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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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation
THE DAVENPORT FAMILY FOUNDATION

A Employer identification number
23-7871419

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 2288

Room/suite

B Telephone number (see instructions)
(610) 260-1555

City or town, state or province, country, and ZIP or foreign postal code
SOUTHEASTERN, PA 19399

C If exemption application is pending, check here ▶ ☐

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

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

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

H Check type of organization ☑ 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)* ▶$ 50,873,339

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,545,275	1,545,275		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,196,695			
	b	Gross sales price for all assets on line 6a 9,166,412				
	7	Capital gain net income (from Part IV, line 2)		1,196,695		
	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)				
	12	**Total.** Add lines 1 through 11	2,741,970	2,741,970		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	157,500	15,750		141,750
	14	Other employee salaries and wages	19,170	1,917		17,253
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	13,540	1,354		12,186
	c	Other professional fees (attach schedule)	206,162	206,162		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	67,922	1,922		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	3,359	0		3,359
	24	**Total operating and administrative expenses.** Add lines 13 through 23	467,653	227,105		174,548
	25	Contributions, gifts, grants paid	2,533,968			2,533,968
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,001,621	227,105		2,708,516
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-259,651			
	b	**Net investment income** (if negative, enter -0-)		2,514,865		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	19,722		
	2 Savings and temporary cash investments	248,851	695,292	695,292
	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)	6,810,314	5,889,028	5,889,028
	b Investments—corporate stock (attach schedule)	36,047,029	38,467,998	38,467,998
	c Investments—corporate bonds (attach schedule)	6,119,437	5,821,021	5,821,021
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	49,245,353	50,873,339	50,873,339
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	49,245,353	50,873,339	
	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			
	30 **Total net assets or fund balances** (see instructions)	49,245,353	50,873,339	
	31 **Total liabilities and net assets/fund balances** (see instructions)	49,245,353	50,873,339	

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	49,245,353
2	Enter amount from Part I, line 27a	2	-259,651
3	Other increases not included in line 2 (itemize) ▶	3	1,887,637
4	Add lines 1, 2, and 3	4	50,873,339
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	50,873,339

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	SALES OF MARKETABLE SECURITIES	P		
b	SALES OF MARKETABLE SECURITIES	P		
c	PFIZER INC CUSIP 717081103 - 24370SH	D	1998-12-08	2016-05-23
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	618,970		621,246	-2,276
b	7,725,058		6,407,180	1,317,878
c	822,384		941,291	-118,907
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-2,276
b				1,317,878
c				-118,907
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,196,695
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	2,329,887	50,819,512	0 045846
2014	2,587,409	50,351,246	0 051387
2013	2,191,618	47,779,364	0 045870
2012	1,936,046	44,397,475	0 043607
2011	1,915,869	42,112,248	0 045494

2	**Total** of line 1, column (d)	2	0 232204
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 046441
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	49,505,748
5	Multiply line 4 by line 3	5	2,299,096
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	25,149
7	Add lines 5 and 6	7	2,324,245
8	Enter qualifying distributions from Part XII, line 4	8	2,708,516

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary–see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	25,149
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2.			3	25,149
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	25,149
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	68,471		
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	68,471
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	43,322
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 43,322 **Refunded** ▶			11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?.	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶BALDWIN FAMILY OFFICE - E MECK Telephone no ▶(610) 260-0689

Located at ▶100 FOUR FALLS CORP CTR S202 WEST CONSHOHOCKEN PA ZIP+4 ▶19428

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 |

			Yes	No
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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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)?		1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?.		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 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 ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	☐ 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		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 2016?		4b		No

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**		No
	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	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation (**If not paid, enter -0-**)	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part 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. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	49,527,128
b	Average of monthly cash balances		1b	732,515
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	50,259,643
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	50,259,643
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	753,895
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	49,505,748
6	**Minimum investment return.** Enter 5% of line 5		6	2,475,287

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6		1	2,475,287
2a	Tax on investment income for 2016 from Part VI, line 5	2a 25,149		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	25,149
3	Distributable amount before adjustments Subtract line 2c from line 1		3	2,450,138
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	2,450,138
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	2,450,138

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	2,708,516
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,708,516
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	25,149
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,683,367

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				2,450,138
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			2,390,660	
b Total for prior years 20___ , 20___ , 20___		0		
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.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 2,708,516				
a Applied to 2015, but not more than line 2a			2,390,660	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				317,856
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016	0			0
(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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				2,132,282
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .	0			
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)

