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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

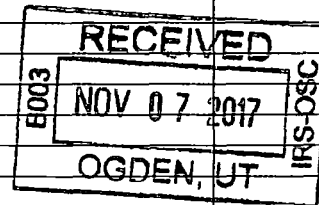
For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation THE MEMTON FUND, INC.		A Employer identification number 13-6096608						
Number and street (or P O box number if mail is not delivered to street address) FOUNDATION SOURCE 501 SILVERSIDE RD		B Telephone number (see instructions) (800) 839-1754						
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809-1377								
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	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. ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: <table border="0"> <tr> <td>☒ Section 501(c)(3) exempt private foundation</td> </tr> <tr> <td>☐ Section 4947(a)(1) nonexempt charitable trust</td> </tr> <tr> <td>☐ Other taxable private foundation</td> </tr> </table>		☒ Section 501(c)(3) exempt private foundation	☐ Section 4947(a)(1) nonexempt charitable trust	☐ Other taxable private foundation				
☒ Section 501(c)(3) exempt private foundation								
☐ Section 4947(a)(1) nonexempt charitable trust								
☐ Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 12,132,839.		J Accounting method: <table border="0"> <tr> <td>☒ Cash</td> <td>☐ Accrual</td> </tr> <tr> <td colspan="2">☐ Other (specify) _____</td> </tr> </table> (Part I, column (d) must be on cash basis)	☒ Cash	☐ Accrual	☐ Other (specify) _____			
☒ Cash	☐ Accrual							
☐ Other (specify) _____								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments.	1,679.	1,679.		
	4 Dividends and interest from securities	150,837.	150,837.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-172,701.			
	b Gross sales price for all assets on line 6a	3,032,634.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	-6,548.	11,564.			
12 Total. Add lines 1 through 11	-26,733.	164,080.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	500.			500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	6,639.			6,639.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH. 2	7,800.	2,400.		5,400.
	c Other professional fees (attach schedule) [3]	56,760.	55,315.		1,445.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [4]	3,186.	936.		
	19 Depreciation (attach schedule) and depletion.				
	20 Occupancy				
	21 Travel, conferences, and meetings	21,747.	3,196.		18,551.
	22 Printing and publications	79.			79.
	23 Other expenses (attach schedule) ATCH. 5	71,214.	32,707.		38,379.
	24 Total operating and administrative expenses. Add lines 13 through 23.	167,925.	94,554.		70,993.
	25 Contributions, gifts, grants paid	542,300.			542,300.
26 Total expenses and disbursements. Add lines 24 and 25	710,225.	94,554.	0.	613,293.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-736,958.				
b Net investment income (if negative, enter -0-)		69,526.			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	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	990,752.	878,282.	878,282.
	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) ▶ *		* 200,000.	ATCH 6
		Less allowance for doubtful accounts ▶	200,000.	200,000.	200,000.
	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) ATCH 7	5,468,291.	5,628,557.	6,821,437.
	c	Investments - corporate bonds (attach schedule) ATCH 8		214,675.	218,994.
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH 9	3,293,735.	2,294,306.	4,014,126.	
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)	9,952,778.	9,215,820.	12,132,839.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ 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. ▶ ☒			
	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	9,952,778.	9,215,820.	
	30	Total net assets or fund balances (see instructions)	9,952,778.	9,215,820.	
	31	Total liabilities and net assets/fund balances (see instructions)	9,952,778.	9,215,820.	

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	9,952,778.
2	Enter amount from Part I, line 27a	2	-736,958.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,215,820.
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	9,215,820.

Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (e.g., real estate,
2-story brick warehouse, or common stock, 200 shs MLC Co.)(b) How
acquired
P - Purchase
D - Donation(c) Date acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)

1 a 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) 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			
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	-136,672.
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?

☐ 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))
2015	614,745.	12,573,341.	0.048893
2014	644,912.	12,966,666.	0.049736
2013	562,649.	12,607,519.	0.044628
2012	428,956.	11,426,180.	0.037542
2011	405,959.	11,503,073.	0.035291

2 Total of line 1, column (d)	2	0.216090
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	0.043218
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	11,628,738.
5 Multiply line 4 by line 3.	5	502,571.
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	695.
7 Add lines 5 and 6.	7	503,266.
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	613,293.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	695.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	
3 Add lines 1 and 2		3	695.
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	695.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	6,086.	
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	6,086.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ 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	5,391.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 700. Refunded ☐	11	4,691.	

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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
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?	X	
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) ☐ NY, ☐ _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2016 or the taxable year beginning in 2016 (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

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).	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) <u>ATCH 10</u>	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>FOUNDATION SOURCE</u> Telephone no <u>800-839-1754</u> Located at <u>501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE</u> ZIP+4 <u>19809-1377</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 <u>15</u>			
16	At any time during calendar year 2016, 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 <u></u>	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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 ☐	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 2016? ☐	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) ☐	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2016 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 2016.) ☐	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2016? ☐	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

(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)? ☐ **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? ☐ 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? ☐ **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 (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 11		500.	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		
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	6,349,801.
b	Average of monthly cash balances	1b	994,197.
c	Fair market value of all other assets (see instructions)	1c	4,461,827.
d	Total (add lines 1a, b, and c)	1d	11,805,825.
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	11,805,825.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	177,087.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,628,738.
6	Minimum investment return. Enter 5% of line 5	6	581,437.

