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Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Trust Treated as Private Foundation
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Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation JADE TREE FOUNDATION C/O WILMINGTON TRUST COMPANY		A Employer identification number 51-0355035
Number and street (or P.O. box number if mail is not delivered to street address) 1100 NORTH MARKET STREET DE3-C070	Room/suite	B Telephone number (302) 651-8922
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19890		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,199,004. (Part I, column (d) must be on cash basis.)	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	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))		(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	1,025.		N/A	
	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	105,699.	105,699.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<29,262.>			
	b Gross sales price for all assets on line 6a	313,154.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	77,462	105,699.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 2 1,275.	275.		0.
	c Other professional fees	STMT 3 4,016.	4,016.		0.
	17 Interest				
	18 Taxes	STMT 4 420.	25.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	5,711.	4,316.		0.
	25 Contributions, gifts, grants paid	191,000.			191,000.
26 Total expenses and disbursements. Add lines 24 and 25	196,711.	4,316.		191,000.	
27 Subtract line 26 from line 12	<119,249.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		101,383.			
c Adjusted net income (if negative, enter -0-)			N/A		

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JADE TREE FOUNDATION
C/O WILMINGTON TRUST COMPANY

51-0355035

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	2,888.	2,680.	2,680.
	2 Savings and temporary cash investments	46,457.	116,366.	116,366.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 5	2,389,193.	2,200,232.	4,079,958.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,438,538.	2,319,278.	4,199,004.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	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	2,438,538.	2,319,278.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	2,438,538.	2,319,278.		
31 Total liabilities and net assets/fund balances	2,438,538.	2,319,278.		

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	2,438,538.
2 Enter amount from Part I, line 27a	2	<119,249.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,319,289.
5 Decreases not included in line 2 (itemize) ▶ ROUNDING	5	11.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,319,278.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a			
b SEE ATTACHED STATEMENT			
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 313,154.		342,416.	<29,262.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV 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			<29,262.>

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	<29,262.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	184,884.	3,818,095.	.048423
2014	167,000.	3,787,941.	.044087
2013	153,000.	3,432,607.	.044573
2012	143,331.	3,013,728.	.047559
2011	131,012.	2,887,621.	.045370

2 Total of line 1, column (d)	2	.230012
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	.046002
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,937,020.
5 Multiply line 4 by line 3	5	181,111.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,014.
7 Add lines 5 and 6	7	182,125.
8 Enter qualifying distributions from Part XII, line 4	8	191,000.

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	1,014.
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	1,014.
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	1,014.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,279.
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	1,279.
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	265.
11	Enter the amount of line 10 to be credited to 2017 estimated tax ☒ 265. 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?		X
1b 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
1c 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 ☒ \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	X	
14 The books are in care of ► WILMINGTON TRUST CO Telephone no ► (302) 651-8922 Located at ► 1100 N MARKET STREET DE3-C080, WILMINGTON, DE ZIP+4 ► 19890		
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	N/A
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 ►	16	X

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

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

	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	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 ► b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►	2b	
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.) N/A	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

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALICE F. ROE C/O THE FOURTH FLOOR, 1205 N. ORANGE WILMINGTON, DE 19801	PRESIDENT AND	TREASURER		
WILLIAM G. ROE C/O THE FOURTH FLOOR, 1205 N. ORANGE WILMINGTON, DE 19801	0.50	0.	0.	0.
BARBARA A. MADLEY C/O THE FOURTH FLOOR, 1205 N. ORANGE WILMINGTON, DE 19801	SECRETARY			
HENRY G. ROE C/O THE FOURTH FLOOR, 1205 N. ORANGE WILMINGTON, DE 19801	0.00	0.	0.	0.
VICE PRESIDENT	0.00	0.	0.	0.
VICE PRESIDENT	0.00	0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]

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.

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

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

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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	3,816,739.
b	Average of monthly cash balances	1b	180,236.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,996,975.
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	3,996,975.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	59,955.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,937,020.
6	Minimum investment return. Enter 5% of line 5	6	196,851.

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	196,851.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,014.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,014.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	195,837.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	195,837.
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	195,837.

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	191,000.
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	191,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,014.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	189,986.

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				195,837.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			189,428.	
b Total for prior years		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 ▶ \$ 191,000.				
a Applied to 2015, but not more than line 2a			189,428.	
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				1,572.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
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 instr			0.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				194,265.
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	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)

N/A

1 a 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

☐ 4942(I)(3) or ☐ 4942(I)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

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

NONE

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				
SEE ATTACHED SCHEDULE	NONE	PUBLIC CHARITY	VARIOUS	191,000.
Total			3a	191,000.
b Approved for future payment				
NONE				
Total			3b	0.