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 organization 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 organization 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))

PETER D DAVENPORT

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email 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* See Additional Data Table				
Total . . . . ▶ **3a**				2,533,968
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	1,545,275	
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			18	1,196,695	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		2,741,970	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 2,741,970

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		No
(2) Other assets.	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
(4) Reimbursement arrangements.	**1b(4)**		No
(5) Loans or loan guarantees.	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2017-05-10	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
ERIC T MECK		2017-05-10		P01021036
Firm's name ▶ BALDWIN FAMILY OFFICE LLC				Firm's EIN ▶23-3010166
Firm's address ▶ 100 FOUR FALLS CORP CTR STE 202 WEST CONSHOHOCKEN, PA 19428				Phone no (610) 260-1555

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
PETER D DAVENPORT 100 FOUR FALLS CORP CTR STE 202 WEST CONSHOHOCKEN, PA 19428	EXECUTIVE TRUSTEE 7 00	37,500	19,170	0
SCOTT D DAVENPORT 100 FOUR FALLS CORP CTR STE 202 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 7 00	40,000	0	0
CYNTHIA L BORGER 100 FOUR FALLS CORP CTR STE 202 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 7 00	40,000	0	0
ELIZABETH S WOOLEVER 100 FOUR FALLS CORP CTR STE 202 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 7 00	7,500	0	0
SANDRA SIMPSON 100 FOUR FALLS CORP CTR STE 202 WEST CONSHOHOCKEN, PA 19428	TRUSTEE 7 00	32,500	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BRANDYWINE CONSERVANCY PO BOX 141 CHADDS FORD, PA 19317	NONE	PUBLIC CHARITY	PUBLICATIONS	210,000
CHESTER COUNTY FOOD BANK 1208 HORSESHOE ROAD DOWNINGTOWN, PA 19335	NONE	PUBLIC CHARITY	SUPPORT EXISTING PROGRAMS	50,000
COLD SPRING HARBOR LABORATORY PO BOX 100 ONE BUNGTOWN ROAD COLD SPRING HARBOR, NY 11724	NONE	PUBLIC CHARITY	GENETIC SCREENING FACILITY	500,000
COMMUNITY COALITION 174 BRIDGE STREET PHOENIXVILLE, PA 19460	NONE	PUBLIC CHARITY	IPADS, IMPROVED WEBSITE, FOOD & GAS CARDS, FURNITURE	29,500
DELAWARE MUSEUM OF NATURAL HISTORY 4840 KENNETT PIKE WILMINGTON, DE 19807	NONE	PUBLIC CHARITY	PUBLICATIONS	15,600
FIGHTING BACK SCHOLARSHIP PROGRAM PO BOX 141 MALVERN, PA 19355	NONE	PUBLIC CHARITY	SCHOLARSHIPS/EQUIPMENT	11,000
FIRST BOOK - PHILADELPHIA RODIN PLACE SUITE 201 2000 HAMILTON STREET PHILADELPHIA, PA 19116	NONE	PUBLIC CHARITY	SUPPLIES	11,000
GUMBO LIMBO NATURE CENTER 1801 N OCEAN BLVD BOCA RATON, FL 33432	NONE	PUBLIC CHARITY	SUPPORT EXISTING PROGRAMS	50,000
HANDI-CRAFTERS INC 215 BARLEY SHEAF ROAD PO BOX 72646 THORNDALE, PA 19372	NONE	PUBLIC CHARITY	PURCHASE OF BOX TRUCK	40,000
KALMAR NYCKEL FOUNDATION 1124 EAST SEVENTH ST WILMINGTON, DE 19801	NONE	PUBLIC CHARITY	STEM EDUCATION PROGRAM	50,000
KENDALL'S CRUSADE INC 531 WINSTON WAY BERWYN, PA 19312	NONE	PUBLIC CHARITY	MEDICAL RESEARCH	10,000
KENNETT SYMPHONY PO BOX 72 106 W STATE STREET KENNETT SQUARE, PA 19348	NONE	PUBLIC CHARITY	ANNUAL FUND	20,000
KIND TO KIDS FOUNDATION 100 W 10TH STREET 606 WILMINGTON, DE 19801	NONE	PUBLIC CHARITY	LIFESKILLS PROGRAMS	25,000
LANCASTER GENERAL HEALTH FOUNDATION 609 N CHERRY STREET PO BOX 3555 LANCASTER, PA 17604	NONE	PUBLIC CHARITY	ENDOWED SCHOLARSHIP	50,000
MALVERN PREPARATORY SCHOOL WARREN AVE MALVERN, PA 19355	NONE	PUBLIC CHARITY	ADDITION TO SCHOLARSHIP FUND	100,000
Total . . . . ▶ **3a**				2,533,968