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	581,437.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	695.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	695.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	580,742.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	580,742.
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	580,742.

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	613,293.
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	613,293.
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	695.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	612,598.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				580,742.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			602,163.	
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>613,293.</u>				
a Applied to 2015, but not more than line 2a			602,163.	
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 2016 distributable amount				11,130.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2016 . (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				
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 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				569,612.
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 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets.					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ATCH 12				
Total			3a	542,300.
b Approved for future payment				
Total			3b	

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)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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 .			14	1,679.	
4	Dividends and interest from securities			14	150,837.	
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	-36,029.	18	-136,672.	
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a K-1 INC/LOSS	525990	-18,113.	14	11,565.	
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)		-54,142.		27,409.	
13	Total. Add line 12, columns (b), (d), and (e)					-26,733.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

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

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

**Sign
Here**

Signature of officer or trustee: Sup. Wilk Date: 10/16/17 Title: TREASURER

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	JEFFREY D HASKELL	JEFFREY D HASKELL	10/11/2017		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			

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>
Publicly-traded Securities						
Passthrough K-1 Capital Gain/(Loss) - non UBI				\$ 2,632,634	\$ 2,667,967	\$ (35,333)
FORE MULTI STRATEGY OFFSHORE FUND	8/1/2012	Purchase	09/30/2016	\$ 400,000	\$ 405,305	\$ (5,305)
Total included in Part IV				<u>\$ 3,032,634</u>	<u>\$ 3,073,272</u>	<u>\$ (136,672)</u>
Passthrough K-1 Capital Gain/(Loss) - UBI						\$ (36,029)
Part I, Line 6a Total						<u>\$ (172,701)</u>

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS AMERIGAS PARTNERS LP	-4,438.	42.
K-1 INC/LOSS BROOKFIELD INFRASTRUCTURE P	1,183.	1,183.
K-1 INC/LOSS ELM RIDGE VALUE PARTNERS, L	14,152.	14,512.
K-1 INC/LOSS HERON INCOME FUND, L.P	-17,445.	-4,173.
TOTALS	<u>-6,548.</u>	<u>11,564.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
GEN. ACCOUNTING & BOOKKEEPING	7,800.	2,400.		5,400.
TOTALS	<u>7,800.</u>	<u>2,400.</u>		<u>5,400.</u>

ATTACHMENT 3FORM 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>
INVESTMENT MANAGEMENT SERVICES	55,315.	55,315.	
PHILANTHROPIC CONSULTING	265.		265.
EDITITNG SERVICES	1,180.		1,180.
TOTALS	<u>56,760.</u>	<u>55,315.</u>	<u>1,445.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
990-PF ESTIMATED TAX FOR 2016	2,000.	
FOREIGN TAX PAID	936.	936.
STATE UBTI TAX 2015	250.	
TOTALS	<u>3,186.</u>	<u>936.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	36,064.		36,064.
BANK CHARGES	111.	111.	
FOUNDATION DUES & MEMBERSHIPS	750.		750.
INDEMNIFICATION INSURANCE	750.		750.
K-1 EXP BROOKFIELD INFRASTRUCT	144.	144.	
K-1 EXP ELM RIDGE VALUE PARTNE	32,199.	32,199.	
K-1 EXP HERON INCOME FUND, L.P	381.	253.	
OFFICE SUPPLIES	65.		65.
STATE OR LOCAL FILING FEES	750.		750.
TOTALS	<u>71,214.</u>	<u>32,707.</u>	<u>38,379.</u>

ATTACHMENT 6FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: STAGE ONE CORP.
ORIGINAL AMOUNT: 200,000.
INTEREST RATE: 5.0000 %
DATE OF NOTE: 05/07/2015
MATURITY DATE: 02/20/2017
REPAYMENT TERMS: INTERST AND PRINCIPAL
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: INVESTMENT
DESCRIPTION AND FMV CASH
OF CONSIDERATION: 200,000.

BEGINNING BALANCE DUE 200,000.

ENDING BALANCE DUE 200,000.

