough K-1 Capital Gain/(Loss) - non UBI						\$ 700,202
Total included in Part IV						\$ 700,202
Passthrough K-1 Capital Gain/(Loss) - UBI						\$ 2,502
Part I, Line 6a Total						\$ 702,704

CONNOLLY FAMILY FOUNDATION, INC.

46-0809078

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
K-1 INC/LOSS NEW PROVIDENCE BALANCED POR FEDERAL TAX REFUND	284,159. 5,884.	283,580.
TOTALS	<u>290,043.</u>	<u>283,580.</u>

ATTACHMENT 1

ATTACHMENT 1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
ADMINISTRATION OF FOUNDATION INVESTMENT MANAGEMENT SERVICES	23,000. 45,510.	45,510.	23,000.
TOTALS	<u>68,510.</u>	<u>45,510.</u>	<u>23,000.</u>

ATTACHMENT 2

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
990-PF ESTIMATED TAX FOR 2016	21,500.
990-T EXTENSION FOR 2015	772.
STATE INCOME TAX 2015	306.
TOTALS	<u>22,578.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ADMINISTRATIVE FEES K-1 EXP NEW PROVIDENCE BALANCE	45,500. 309,442.	309,424.
TOTALS	<u>354,942.</u>	<u>309,424.</u>

	<u>CHARITABLE PURPOSES</u>
	<u>45,500.</u>

ATTACHMENT 4

FORM 990PE, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NEW PROVIDENCE BALANCED PORTFO	<u>19,784,296.</u>	<u>21,881,629.</u>
TOTALS	<u><u>19,784,296.</u></u>	<u><u>21,881,629.</u></u>

ATTACHMENT 5

CONNOLLY FAMILY FOUNDATION, INC.

46-0809078

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property	Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)
			PASSTHROUGH K1 CAPITAL GAIN/(LOSS)			700,202.	
TOTAL GAIN(LOSS)						<u>700,202.</u>	

ATTACHMENT 6

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: ONE WORLD UNITED AND VIRTUOUS, INC.
GRANTEE'S ADDRESS: 163 N MAIN STREET, SUITE 203
CITY, STATE & ZIP: PORT CHESTER, NY 10573
GRANT DATE: 04/28/2015
GRANT AMOUNT: 20,000.
GRANT PURPOSE: TO SUPPORT THE GLOBAL CHARACTER EDUCATION PROGRAM.
AMOUNT EXPENDED: 20,000.
ANY DIVERSION? NO
DATES OF REPORTS: 3/19/17
VERIFICATION DATE:
RESULTS OF VERIFICATION:
NONE NECESSARY

THE FOUNDATION RECEIVED A PARTIAL REPORT ON 3/19/17 FROM THE ABOVE GRANTEE, INDICATING THAT ALL FUNDS HAD BEEN SPENT FOR THE DESIGNATED CHARITABLE PURPOSE AND DETAILING THE PROGRESS MADE TOWARDS ACHIEVING THE PURPOSE OF THE GRANT. THE FOUNDATION IS WORKING WITH THE GRANTEE TO OBTAIN FULL ANNUAL REPORTS IN CONNECTION WITH THE ABOVE GRANT TO OBTAIN A FULL FINANCIAL ACCOUNTING OF THE GRANTEE'S EXPENDITURES AND TO VERIFY THAT THE GRANTEE EXPENDED THE ENTIRE AMOUNT OF THE GRANT FUNDS. THE FOUNDATION WILL NOT MAKE ANY ADDITIONAL GRANTS TO THE ABOVE GRANTEE UNTIL IT REPORTS THE REQUIRED INFORMATION.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS	EXPENSE ACCT
			TO EMPLOYEE	AND OTHER
			BENEFIT PLANS	ALLOWANCES
JOHN L CONNOLLY FOUNDATION SOURCE 501 SILVERSIDER RD WILMINGTON, DE 19809-1377	PRES / DIR 4.00	0.	0.	0.
LEIGH Z CONNOLLY FOUNDATION SOURCE 501 SILVERSIDER RD WILMINGTON, DE 19809-1377 *REMOVED FROM POSITION IN OCTOBER 2015.	SEC / TREAS* 2.00	0.	0.	0.
JOHN L CONNOLLY JR FOUNDATION SOURCE 501 SILVERSIDER RD WILMINGTON, DE 19809-1377	TREAS 2.00	0.	0.	0.
CATHERINE GREER CONNOLLY FOUNDATION SOURCE 501 SILVERSIDER RD WILMINGTON, DE 19809-1377	VP 2.00	0.	0.	0.
JOE HALL FOUNDATION SOURCE 501 SILVERSIDER RD WILMINGTON, DE 19809-1377 *RESIGNED IN OCTOBER 2015.	SEC* 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