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MELMARK INC 2600 WAYLAND ROAD BERWYN, PA 19312	NONE	PUBLIC CHARITY	PHYSICAL THERAPY EQUIPMENT AND LIGHTING	77,000
MERCERSBERG ACADEMY 300 EAST SEMINARY ST MERCERSBURG, PA 17236	NONE	PUBLIC CHARITY	SUPPORT EXISTING PROGRAMS	100,000
MIDSHORE RIVERKEEPER CONSERVANCY INC 24 NORT HARRISON STREET EASTON, MD 21601	NONE	PUBLIC CHARITY	AFTER SCHOOL PROGRAMS NURTURE BY NATURE	36,218
NEXT STEP 99 BISHOP ALLEN DRIVE CAMBRIDGE, MA 02139	NONE	PUBLIC CHARITY	REDESIGN SPACE AND PURCHASE OF RECORDING STUDIO EQUIPMENT	21,000
OPERATION WARM 6 DICKINSON DR 314 CHADDS FORD, PA 19317	NONE	PUBLIC CHARITY	ANNUAL FUND	50,000
PETER'S PLACE 336 KING OF PRUSSIA ROAD WAYNE, PA 19087	NONE	PUBLIC CHARITY	CONSTRUCTION COSTS-GENERAL REQUIREMENTS AND DEMOLITION	50,000
PHILADELPHIA MUSEUM OF ART 2600 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19130	NONE	PUBLIC CHARITY	BOOK PUBLISHING AND ANNUAL GIVING	100,000
SANFORD SCHOOL 6900 LANCASTER PIKE HOCKESSIN, DE 19707	NONE	PUBLIC CHARITY	INITIAL FUNDING OF ENDOWED SCHOLARSHIP	600,000
THOMAS JEFFERSON UNIVERSITY 130 S 9TH STREET PHILADELPHIA, PA 19107	NONE	PUBLIC CHARITY	NEW ANALYSIS EQUIPMENT AND IPADS	50,000
THORNCROFT EQUESTRIAN CENTER 190 LINE ROAD MALVERN, PA 19355	NONE	PUBLIC CHARITY	DRIVEWAY REPAIRS	12,650
TUFTS UNIVERSITY BALLOU HALL MEDFORD, MA 02155	NONE	PUBLIC CHARITY	CLASS OF 1959 SCHOLARSHIP FUND	100,000
UPLAND COUNTRY DAY SCHOOL 420 W STREET ROAD KENNETT SQUARE, PA 19348	NONE	PUBLIC CHARITY	LAB CASEWORK, WOODSHIP EQUIPMENT AND LASER CUTTER	50,000
VALLEY YOUTH HOUSE COMMITTEE 827-829 LINDEN STREET ALLENTOWN, PA 18101	NONE	PUBLIC CHARITY	SUPPORT EXISTING PROGRAMS	25,000
WASHINGTON COLLEGE 300 WASHINGTON AVE CHESTERTOWN, MD 21620	NONE	PUBLIC CHARITY	OUTFIT/SUPPORT ENVIRONMENTAL SCIENCE LAB	50,000
THE WETLANDS INSTITUTE 107 STONE HARBOR BLVD STONE HARBOR, NJ 08247	NONE	PUBLIC CHARITY	COASTAL SUSTAINABILITY AND RESEARCH CONSERVATION PROGRAM	40,000
Total . . . . ▶ **3a**				2,533,968

TY 2016 Accounting Fees Schedule

Name: THE DAVENPORT FAMILY FOUNDATION

EIN: 23-7871419

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BALDWIN FAMILY OFFICE FEES	13,540	1,354		12,186