ENDING FAIR MARKET VALUE 200,000.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 200,000.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 200,000.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 200,000.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ABBVIE INC	26,468.	31,310.
ACCENTURE PLC	24,826.	24,597.
ALPHABET INC CL A	13,726.	39,623.
ALPHABET INC CL C	52,318.	104,196.
AMAZON COM	46,168.	134,976.
AMGEN INC	26,374.	43,863.
ANADARKO PETROLEUM CORP	23,679.	20,919.
ANALOG DEVICES INC	27,579.	29,774.
ANHEUSER BUSCH COS INC	17,153.	23,197.
AON PLC	40,142.	122,683.
APACHE CORPORATION	23,378.	25,388.
APPLE INC	88,371.	135,508.
AT&T, INC	30,290.	29,771.
BANK OF AMERICA CORP	57,872.	75,140.
BERKLEY W R CP	14,360.	36,581.
BERKSHIRE HATHAWAY INC. CLASS	151,007.	237,135.
CHEVRON CORP	78,739.	95,926.
CHUBB LIMITED	77,970.	86,539.
CITIGROUP INC	128,380.	167,889.
COGNEX CORPORATION	12,138.	12,088.
COMCAST CORP	46,889.	51,788.
CONCHO RESOURCES INC	12,051.	13,260.
CVS CAREMARK CORP	99,552.	93,114.
DISH NETWORK CORPORATION	74,800.	78,206.
DOLLAR TREE INC	43,164.	40,134.
DOMINION RES SRS A 5.250% - 07	32,005.	33,078.
ECOLAB INC	33,346.	93,776.
EOG RESOURCES INC	44,505.	60,660.
FIDELITY NATIONAL INFORMATION	17,824.	22,692.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FREEPORT-MCMORAN COPPER & GOLD	11,365.	9,497.
GEN DYNAMICS CP	18,761.	21,583.
GMAC CAPITAL TRUST I - 8.125%	103,031.	103,632.
GOLDMAN SACHS GROUP	43,675.	71,117.
HDFC BANK LTD ADR	27,204.	24,272.
HENRY SCHEIN INC	10,174.	30,342.
ILG INC	4,864.	7,813.
INPHI CORPORATION	11,627.	12,494.
INTEL CORP	23,286.	39,897.
INTUIT	22,261.	22,922.
JP MORGAN CHASE	46,653.	69,032.
KEYENCE CORP 50	56,275.	68,609.
KROGER CO	33,387.	48,314.
LABORATORY CORP AMER HLDGS	36,699.	42,365.
LIBERTY GLOBAL LILAC - CLASS K	7,613.	10,098.
LIBERTY GLOBAL PLC - SERIES C	36,609.	81,200.
LOWES COMPANIES INC	22,479.	21,336.
MARRIOTT INTERNATIONAL INC. CL	62,506.	74,412.
MASTERCARD INC	42,005.	53,174.
MEDTRONIC PLC	34,397.	31,840.
MICROSOFT CORP	111,010.	217,489.
MONDELEZ INTERNATIONAL INC	34,384.	70,928.
MORGAN STANLEY	21,869.	59,150.
NESTLE S.A	23,394.	46,631.
NOBLE ENERGY INC	32,214.	39,963.
OCCIDENTAL PETROLEUM CORP	53,392.	56,984.
ORACLE CORP	104,775.	134,574.
OSTERWEIS FUND	838,133.	726,622.
OSTERWEIS STRATEGIC INCOME FUN	942,791.	939,781.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PEPSICO INC	42,353.	68,010.
PFIZER INC	78,703.	76,328.
PIMCO INCOME FUND	547,107.	556,335.
ROSS STORES, INC	31,520.	33,456.
ROYAL BK OF SCOT GRP SER L - 5	49,013.	48,076.
ROYAL DUTCH SHEL PLC SPONS ADR	47,958.	53,912.
SCHLUMBERGER LTD	40,189.	42,815.
SHERWIN-WILLIAMS CO	16,352.	26,874.
TENCENT HOLDINGS LTD	19,559.	29,356.
TEXAS INSTRUMENTS INC	13,292.	13,135.
THERMO FISHER SCIENTIFIC INC	39,966.	81,838.
TIME WARNER INC	51,668.	61,779.
TJX COMPANIES INC	29,167.	30,052.
TWENTY-FIRST CENTURY CL B	71,804.	61,313.
UNION PACIFIC	17,819.	31,104.
UNITED PARCEL SERVICE	40,937.	47,576.
UNITEDHEALTH GROUP INC	12,030.	98,585.
VERIZON COMMUNICATIONS	67,878.	77,935.
VISA INC	25,109.	24,186.
WALT DISNEY HOLDINGS CO	28,620.	62,532.
WELLS FARGO & CO	102,152.	115,731.
WEYERHAEUSER CO	47,840.	44,834.
WPP PLC	25,614.	35,793.
TOTALS	<u>5,628,557.</u>	<u>6,821,437.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AMERICAN EXPRESS CO - 5.200% -	97,755.	96,530.
BANK AMER - 8.125% - 12/31/204	61,915.	63,440.
JPMORGAN CHASE - 7.900% - 12/3	55,005.	59,024.
TOTALS	<u>214,675.</u>	<u>218,994.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AMERIGAS PARTNERS LP	43,880.	51,754.
ELM RIDGE VALUE PARTNERS, LP	485,399.	500,000.
FORE MULTI STRATEGY OFFSHORE F	443,560.	438,024.
HERON INCOME FUND, L.P	464,565.	395,142.
SEG PARTNERS OFFSHORE, LTD	856,902.	2,629,206.
TOTALS	<u>2,294,306.</u>	<u>4,014,126.</u>

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

Kind of Property		Description				P r o p e r t y	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)	
2,632,634.		PUBLICLY-TRADED SECURITIES 2,667,967.					-35,333.	
		PASSTHROUGH K1 CAPITAL GAIN/(LOSS)					-96,034.	
400,000.		FORE MULTI STRATEGY OFFSHORE FUND 405,305.				P	08/01/2012 -5,305.	09/30/2016
TOTAL GAIN (LOSS)							<u>-136,672.</u>	

THE MEMTON FUND, INC.