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	105,699.	
		18	<29,262.>	
	0.		76,437.	0
			13	76,437

[illegible]

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	ML CAPITAL TR V	P	03/17/03	01/29/16
b	CDK GLOBAL	P	04/29/10	02/01/16
c	THE CHEMOURS COMPANY	P	01/01/06	02/01/16
d	EMERSON ELEC	P	01/28/08	02/01/16
e	ING GROUP NV	P	07/11/02	09/15/16
f	CAP GAIN DIVS	P	01/01/15	12/31/16
g		P		
h				
i				
j				
k				
l				
m				
n				
o				

(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 100,000.		130,930.	<30,930.>
b 29,429.		11,064.	18,365.
c 1,486.		757.	729.
d 131,433.		149,665.	<18,232.>
e 50,000.		50,000.	0.
f 806.			806.
g			0.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<30,930.>
b			18,365.
c			729.
d			<18,232.>
e			0.
f			806.
g			0.
h			
i			
j			
k			
l			
m			
n			
o			

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	<29,262.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE INTEREST	607.	0.	607.	607.	
DOMESTIC DIVIDENDS	102,260.	0.	102,260.	102,260.	
FOREIGN DIVIDENDS	2,644.	0.	2,644.	2,644.	
NONQUALIFIED DOMESTIC DIVS	124.	0.	124.	124.	
USGI	64.	0.	64.	64.	
TO PART I, LINE 4	105,699.	0.	105,699.	105,699.	

FORM 990-PF		ACCOUNTING FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
WILMINGTON TRUST - TAX RETURN PREPARATION FEE	275.	275.		0.	
TAX PREP FEE	1,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	1,275.	275.		0.	

FORM 990-PF		OTHER PROFESSIONAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
HARBOR ASSET MANAGEMENT - INVESTMENT MANAGEMENT	1,970.	1,970.		0.	
WILMINGTON TRUST - CUSTODIAL FEE, TRUST # 33096-0	1,839.	1,839.		0.	
NEW CHECKS	207.	207.		0.	
TO FORM 990-PF, PG 1, LN 16C	4,016.	4,016.		0.	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CURRENT YEAR QUARTERLY ESTIMATED TAX PAYMENT	395.	0.		0.	
ANNUAL FRANCHISE TAX	25.	25.		0.	
TO FORM 990-PF, PG 1, LN 18	420.	25.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	5
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
INVESTMENTS - CORPORATE STOCK	2,200,232.		4,079,958.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,200,232.		4,079,958.	