FORM 9060E PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
247 GATEWAY LLC 275 PRYOR ST SW ATLANTA, GA 30303	N/A SO I	VETERANS' SERVICES FUNDING PROGRAM	10,000
AADD INC 125 CLAIREMONT AVE STE 300 DECATUR, GA 30030	N/A PC	GENERAL & UNRESTRICTED	10,000
AGAPE COMMUNITY CENTER INC 2353 BOLTON RD STE 100 ATLANTA, GA 30318	N/A PC	YOUTH DEVELOPMENT AND EDUCATION PROGRAMS	10,000
ALZHEIMERS DISEASE AND RELATED DISORDERS ASSOCIATI 41 PERIMETER CENTER E STE 550 ATLANTA, GA 30346	N/A PC	GENERAL & UNRESTRICTED	50,000
ANGEL FLIGHT SOARS INC 2000 AIRPORT RD CHAMBLEE, GA 30341	N/A PC	GENERAL & UNRESTRICTED	10,000
ATLANTA COMMUNITY FOOD BANK INC 732 JOSEPH E LOWERY BLVD NW ATLANTA, GA 30318	N/A PC	WAREHOUSE IMPROVEMENTS FUND	25,000

ATTACHMENT 9

ATTACHMENT 9

FORM 990DF - PART XI - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ATLANTA HISTORICAL SOCIETY INC 130 W PAGES FERRY RD NW ATLANTA, GA 30305	N/A PC	ATLANTA HISTORY CENTER/CITY OF ATLANTA CULTURAL EXPERIENCE PROJECT FOR STUDENT ADMISSION	10,000
ATLANTA SPEECH SCHOOL INC 3160 NORTHSIDE PKWY NW ATLANTA, GA 30327	N/A PC	TO DEVELOP K-3RD GRADE VIDEO CONTENT FOR THE ROLLINS CENTER'S COX CAMPUS ONLINE PROFESSIONAL DEVELOPMENT RESOURCE PROJECT	350,000
ATLANTA UNION MISSION CORPORATION PO BOX 1807 ATLANTA, GA 30301	N/A PC	FOR NEW FLOORING AT MY SISTER'S HOUSE HOMELESS SHELTER	9,955
ATLANTA URBAN SQUASH INC 3370 VALLEY CIR NW ATLANTA, GA 30305	N/A PC	TEAM CAPTAIN ENDOWMENT FUND	15,000
ATLANTA YOUTH ACADEMIES FOUNDATION INC PO BOX 18237 ATLANTA, GA 30316	N/A SO I	SCHOLARSHIP FUND	15,000
ATLANTA-FULTON COUNTY ZOO INC 800 CHEROKEE AVE SE ATLANTA, GA 30315	N/A PC	ZOO ATLANTA'S SPONSORED ADMISSIONS PROGRAM	10,000

FORM 9-GOPE PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

AUTISM SPEAKS INC

900 CIR 75 Pkwy STE 445
ATLANTA, GA 30339

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

BOYS & GIRLS CLUBS OF METRO ATLANTA INC
1275 PEACHTREE ST NE STE 50
ATLANTA, GA 30309CAMP TWIN LAKES INC
600 MEANS ST NW, STE 110
ATLANTA, GA 30318CENTENNIAL PLACE ACADEMY INC
HARBORSIDE 5
JERSEY CITY, NJ 07311CITY OF REFUGE INC
1300 JOSEPH E BOONE BLVD NW
ATLANTA, GA 30314COVENANT HOUSE GEORGIA INC
1559 JOHNSON RD NW
ATLANTA, GA 30318