2016 FORM 990-PF

13-6096608

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
FRANK B ARISMAN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR / ASSISTANT TREAS 1.00	0.	0.	0.
ELENITA M DRUMWRIGHT* FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377 *DECEASED IN 2016	DIR EMERITUS 1.00	0.	0.	0.
ELIZABETH DRUMWRIGHT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	VP / DIR 1.00	0.	0.	0.
ROBERT V EDGAR FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
E 'SHEPI' SHEPARD FARRAR FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	VP / DIR 1.00	0.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ELLEN W LEVY FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR / SEC 1.00	0.	0.	0.
SAMUEL 'TOMA' THOMAS MILBANK FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
SAMUEL L 'TONY' MILBANK FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR / TREAS 1.00	0.	0.	0.
THOMAS L MILBANK FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
KAREN QUACKENBUSH FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
PAMELA WHITE FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	PRES / DIR 1.00	500.	0.	0.
GRAND TOTALS		<u>500.</u>	<u>0.</u>	<u>0.</u>

THE MENTON FUND, INC

2016 FORM 990-PF

13-6096608

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

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ALASKA CONSERVATION FOUNDATION 911 W 8TH AVE, STE 300 ANCHORAGE, AK 99501	N/A PC	GENERAL & UNRESTRICTED	10,000
ALIMA USA INC 834 BROADWAY EVERETT, MA 02149	N/A PC	GENERAL & UNRESTRICTED	12,000
ALIVE INC 2723 KING ST ALEXANDRIA, VA 22302	N/A PC	GROCERY DONATION PROJECT	2,000
ALL SOULS CHURCH P.O BOX 451 TANNERSVILLE, NY 12485	N/A PC	OUTREACH FUND	500
AMERICAN CAVE CONSERVATION ASSOCIATION PO BOX 409 HORSE CAVE, KY 42749	N/A PC	GENERAL & UNRESTRICTED	2,500
ANIMAL WELFARE LEAGUE OF ARLINGTON VA INCORPORATED 2650 S ARLINGTON MILL DR ARLINGTON, VA 22206	N/A PC	GENERAL & UNRESTRICTED	1,500

ATTACHMENT 12

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
APPLE HILL CENTER FOR CHAMBER MUSIC INC PO BOX 217 SULLIVAN, NH 03445	N/A PC	GENERAL & UNRESTRICTED	2,500.
ARAB AMERICAN ASSOCIATION OF NY INC 7111 5TH AVE BROOKLYN, NY 11209	N/A PC	GENERAL & UNRESTRICTED	7,000.
ART AND DIALOGUE PO BOX 266 HARRISVILLE, NH 03450	N/A PC	GENERAL & UNRESTRICTED	500
ARTS HABITAT PO BOX 221487 CARMEL, CA 93922	N/A PC	GENERAL & UNRESTRICTED	5,000
BARNARD COLLEGE 3009 BROADWAY NEW YORK, NY 10027	N/A PC	STUDENT COURSES AT ICP PROGRAM	4,000
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON RD KANAB, UT 84741	N/A PC	2017 KIDS CAMP PROGRAM	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON RD KANAB, UT 84741	N/A PC	CARE OF THE VICKTORY DOGS PROJECT	500
BONNEY LAKE HIGH SCHOOL PANTHER PARENT PRIDE 10920 - 190TH AVE CT E BONNEY LAKE, WA 98391	N/A PC	GENERAL & UNRESTRICTED	5,000
BROOKS SCHOOL 1160 GREAT POND RD NORTH ANDOVER, MA 01845	N/A PC	ALUMNI CLASS OF 1959 FUND	500
BUCKLEY SCHOOL IN THE CITY OF NEW YORK 113 E 73RD ST NEW YORK, NY 10021	N/A PC	CENTENNIAL BUILDING FUND AND THE CLASS OF 1954 ANNUAL FUND	2,000
CASCADE PUBLIC MEDIA 401 MERCER ST SEATTLE, WA 98109	N/A PC	KCTS DIVISION	1,000
CATHOLIC CHARITIES OF TOMPKINS / TIOGA 324 W BUFFALO ST ITHACA, NY 14850	N/A PC	GENERAL & UNRESTRICTED	5,000