TY 2016 Investments Corporate Bonds Schedule

Name: THE DAVENPORT FAMILY FOUNDATION

EIN: 23-7871419

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AFLAC INCORPORATED DTD 3/12/15 2.4% 3/16/20	250,878	250,878
AMERICAN EXPRESS CREDIT CORP DTD 7/29/2013 1.3% 7/29/2016 0 PV	0	0
APPLE INC NT DTD 5/3/2013 2.4% 600000 PV	584,232	584,232
BOEING COMPANY DTD 3/13/2009 6% 3/15/2019 173000PV	188,919	188,919
CATERPILLAR FIN SERVICE CORP DTD 9/26/2008 7.05% 10/1/2018 500000 PV	544,965	544,965
CISCO SYS INC SR NT DTD 3/16/2011 3.15% 3/14/2017 180000 PV	180,796	180,796
CISCO SYS INC SR GLBL NT DTD 09/13/2016 2.2% 9/20/23 210000 PV	202,010	202,010
COCA COLA CO DTD 08/10/2011 3.3% 9/1/2021 340000PV	354,790	354,790
GENERAL ELEC CAP CORP DTD 2/11/2011 5.3% 2/11/2021 250000 PV	277,625	277,625
GENERAL ELEC CAP CORP DTD 3/20/2002 6.75% 3/15/2032 100000 PV (PURCHASE 2016	133,113	133,113
HONEYWELL INTERNATIONAL DTD 2/20/2009 5% 2/15/2019 0 PV	0	0
INTEL CORP DTD 7/29/15 3.1% 7/29/2022 - 300000PV	308,499	308,499
JOHN DEERE CAP DTD 7/12/2011 3.9% 7/12/2021 300000 PV	317,055	317,055
JPMORGAN CHASE DTD 05/10/2011 4.625% 5/10/2021 - 400000PV	430,692	430,692
MICROSOFT CORP DTD 11/03/2015 2.65% 11/3/2022	502,910	502,910
PEPSICO INC DTD 10/24/2008 7.9% 11/1/2018 0 PV	0	0
TOYOTA MOTOR CREDIT CORP DTD 4/8/2016 1.2% 4/6/2018 400000 PV	398,224	398,224
TOYOTA MOTOR CREDIT CORP DTD 9/15/2011 2% 9/15/2016 0 PV	0	0
WACHOVIA BANK NA DTD 3/9/2006 5.6% 3/15/2016 0 PV	0	0
WAL-MART STORES DTD 2/15/2000 7.55% 2/15/2030 325000 PV	469,313	469,313

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WAL-MART STORES INC DTD 8/24/2007 5.8% 2/15/2018 215000 PV	225,486	225,486
WELLS FARGO & CO DTD 03/04/16 2.5% 3/4/2021 200000 PV	198,518	198,518
WELLS FARGO & CO DTD 07/25/16 2.1% 7/26/2021 260000 PV	252,996	252,996

TY 2016 Investments Corporate Stock Schedule

Name: THE DAVENPORT FAMILY FOUNDATION

EIN: 23-7871419

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO 6370 SHARES	1,137,491	1,137,491
ABBOTT LABORATORIES 5000 SHARES	192,050	192,050
ABBVIE 5000 SHARES	313,100	313,100
ALPHABET INC CAP STK CL A 475 SHARES	376,414	376,414
ALTRIA GROUP INC 17000 SHARES	1,149,540	1,149,540
AMERICAN EXPRESS CO. 7000 SHARES	518,560	518,560
APACHE CORP 0 SHARES	0	0
APPLE INC. 14000 SHARES	1,621,480	1,621,480
AT&T INC 10000 SHARES	425,300	425,300
AUTOMATIC DATA PROCESSING INC. 8550 SHARES	878,769	878,769
BLACKROCK INC 527 SHARES	200,545	200,545
BOEING CO. 5180 SHARES	806,422	806,422
CATERPILLAR INC. 1500 SHARES	139,110	139,110
CDK GLOBAL INC 0 SH	0	0
CHEVRON CORP 7000 SHARES	823,900	823,900
CISCO SYSTEMS 15500 SHARES	468,410	468,410
COLGATE PALMOLIVE CO. 3400 SHARES	222,496	222,496
CONOCOPHILLIPS 0 SHARES	0	0
CORNING INC. 0 SHARES	0	0
DANAHER CORP 10000 SHARES	778,400	778,400
DOMINION RESOURCES INC VIRGINIA 3100 SHARES	237,429	237,429
EASTMAN CHEMICAL CO. 12000 SHARES	902,520	902,520
ELI LILLY & CO 6500 SHARES	478,075	478,075
EMERSON ELECTRIC CO. 0 SHARES	0	0
EXELON CORPORATION 3000 SHARES	106,470	106,470
EXXON MOBIL CORPORATION 6890 SHARES	621,891	621,891
FORTIVE CORP 4999 SHARES (PURCHASED 2016)	268,096	268,096
FRANKLIN RESOURCES INC. 0 SHARES	0	0
GENERAL ELECTRIC CO. 8400 SHARES	265,440	265,440
HOME DEPOT INC. - 2948 SH	395,268	395,268