CHARITABLE EVENT

OPEN THE DOOR COMPREHENSIVE CAMPAIGN - MATTHEWS
TEEN CENTER RENOVATION PROJECT

CAMPER SCHOLARSHIP FUND

PROJECT BASED PROFESSIONAL DEVELOPMENT/WRAP
AROUND SERVICES

KINDRED SPIRIT TEEN PREGNANCY HOME PROGRAM

GENERAL & UNRESTRICTED

N/A

PC

PC

PC

PC

N/A

N/A

N/A

N/A

PC

PC

PC

PC

N/A

N/A

N/A

N/A

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PC

FORM 990DF - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION		AMOUNT
		ATTACHMENT 9 (CONT'D.)		
CRISTO REY ATLANTA JESUIT HIGH SCHOOL INC 680 W PEACHTREE ST NW ATLANTA, GA 30308	N/A PC	BUILDING FUTURES CHANGING LIVES CAMPAIGN AND STUDENT SCHOLARSHIP FUND		25,000
CURE CHILDHOOD CANCER INC 1117 PERIMETER CENTER W STE ATLANTA, GA 30338	N/A PC	GENERAL & UNRESTRICTED		227,000
CYSTIC FIBROSIS FOUNDATION 2302 PARKLAKES DR NE STE 210 ATLANTA, GA 30345	N/A PC	CHARITABLE EVENT		1,000
EAGLE RANCH INC 5500 UNION CHURCH RD FLOWERY BR, GA 30542	N/A PC	2015 PROGRAM AND OPERATIONAL SUPPORT OF AT-RISK CHILDREN		25,000
EPISCOPAL DIOCESE OF ATLANTA INC 2744 PEACHTREE RD NW ATLANTA, GA 30305	N/A PC	EMMAUS HOUSE TWO-GENERATION APPROACH TO POVERTY ALLEVIATION PROJECT		5,000
FULTON COUNTY COURT APPOINTED SPECIAL ADVOCATES IN 395 PRYOR ST STE 4116 ATLANTA, GA 30312	N/A PC	TO COVER TRAINING COSTS FOR APPROXIMATELY 50 VOLUNTEERS WHO WILL SERVE UP TO 130 CHILDREN		10,000

FORM 990PF - PART XIV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGE WEST MENTAL HEALTH FOUNDATION INC 1961 N DRUID HILLS RD NE BROOKHAVEN, GA 30329	N/A PC		MARK C WEST FINANCIAL AID PROGRAM	15,000
GEORGIA JUSTICE PROJECT INC 438 EDGEWOOD AVE SE ATLANTA, GA 30312	N/A PC		OPERATING SUPPORT	50,000
GEORGIA METH PROJECT 3715 NORTHSIDE PKWY STE 1-320 ATLANTA, GA 30327	N/A PC		GEORGIA PREVENTION PROGRAM	100,000
KIPP METRO ATLANTA COLLABORATIVE INC 350 TEMPLE ST NW ATLANTA, GA 30314	N/A PC		GENERAL & UNRESTRICTED	50,000
MARION MEDICAL MISSION 1412 SHAWNEE DR MARION, IL 62959	N/A PC		FIELD OFFICERS AND TREADLE PUMPS PROJECT	13,500
NATIONAL WRESTLING COACHES ASSOCIATION INC 330 HOSTETTER RD MANHEIM, PA 17545	N/A PC		GENERAL & UNRESTRICTED	10,000

FORM 990EZ - PART XVI - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	N/A	PC		
POSSE FOUNDATION - ATLANTA 101 MARIETTA ST, N W , STE 1040 ATLANTA, GA 30303	N/A	PC	POSSE ATLANTA'S COLLEGE ACCESS AND YOUTH LEADERSHIP DEVELOPMENT PROGRAM	10,000
SHEPHERD HIGHER EDUCATION POVERTY CONSORTIUM INC 312 NEWCOMB HALL WASHINGTON LEE LEXINGTON, VA 24450	N/A	PC	GENERAL & UNRESTRICTED	5,000
SOCER IN THE STREETS INC 236 AUBURN AVE STE 207 ATLANTA, GA 30303	N/A	PC	SOCCER BASED YOUTH DEVELOPMENT PROGRAMS	10,000
SWIM ACROSS AMERICA INC 1 INTERNATIONAL PL, STE 4600 BOSTON, MA 02110	N/A	PC	CHARITABLE EVENT	1,000
TEACH FOR AMERICA - ATLANTA 10 PEACHTREE PL NE, STE 700 ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	25,000
THE ATLANTA OPERA INC 1575 NORTHSIDE DR NW BLDG 300 STE 3 ATLANTA, GA 30318	N/A	PC	GENERAL & UNRESTRICTED	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9 (CONT'D.)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT AND	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE SALVATION ARMY 1424 NE EXPY NE BROOKHAVEN, GA 30329	N/A PC	RED SHIELD EMERGENCY SHELTER PROGRAM	10,000
WASHINGTON & LEE UNIVERSITY 204 W WASHINGTON ST LEXINGTON, VA 24450	N/A PC	ANNUAL FUND	2,920
WASHINGTON & LEE UNIVERSITY 204 W WASHINGTON ST LEXINGTON, VA 24450	N/A PC	THE SHEPHERD PROGRAM	143,000
WASHINGTON & LEE UNIVERSITY 204 W WASHINGTON ST LEXINGTON, VA 24450	N/A PC	JL CONNOLLY CENTER FOR ENTREPRENEURSHIP	376,857
YEAR UP INC - ATLANTA 730 PEACHTREE ST STE 900 ATLANTA, GA 30308	N/A PC	SCALING OUR IMPACT PROJECT	25,000

TOTAL CONTRIBUTIONS PAID

1,797,232

CONNOLLY FAMILY FOUNDATION, INC.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

46-0809078

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
K-1 INC/LOSS FEDERAL TAX REFUND	525990	579.	14 01	283,580. 5,884.	
TOTALS				<u>579.</u>	<u>289,464.</u>

DS

ATTACHMENT 10