FORM 990PF - PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHESAPEAKE BAY FOUNDATION INC 6 HERNDON AVE ANNAPOLIS, MD 21403	N/A PC	MARYLAND ENVIRONMENTAL EDUCATION PROGRAM	7,000
CHILDRENS LAW CENTER OF WASHINGTON PS 9900 WILLOWS RD NE REDMOND, WA 98052	N/A PC	GENERAL & UNRESTRICTED	6,000
CHIMPS INC PO BOX 6973 BEND, OR 97708	N/A PC	GENERAL & UNRESTRICTED	1,000
CITIZENS COMMITTEE TO SAVE OUR CANYONS 824 S 400 W SALT LAKE CITY, UT 84101	N/A PC	GENERAL & UNRESTRICTED	4,250
COLORADO COLLEGE 14 E CACHE LA POUFRE ST COLORADO SPRINGS, CO 80903	N/A PC	NEED BASED FINANCIAL AID TO STUDENTS FUND	2,000
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237	N/A PC	GENERAL & UNRESTRICTED	5,000

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FORM 990PF PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237	N/A PC		GENERAL & UNRESTRICTED	5,000
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237	N/A PC		GENERAL & UNRESTRICTED	6,000
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237	N/A PC		GENERAL & UNRESTRICTED	30,000
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237	N/A PC		GENERAL & UNRESTRICTED	3,000
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237	N/A PC		GENERAL & UNRESTRICTED	5,000
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237	N/A PC		GENERAL & UNRESTRICTED	5,000

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237		N/A	PC	GENERAL & UNRESTRICTED	2,500
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237		N/A	PC	GENERAL & UNRESTRICTED	2,500
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237		N/A	PC	GENERAL & UNRESTRICTED	1,000
COMMUNITY FOUNDATION OF SARASOTA COUNTY INC 2635 FRUITVILLE RD SARASOTA, FL 34237		N/A	PC	GENERAL & UNRESTRICTED	11,500
COVENANT HOUSE 460 W 41ST ST NEW YORK, NY 10036		N/A	PC	EDUCATIONAL PROGRAM	3,000
DOCTORS WITHOUT BORDERS USA INC 333 7TH AVE 2ND FL NEW YORK, NY 10001		N/A	PC	GENERAL & UNRESTRICTED	20,000

FORM 990PF PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ELECTRIC EARTH CONCERTS PO BOX 44 PETERBOROUGH, NH 03458	N/A PC	GENERAL & UNRESTRICTED	2,500.
ENVIRONMENTAL DEFENSE FUND INCORPORATED 1875 CONNECTICUT AVE NW STE 600 WASHINGTON, DC 20009	N/A PC	GENERAL & UNRESTRICTED	5,000
FRED HUTCHINSON CANCER RESEARCH CENTER PO BOX 19024 J5-200 SEATTLE, WA 98109	N/A PC	GENERAL & UNRESTRICTED	500
FRIENDS OF THE KEENE PUBLIC LIBRARY 60 WINTER ST KEENE, NH 03431	N/A PC	LIBRARY RENOVATION TRUST FUND CAMPAIGN	5,000
FRIENDS OF THE ORPHEUM SOCIETY PO BOX 203 TANNERSVILLE, NY 12485	N/A PC	GENERAL & UNRESTRICTED	2,000
FRIENDS OF THE ORPHEUM SOCIETY PO BOX 203 TANNERSVILLE, NY 12485	N/A PC	23 ARTS INITIATIVE	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FUTURE BUSINESS LEADERS OF AMERICA- PHI BETA LAMB 1912 ASSOCIATION DR RESTON, VA 20191	N/A PC	CASTLEWOOD HIGH SCHOOL	1,500
FUTURE BUSINESS LEADERS OF AMERICA- PHI BETA LAMB 1912 ASSOCIATION DR RESTON, VA 20191	N/A PC	CASTLEWOOD HIGH SCHOOL	3,000
GAME OF VILLAGE INC PO BOX 323 KEENE, NH 03431	N/A PC	GENERAL & UNRESTRICTED	1,000
GEORGETOWN COLLEGE 400 E COLLEGE ST GEORGETOWN, KY 40324	N/A PC	EDITH MONSON FOREIGN STUDY SCHOLARSHIP FUND	1,000
GOOD SAMARITAN FOUNDATION PO BOX 5299 TACOMA, WA 98415	N/A PC	COMFORT THERAPIES PROGRAM	3,000
HABITAT FOR HUMANITY INTERNATIONAL INC 121 HABITAT ST AMERICUS, GA 31709	N/A PC	EL SALVADOR, GETHSEMANI PROJECT	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HEALTHY ENVIRONMENT ALLIANCE OF UTAH 824 S 400 W STE B-111 SALT LAKE CITY, UT 84101	N/A PC		GENERAL & UNRESTRICTED	4,250
HISTORIC HARRISVILLE INC PO BOX 79 HARRISVILLE, NH 03450	N/A PC		GENERAL & UNRESTRICTED	6,000
HISTORIC HARRISVILLE INC PO BOX 79 HARRISVILLE, NH 03450	N/A PC		RICK MONAHAN MEMORIAL PROJECT	500
HOLDERNESS SCHOOL PO BOX 1879 PLYMOUTH, NH 03264	N/A PC		GENERAL & UNRESTRICTED	2,000
ICAHN SCHOOL OF MEDICINE AT MOUNT SINAI ONE GUSTAVE L LEVY PL, BOX 1049 NEW YORK, NY 10029	N/A PC		HARLEM HEALTHY HEARTS PROGRAM	2,000
INSTITUTE OF INTERNATIONAL EDUCATION INC 809 UNITED NATIONS PLZ 6TH FL NEW YORK, NY 10017	N/A PC		STUDENT RESCUE FUND	14,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INSTITUTE OF INTERNATIONAL EDUCATION INC 809 UNITED NATIONS PLZ 6TH FL NEW YORK, NY 10017	N/A PC	STUDENT RESCUE FUND	10,000
INTERNATIONAL ANTI-POACHING FOUNDATION INC 3718 WESTERMAN ST HOUSTON, TX 77005	N/A PC	GENERAL & UNRESTRICTED	1,000
INTERNATIONAL CENTER OF PHOTOGRAPHY 1114 AVE OF THE AMERICAS NEW YORK, NY 10036	N/A PC	GENERAL & UNRESTRICTED	16,500
INTERNATIONAL CENTER OF PHOTOGRAPHY 1114 AVE OF THE AMERICAS NEW YORK, NY 10036	N/A PC	COMMUNITY PROGRAMS	10,000
JOURNEYS IN EDUCATION INC 26 MAIN ST PETERSBOROUGH, NH 03458	N/A PC	GENERAL & UNRESTRICTED	6,000
LEADERSHIP HART COUNTY PO BOX 688 MUNFORDVILLE, KY 42765	N/A PC	GENERAL & UNRESTRICTED	1,000