2016 Gift Summary.xls

date	amount	charity	address	purpose	note
6/15/16	15,000.00	Wellesley College	106 Central Street, Wellesley MA 02481-8203	educational	
6/15/16	15,000.00	Oberlin College	50 West Lorain St., Oberlin OH 44074	educational	
6/15/16	5,000.00	Coalition for Sonoran Desert Protection	300 E. University Blvd. #120, Tucson AZ 85705	educational	
6/15/16	20,000.00	Museum of Northern Arizona	3101 N. Fort Valley Road, Flagstaff AZ 86001	operational	
12/8/16	1,000.00	Alzheimer's Association Delaware Valley Chapter	399 Market St. Ste 102, Philadelphia PA 19106	operational	
12/8/16	1,000.00	Alzheimer's Association Desert Southwest Chapter	1159 N. Craycroft Road, Tucson AZ 85712	operational	
12/7/16	5,000.00	Arizona Heritage Alliance	P.O. Box 16282, Phoenix AZ 85011-6282	operational	
12/7/16	3,000.00	Arizona Land and Water Trust	3127 N. Cherry Ave., Tucson AZ 85719	operational	
12/7/16	6,000.00	Arizona Public Media	University of Arizona, P.O. Box 210067, Tucson AZ 85721	operational	
12/8/16	2,000.00	Arizona Sonora Desert Museum	2021 N. Kinney Road, Tucson AZ 85743-9719	operational	
12/7/16	2,500.00	Audubon Arizona	Nina Mason Puffiam Audubon Center, 3131 South Central Ave., Phoenix AZ 85040	operational	
12/7/16	20,000.00	Brentwood School	100 S. Barrington Place, Los Angeles CA 90049	educational	
12/8/16	3,000.00	Casa de los Ninos	1101 N. 4th Ave., Tucson AZ 85705	operational	
12/8/16	1,000.00	Christiana Care Health System (Evergreen)	13 Reads Way, Ste. 203, New Castle DE 19720-9812	operational	
12/7/16	5,000.00	Community Food Bank of Southern Arizona	PO Box 551, Tucson AZ 85702-0551	operational	
12/8/16	1,000.00	Emergel Center Against Domestic Abuse	2545 E. Adams St., Tucson AZ 85716	operational	
12/7/16	2,500.00	Flagstaff Family Food Center, Food Bank and Kitchen	PO Box P, Flagstaff AZ 86002	operational	
12/7/16	5,000.00	Green Fields Country Day School	6000 N. Camino de la Tierra, Tucson AZ 85741	operational	
12/7/16	4,000.00	Habitat for Humanity Tucson	3501 N. Mountain Ave., Tucson AZ 85719	operational	
12/7/16	3,000.00	Literacy Connects - Literacy Volunteers - Reading Seed	200 E. Yavapai Road, Tucson AZ 85705-3650	operational	
12/7/16	2,500.00	The Literacy Center (Literacy Volunteers Coconino County)	2500 N. Rose St. Suite 102, Flagstaff AZ 86004	operational	
12/8/16	1,000.00	Milo Foundation	P.O. Box 6625, Albany CA 94706	operational	
12/8/16	1,000.00	Herbert Lehman Fund	40 Rector St. 5th Floor, New York NY 10006-1738	educational	
12/8/16	1,500.00	Native Seeds/SEARCH	3584 E. River Road, Tucson AZ 85718	operational	
12/7/16	3,000.00	Northland Family Help Center	2532 N Fourth St #506, Flagstaff AZ 86004	operational	
12/7/16	10,000.00	Park Century School	3939 Landmark Street, Culver City CA 90232	educational	
12/8/16	1,000.00	Planned Parenthood Arizona	4751 N. 15th St., Phoenix AZ 85014	operational	
12/7/16	4,000.00	Primavera Foundation	151 W. 40th St., Tucson AZ 85713	operational	
12/8/16	10,000.00	Residence Endowment Hagley Museum & Library	P.O. Box 3630, Wilmington DE 19807	operational	
12/8/16	1,000.00	Salvation Army	P.O. Box 43790, Tucson AZ 85733	operational	
12/8/16	1,000.00	Sky Island Alliance	P.O. Box 41165, Tucson AZ 85717-1165	operational	
12/8/16	1,000.00	Sonoran Institute	100 N. Stone Ave. Ste. 400, Tucson AZ 85701	operational	
12/8/16	1,000.00	St. Mary's Food Bank Alliance	2831 N. 31st Avenue, Phoenix AZ 85009	operational	
12/8/16	2,000.00	Step Up on Second Inc.	1328 Second St., Santa Monica CA 90401	operational	
12/7/16	3,000.00	The Haven	1107 E. Adelaide, Tucson AZ 85719	operational	
12/7/16	5,000.00	The Nature Conservancy	1510 E. R. Lowell Rd., Tucson AZ 85719	operational	
12/8/16	1,000.00	Tucson Arizona Boys Chorus	5770 E. Pima St., Tucson AZ 85712	educational	
12/8/16	1,000.00	Tucson Audubon Society	300 E. University Blvd. #120, Tucson AZ 85705	operational	
12/8/16	1,000.00	Tucson Botanical Gardens	2150 N. Alvernon Way, Tucson AZ 85712	operational	
12/7/16	7,000.00	Tucson Symphony Orchestra	2175 N. Sixth Ave. Tucson AZ 85705	operational	
12/7/16	5,000.00	UAF - Arizona Assurance	UA Foundation, Swede Johnson Bldg, 1111 N. Cherry Ave. PO Box 210109, Tucson AZ 85721	educational	
12/7/16	8,000.00	Williams College	75 Park St., Williamstown MA 01267	educational	
Total	191,000.00				



Investment Detail

Across Account(s) Combine Principal and Income
As of December 31, 2016

Page 1

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)	YTM (%)
Base Currency - U.S. Dollar										
COMMON EQUITY SECURITIES										
CONSUMER STAPLES										
COCA COLA CO COM	2,600,000	107,796.00	2.57	41.4600	63,910.34	24.5809	43,885.66	3,640.00		3.38
TOTAL CONSUMER STAPLES	2,600,000	107,796.00	2.57		63,910.34		43,885.66	3,640.00		
ENERGY										
CONOCOPHILLIPS	1,500,000	75,210.00	1.79	50.1400	51,388.90	34.2593	23,821.10	1,500.00		1.99
EXXON MOBIL CORP	1,700,000	153,442.00	3.66	90.2600	102,212.50	60.1250	51,229.50	5,100.00		3.32
PHILLIPS 66	750,000	64,807.50	1.54	86.4100	16,203.80	21.6051	48,603.70	1,890.00		2.92
TOTAL ENERGY	3,950,000	293,459.50	6.99		169,805.20		123,654.30	8,490.00		
FINANCIALS										
BERKSHIRE HATHAWAY INC	2,100,000	342,258.00	8.16	162.9800	96,252.50	45.8345	246,005.50	00		
DELAWARE CLASS B										
STATE STREET CORP	800,000	62,176.00	1.48	77.7200	35,948.00	44.9350	26,228.00	1,216.00		1.96
TOTAL FINANCIALS	2,900,000	404,434.00	9.64		132,200.50		272,233.50	1,216.00		
HEALTH CARE										
ABBOTT LABORATORIES	1,900,000	72,979.00	1.74	38.4100	47,565.48	25.0345	25,413.52	2,014.00		2.76
ABBVIE INC	1,900,000	118,978.00	2.84	62.6200	51,580.70	27.1477	67,397.30	4,864.00		4.09
JOHNSON & JOHNSON	2,200,000	253,462.00	6.04	115.2100	133,082.08	60.4919	120,379.92	7,040.00		2.78
MERCK & COMPANY INC	2,900,000	170,723.00	4.07	58.8700	95,911.96	33.0731	74,811.04	5,452.00		3.19
PFIZER INC	8,900,000	289,072.00	6.89	32.4800	239,650.66	26.9270	49,421.34	11,392.00		3.94
TOTAL HEALTH CARE	17,800,000	905,214.00	21.57		567,790.88		337,423.12	30,762.00		
INDUSTRIALS										
NORFOLK SOUTHERN CORP	1,300,000	140,491.00	3.35	108.0700	108,635.54	83.5658	31,855.46	3,068.00		2.18
UNITED PARCEL SERVICE CL B	2,000,000	229,280.00	5.46	114.6400	149,353.38	74.6767	79,926.62	6,240.00		2.72