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HALLIBURTON CO - 4900 SH	265,041	265,041
HONEYWELL INTERNATIONAL INC 0 SHARES	0	0
ILLINOIS TOOL WORKS 3000 SHARES	367,380	367,380
INTEL CORP. 11900 SHARES	431,613	431,613
INTL BUSINESS MACHINES CORP. 4400 SHARES	730,356	730,356
JOHNSON & JOHNSON 6800 SHARES	783,428	783,428
JPMORGAN CHASE & CO 8500 SHARES	733,465	733,465
KELLOGG CO. 8000 SHARES	589,680	589,680
LABORATORY CORP OF AMERICA INC 4200 SHARES	539,196	539,196
LOCKHEED MARTIN CORP. 3500 SHARES	874,790	874,790
MCDONALDS CORP. 2500 SHARES	304,300	304,300
MEDTRONIC INC. 6000 SHARES	427,380	427,380
MERCK & CO INC 4500 SHARES	264,915	264,915
MICROSOFT CORP. 17000 SHARES	1,055,762	1,055,762
NEXTERA ENERGY INC 7500 SHARES	895,950	895,950
NORTHERN TRUST CORP 2500 SHARES	222,625	222,625
NOVARTIS AG ADR 5500 SHARES	400,620	400,620
OCCIDENTAL PETROLEUM CORP. 6390 SHARES	455,160	455,160
OMNICOM GROUP 8467 SHARES	720,626	720,626
ORACLE CORP 15000 SHARES	576,750	576,750
PEPSICO INC. 8500 SHARES	889,355	889,355
PFIZER INC. 247000 SHARES	8,022,560	8,022,560
PG&E CORP 9000 SHARES	546,930	546,930
PHILLIPS 66 0 SHARES	0	0
PROCTER & GAMBLE CO. 9400 SHARES	790,352	790,352
QUALCOMM CORP. 6500 SHARES	423,800	423,800
RAYTHEON COMPANY 4525 SH	642,550	642,550
SCHLUMBERGER LTD. 8000 SHARES	671,600	671,600
TARGET CORP 0 SHARES	0	0
UNITED TECHNOLOGIES CORP. 9000 SHARES	986,580	986,580

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIAN MEDICAL SYSTEMS INC 0 SHARES	0	0
WALT DISNEY CO. 5000 SHARES	521,100	521,100
WATERS CORP 3000 SHARES	403,170	403,170
YUM BRANDS INC 6750 SHARES	427,478	427,478
YUM CHINA HOLDINGS INC 6750 SHARES	176,310	176,310

TY 2016 Investments Government Obligations Schedule

Name:	THE DAVENPORT FAMILY FOUNDATION
EIN:	23-7871419
US Government Securities - End of Year Book Value:	5,889,028
US Government Securities - End of Year Fair Market Value:	5,889,028
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2016 Other Expenses Schedule

Name: THE DAVENPORT FAMILY FOUNDATION

EIN: 23-7871419

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	2,299	0		2,299
BANK FEES	240	0		240
POSTAGE	820	0		820

TY 2016 Other Increases Schedule

Name: THE DAVENPORT FAMILY FOUNDATION

EIN: 23-7871419

Description	Amount
NET CHANGE IN UNREALIZED APPRECIATION FOR TAX YEAR	1,884,384
NON-DIVIDEND DISTRIBUTIONS	3,253

TY 2016 Other Professional Fees Schedule

Name: THE DAVENPORT FAMILY FOUNDATION

EIN: 23-7871419

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	206,162	206,162		0

TY 2016 Taxes Schedule

Name: THE DAVENPORT FAMILY FOUNDATION

EIN: 23-7871419

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	66,000	0		0
FOREIGN TAXES	1,922	1,922		0