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LISTENERS COMMUNITY RADIO OF UTAH INC KRCL-FM 1971 W N TEMPLE SALT LAKE CITY, UT 84116	N/A PC	GENERAL & UNRESTRICTED	2,500
LOVE YOUR BRAIN FOUNDATION INC PO BOX 4409 WHITE RIV JCT, VT 05001	N/A PC	YOGA PROGRAM	1,000
MANESTAGE THEATRE 13701 24TH ST E UNIT D4 SUMNER, WA 98390	N/A PC	GENERAL & UNRESTRICTED	3,000
MINKWON CENTER FOR COMMUNITY ACTION INC 136-19 41ST AVE 3FL FLUSHING, NY 11355	N/A PC	GENERAL & UNRESTRICTED	7,000
MISS PORTERS SCHOOL INC 60 MAIN ST FARMINGTON, CT 06032	N/A PC	GENERAL & UNRESTRICTED	500
MISS PORTERS SCHOOL INC 60 MAIN ST FARMINGTON, CT 06032	N/A PC	CLASS OF 1971 FUND	1,000

ATTACHMENT 12

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MONADNOCK MUSIC 2A CONCORD ST PETERBOROUGH, NH 03458	N/A PC		GENERAL & UNRESTRICTED	7,500
MPT FOUNDATION INC 11767 OWINGS MILLS BLVD OWINGS MILLS, MD 21117	N/A PC		GENERAL & UNRESTRICTED	2,000
MUSTANG HERITAGE FOUNDATION PO BOX 979 GEORGETOWN, TX 78627	N/A PC		GENERAL & UNRESTRICTED	1,000
NATURAL RESOURCES DEFENSE COUNCIL INC 40 W 20TH ST NEW YORK, NY 10011	N/A PC		GENERAL & UNRESTRICTED	4,000
NELSON CONGREGATIONAL CHURCH 830 NELSON RD NELSON, NH 03457	N/A PC		GENERAL & UNRESTRICTED	2,000.
NEW 42ND STREET INC 229 W 42ND ST 10TH FL NEW YORK, NY 10036	N/A PC		GENERAL & UNRESTRICTED	2,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEW YORK CITY BALLET INC 20 LINCOLN CENTER PLZ NEW YORK, NY 10023	N/A PC		EDUCATION AND COMMUNITY PROGRAM	3,000.
NEW YORK CITY CENTER INC 130 W 56TH ST NO 9TH FL NEW YORK, NY 10019	N/A PC		GENERAL & UNRESTRICTED	2,000
NEW YORK HARBOR FOUNDATION INC 10 S ST BLDG SLIP 7 NEW YORK, NY 10004	N/A PC		GENERAL & UNRESTRICTED	500
NEW YORK PUBLIC RADIO 160 VARICK ST NEW YORK, NY 10013	N/A PC		WNCN - THE GREENE SPACE AND WQXR FUND	1,000
NORTHERN MANHATTAN COALITION FOR IMMIGRANTS RIGHTS 5030 BROADWAY NEW YORK, NY 10034	N/A PC		GENERAL & UNRESTRICTED	7,000
OLYMPUS AQUATICS 1917 E 3780 S SALT LAKE CITY, UT 84106	N/A PC		SCHOLARSHIP FUND AND COMMUNITY OUTREACH FOR ALL AQUATICS PROGRAMS	3,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ONTEORA HISTORIC PRESERVATION TRUST INC PO BOX 592 TANNERSVILLE, NY 12485	N/A PC		GENERAL & UNRESTRICTED	2,500
PACIFIC ISLANDERS IN COMMUNICATIONS 615 PIK01 ST STE 1504 HONOLULU, HI 96814	N/A PC		OUTREACH TO GUAM, SAIPAN, TINIAN AND ROTA PROGRAM	2,500
PEARL S BUCK INTERNATIONAL INC 520 DUBLIN RD PERKASIE, PA 18944	N/A PC		PHILIPPINES TUTORIAL PROGRAM	3,000