Investment Detail

Across Account(s) Combine Principal and Income
As of December 31, 2016

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)	YTM (%)
WASTE MANAGEMENT INCORPORATED	2,400,000	170,184.00	4.06	70,9100	78,872.40	32,8635	91,311.60	3,936.00		2.31
TOTAL INDUSTRIALS	5,700,000	539,955.00	12.87		336,861.32		203,093.68	13,244.00		
INFORMATION TECHNOLOGY										
APPLE INC	1,600,000	185,312.00	4.42	115,8200	153,848.00	96,1550	31,464.00	3,648.00		1.97
AUTOMATIC DATA PROCESSING INC	2,000,000	205,560.00	4.90	102,7800	77,961.52	38,9808	127,598.48	4,560.00		2.22
INTEL CORP COM	4,800,000	174,096.00	4.15	36,2700	101,834.34	21,2155	72,261.66	4,992.00		2.87
LINEAR TECHNOLOGY CORP COM	3,600,000	224,460.00	5.35	62,3500	118,887.47	33,0243	105,572.53	4,608.00		2.05
PAYCHEX INC COM	2,900,000	176,552.00	4.21	60,8800	77,422.46	26,6974	99,129.54	5,336.00		3.02
TOTAL INFORMATION TECHNOLOGY	14,900,000	965,980.00	23.02		529,953.79		436,026.21	23,144.00		
MATERIALS										
E I DUPONT DE NEMOURS & CO COMMON	1,900,000	139,460.00	3.32	73,4000	14,901.30	7,8428	124,558.70	2,888.00		2.07
WD 40 CO COM	3,000,000	350,700.00	8.36	116,9000	99,702.99	33,2343	250,997.01	5,880.00		1.68
TOTAL MATERIALS	4,900,000	490,160.00	11.68		114,604.29		375,555.71	8,768.00		
TELECOMMUNICATION SERVICES										
AT&T INC	3,800,000	161,614.00	3.85	42,5300	151,145.00	39,7750	10,469.00	7,448.00		4.61
FRONTIER COMMUNICATIONS CORPORATION	936,000	3,163.68	.08	3,3800	6,241.62	6,6684	(1,077.94)	393.12		12.43
VERIZON COMMUNICATIONS COM	3,900,000	208,182.00	4.96	53,3800	127,719.11	32,7485	80,462.89	9,009.00		4.33
TOTAL TELECOMMUNICATION SERVICES	8,636,000	372,959.68	8.89		285,105.73		87,853.95	16,850.12		
TOTAL COMMON EQUITY SECURITIES	61,386,000	4,079,958.18	97.23		2,200,232.05		1,879,726.13	106,114.12		



Investment Detail

Across Account(s) Combine Principal and Income
As of December 31, 2016

Page 3

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)	YTM (%)
MONEY MARKET FUNDS										
MISCELLANEOUS										
WILMINGTON US GOVERNMENT	116,366.0800	116,366.08	2.77	1.0000	116,366.08	1.0000	.00	115.90		10
MONEY MARKET FUND CLASS SELECT										
TOTAL MISCELLANEOUS	116,366.0800	116,366.08	2.77		116,366.08		.00	115.90		
TOTAL MONEY MARKET FUNDS	116,366.0800	116,366.08	2.77		116,366.08		.00	115.90		
TOTAL Base Currency - U.S. Dollar	177,752.0800	4,196,324.26	100.00		2,316,598.13		1,879,726.13	106,230.02		

+ Unknown

^ Incomplete

* A period end market value is unavailable Last provided value is displayed

*** Only investments held as of the specified date appear on this report.***