PETERBOROUGH PLAYERS INC PO BOX 118 PETERBOROUGH, NH 03458	N/A PC		GENERAL & UNRESTRICTED	3,000
PLANTING JUSTICE 3443 SAN PABLO AVE OAKLAND, CA 94608	N/A PC		GENERAL & UNRESTRICTED	3,000
PRESIDENT AND FELLOWS OF HARVARD COLLEGE - CORPORA 124 MT AUBURN ST CAMBRIDGE, MA 02138	N/A PC		UNDERGRADUATE SCHOLARSHIP FUND	1,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (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>
PRESIDENT AND TRUSTEES OF BATES COLLEGE 2 ANDREWS RD LEWISTON, ME 04240	N/A PC		GENERAL & UNRESTRICTED	1,800
PROJECT MOST INC PO BOX 1486 EAST HAMPTON, NY 11937	N/A PC		GENERAL & UNRESTRICTED	1,500
RECTOR WARDENS VESTRY MEN OF ST BARTHOLOMEWS CHURC 325 PARK AVE NEW YORK, NY 10022	N/A PC		GENERAL & UNRESTRICTED	10,000
RIGHT TO THE CITY ALLIANCE INC 388 ATLANTIC AVE 2ND FL BROOKLYN, NY 11217	N/A PC		NOBODY LEAVES MID-HUDSON	4,000
RIGHT TO THE CITY ALLIANCE INC 388 ATLANTIC AVE 2ND FL BROOKLYN, NY 11217	N/A PC		NOBODY LEAVES MID-HUDSON	4,000
RIGHT TO THE CITY ALLIANCE INC 388 ATLANTIC AVE 2ND FL BROOKLYN, NY 11217	N/A PC		NOBODY LEAVES MID-HUDSON	7,000

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
ROCKAWAY WATERFRONT ALLIANCE 720 GREENWICH ST APT 3F NEW YORK, NY 10014	N/A PC		ARTS IN PARTS PROGRAM	2,000
ROOTS OF RENEWAL NOLA PO BOX 791788 NEW ORLEANS, LA 70179	N/A PC		GENERAL & UNRESTRICTED	1,000
SAINT JAMES SCHOOL 3217 W CLEARFIELD ST PHILADELPHIA, PA 19132	N/A PC		HEALTH AND NUTRITION OR SCHOLARSHIP FUND	3,000
SALT LAKE ACTING COMPANY 168 W 500 N SALT LAKE CTY, UT 84103	N/A PC		GENERAL & UNRESTRICTED	5,000
SALT LAKE FILM SOCIETY 111 E BROADWAY STE 99 SALT LAKE CTY, UT 84111	N/A PC		GENERAL & UNRESTRICTED	1,000
SEATTLE CHILDRENS HOSPITAL FOUNDATION MAIL STOP S-200 P O BOX 5371 SEATTLE, WA 98145	N/A PC		BEN TOWNE CENTER FOR CHILDHOOD CANCER RESEARCH	500

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SHIPLEY SCHOOL 814 YARROW ST BRYN MAWR, PA 19010	N/A PC	THEATER PROGRAM	500
SOCIETY FOR FRENCH HISTORICAL STUDIES 345 BOYER AVE WALLA WALLA, WA 99362	N/A PC	FARRAR MEMORIAL SCHOLARSHIP FUND	15,000
TACOMA AREA LITERACY COUNCIL PO BOX 7210 TACOMA, WA 98417	N/A PC	GENERAL & UNRESTRICTED	3,000
TANZANIAN CHILDRENS FUND INC 9 WATERHOUSE ST CAMBRIDGE, MA 02138	N/A PC	RURAL COMMUNITY HEALTH CLINIC	3,000
THE NEW YORK PUBLIC LIBRARY ASTOR LENOX AND TILDEN 445 5TH AVE NEW YORK, NY 10016	N/A PC	PAGE PROGRAM	5,000
THE ROAD HOME 210 S RIO GRANDE ST SALT LAKE CTY, UT 84101	N/A PC	GENERAL & UNRESTRICTED	7,000

ATTACHMENT 12

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THEATER PROJECT A NJ NONPROFIT CORPORATION 676 LEXINGTON RD UNION, NJ 07083	N/A PC		GENERAL & UNRESTRICTED	4,000
THREAD INC PO BOX 1584 BALTIMORE, MD 21203	N/A PC		GENERAL & UNRESTRICTED	1,000
TREE OF LIFE FOUNDATION PO BOX 778 PATAGONIA, AZ 85624	N/A PC		BENJAMIN HILL CONSTRUCTION PROJECT	3,000
TREE OF LIFE FOUNDATION PO BOX 778 PATAGONIA, AZ 85624	N/A PC		FOR AID IN THE MUNICIPALITY OF BENJAMIN HILL (MEXICO) PROJECT	3,000
TRINITY COLLEGE 300 SUMMIT ST HARTFORD, CT 06106	N/A PC		CLASS OF 1964 FUND	500
TRINITY EPISCOPAL SCHOOLS CORPORATION 139 W 91ST ST NEW YORK, NY 10024	N/A PC		GENERAL & UNRESTRICTED	1,000.

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRUSTEES OF DARTMOUTH COLLEGE 7 LEBANON ST STE 302 HANOVER, NH 03755	N/A PC	TUCK SCHOOL CLASS OF 1967 FUND	500
TRUSTEES OF PRINCETON UNIVERSITY PRINCETON UNIVERSITY PO BOX 291 PRINCETON, NJ 08544	N/A PC	MAINTENANCE AND PRESERVATION OF CHAPEL ORGAN	5,000
UNION OF CONCERNED SCIENTISTS INC 2 BRATTLE SQ, STE 6 CAMBRIDGE, MA 02138	N/A PC	GENERAL & UNRESTRICTED	4,000
UNION SETTLEMENT ASSOC 237 E 104TH ST NEW YORK, NY 10029	N/A PC	MENTAL HEALTH PROGRAM	10,000
UNION SETTLEMENT ASSOC 237 E 104TH ST NEW YORK, NY 10029	N/A PC	THERAPEUTIC AND RECREATION SUMMER CAMP	12,000
UNIVERSITY OF UTAH 201 PRESIDENTS CIR RM 203 SALT LAKE CTY, UT 84112	N/A PC	KUED DIVISION	5,500

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FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
UNIVERSITY OF UTAH 201 PRESIDENTS CIR RM 203 SALT LAKE CTY, UT 84112	N/A	PC	PIONEER THEATER PROGRAM	4,000
UNIVERSITY OF UTAH, KUER RADIO DIVISION 101 S WASATCH DR SALT LAKE CITY, UT 84112	N/A	PC	GENERAL & UNRESTRICTED	5,500
UNIVERSITY OF WASHINGTON FOUNDATION 1900 COMMERCE ST TACOMA, WA 98402	N/A	PC	CENTER FOR SPORTS CARDIOLOGY	5,000
VERMONT JAZZ CENTER INC 72 COTTONMILL HILL STE 222 BRATTLEBORO, VT 05301	N/A	PC	GENERAL & UNRESTRICTED	2,500
VILLAGE CENTER FOR CARE 120 BROADWAY STE 2840 NEW YORK, NY 10271	N/A	PC	GENERAL & UNRESTRICTED	3,000
WASATCH HOMELESS HEALTH CARE INC 409 W 400 S SALT LAKE CTY, UT 84101	N/A	PC	GENERAL & UNRESTRICTED	7,000

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RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
WGBH EDUCATIONAL FOUNDATION ONE GUEST ST BOSTON, MA 02135	N/A	PC	GENERAL & UNRESTRICTED	2,000
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX, NY 10460	N/A	PC	GENERAL & UNRESTRICTED	2,500
WMHT EDUCATIONAL TELECOMMUNICATIONS INC 4 GLOBAL VIEW TROY, NY 12180	N/A	PC	GENERAL & UNRESTRICTED	1,000
WNET 825 8TH AVE NEW YORK, NY 10019	N/A	PC	GENERAL & UNRESTRICTED	2,500
WOMENS CITY CLUB OF NEW YORK INC 110 W 40TH ST STE1002 NEW YORK, NY 10018	N/A	PC	CITYWIDE SOCIAL SERVICES RESOURCE GUIDE	15,000
WOMENS OPPORTUNITIES RESOURCE CENTER 2010 CHESTNUT ST PHILADELPHIA, PA 19103	N/A	PC	GENERAL & UNRESTRICTED	5,000

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ATTACHMENT 12 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

RECIPIENT NAME AND ADDRESS

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

YOUR PUBLIC RADIO CORPORATION
2216 N CHARLES ST
BALTIMORE, MD 21218

N/A
PC

GENERAL & UNRESTRICTED

1,000

YWCA PIERCE COUNTY
405 BROADWAY
TACOMA, WA 98402

N/A
PC

DOMESTIC VIOLENCE LEGAL SUPPORT PROGRAM

3,000

TOTAL CONTRIBUTIONS PAID

542,300