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Return of Private Foundation

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

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2016

For calendar year 2016 or tax year beginning

, and ending

Name of foundation DAVID G. BURTON, SUCCESSOR TRUSTEE U/A DTD 5/6/67		A Employer identification number 52-6072646
Number and street (or P O box number if mail is not delivered to street address) 1104 PHILADELPHIA PIKE		Room/suite
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809-2031		
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here ► <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 3,554,832.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B		
3 Interest on savings and temporary cash investments		1,193. 1,193. STATEMENT 1
4 Dividends and interest from securities		41,961. 41,961. STATEMENT 2
5a Gross rents		
b Net rental income or (loss) _____		
6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a 710,802.		-47,074.
7 Capital gain net income (from Part IV, line 2)		0.
8 Net short-term capital gain		
9 Income modifications Gross sales less returns and allowances		
10a		
b Less Cost of goods sold		
c Gross profit or (loss)		
11 Other income		1,090. 1,090. STATEMENT 3
12 Total. Add lines 1 through 11		-2,830. 44,244.
13 Compensation of officers, directors, trustees, etc		0. 0.
14 Other employee salaries and wages		
15 Pension plans, employee benefits		
16a Legal fees		
b Accounting fees		7,900. 0. 7,900.
c Other professional fees		13,551. 13,551. 0.
17 Interest		2,287. 1,707.
18 Taxes		
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		23,738. 15,258.
25 Contributions, gifts, grants paid		155,003.
26 Total expenses and disbursements Add lines 24 and 25		178,741. 15,258.
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)		-181,571. 28,986.
		N/A

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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 Savings and temporary cash investments		120,408.	197,602.	197,602.
	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		3,387.	2,807.	2,807.
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 7	3,146,526.	2,888,811.	3,340,988.
	14 Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►	STATEMENT 8	7.	11,105.	13,435.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		3,270,328.	3,100,325.	3,554,832.
	17 Accounts payable and accrued expenses		1,299.	987.	
	18 Grants payable				
Net Assets or Fund Balances	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)		1,299.	987.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted		3,269,029.	3,099,338.	
	25 Temporarily restricted				
	26 Permanently restricted				
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	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		3,269,029.	3,099,338.	
	31 Total liabilities and net assets/fund balances		3,270,328.	3,100,325.	

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	3,269,029.
2 Enter amount from Part I, line 27a	2	-181,571.
3 Other increases not included in line 2 (itemize) ► K-1 CTL & D LLC ADJUSTMENT	3	11,880.
4 Add lines 1, 2, and 3	4	3,099,338.
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	3,099,338.

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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 GLENMEDE - LT SALES			P	VARIOUS	12/31/16
b CAPITAL GAINS			P	VARIOUS	12/31/16
c K-1 CTL & D LLC			P	VARIOUS	12/31/16
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 657,956.		757,876.		-99,920.	
b 51,151.				51,151.	
c 1,695.				1,695.	
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a				-99,920.	
b				51,151.	
c				1,695.	
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	-47,074.	
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	180,087.	3,666,363.	.049119
2014	164,850.	3,737,815.	.044103
2013	167,941.	3,274,533.	.051287
2012	156,150.	3,294,668.	.047395
2011	146,500.	3,306,718.	.044304

2 Total of line 1, column (d)	2	.236208
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	.047242
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,454,664.
5 Multiply line 4 by line 3	5	163,205.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	290.
7 Add lines 5 and 6	7	163,495.
8 Enter qualifying distributions from Part XII, line 4	8	162,903.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	580.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b			
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-)			
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,387.	
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	3,387.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,807.	
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax ►	11	2,807. Refunded ►	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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</i>	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. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? 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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>DE</u>		
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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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)	11	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	<input checked="" type="checkbox"/>
14 The books are in care of ► <u>BUMPERS & COMPANY</u> Located at ► <u>1104 PHILADELPHIA PIKE, WILMINGTON, DE</u> Telephone no. ► <u>302-798-3300</u> ZIP+4 ► <u>19809</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	► 15	► <input checked="" type="checkbox"/> 0.
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	<input checked="" type="checkbox"/>

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	► <input type="checkbox"/>
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?	1b	<input type="checkbox"/>
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)): 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?	1c	<input checked="" type="checkbox"/>
a If "Yes," list the years ► _____, _____, _____, _____, _____	2a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	4a	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4b	<input type="checkbox"/>
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?		<input checked="" type="checkbox"/>

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A
Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A
<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b
<i>If "Yes" to 6b, file Form 8870.</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b
	N/A

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
DAVID G. BURTON	SUCCESSOR TRUSTEE	0.	0.	0.
411 N. REHOBOTH BLVD				
MILFORD, DE 19963	5.00	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

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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."

(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 NONE		
		0.
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.

Amount

1		
2		
All other program-related investments. See instructions.		
3 NONE		
		0.
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	3,293,291.
b Average of monthly cash balances	1b	213,982.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	3,507,273.
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	3,507,273.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	52,609.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,454,664.
6 Minimum investment return. Enter 5% of line 5	6	172,733.

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	172,733.
2a Tax on investment income for 2016 from Part VI, line 5	2a	580.
b Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	580.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	172,153.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	172,153.
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	172,153.

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	162,903.
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	162,903.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	162,903.

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.

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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				172,153.
2 Undistributed income, if any, as of the end of 2016			3,993.	
a Enter amount for 2015 only				
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: ► \$ 162,903.			3,993.	
a Applied to 2015, but not more than line 2a				
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				158,910.
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				
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				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017			0.	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
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				

DAVID G. BURTON, SUCCESSOR TRUSTEE

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Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE LIST ATTACHED	NONE			
Total			► 3a	0
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
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					
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.		-2,830.	0.
13 Total Add line 12, columns (b), (d), and (e)					13 -2,830.

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

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

David G. Burton, Successor Trustee U/A DTD 5/6/67

EIN 52-6072646

2016 Contributions

Geuting contributions November 23 2016

1667 Family Counseling Center St. Paul's Church \$15,000.00

Rob McCreary, St Pauls Church, 1010 W. 4ht St. Wilm 19805

Our Lady of Fatima Church % Fr. Chris Posch

1660/1661 Religious of the Sacred Heart \$20,000 +\$60,000 = \$80,000.00

4120 Forest Park Av, St. Louis, MO 63108

1668 St Vincent DePaul 1,000.00

Paul Collins St deP Prison Min. 1414 N. King St. Wilm 19801

1676 Benedictine School 1000.00

14299 Benedictine Lane, Ridgley, MD 21660-9941

1664 Casa San Francisco – Catholic Charities 5000.00

2601 W. 24th St, Wilm. DE 19805

1669 Save the Children 1000.00

501 Kings Highway Suite 400 Fairfield, CT 06825 (#111592873)

1665 Moms House 2000.00

PO Box 1138, Dover DE 19903

1678 Bayard House 1500.00

300 Bayard Rd, Wilmington DE 19805

1670 Stone Ridge School 1000.00

9101 Rockville Pike, Bethesda MD 20814

1671 Pregnancy Help Center 1000.00

1991 So. State St, Dover DE 19901

1666 St Thos. More Prep	20.000.00
Joseph Corsini Fin Office DOW PO Box 2030 Wilm 19899-2030	
1672 The Way Home	5000.00
PO Box 1103 Georgetown DE 19947	
1673 De Right to Life	1000.00
PO Box 1222, Wilmington DE 19899	
1682 Catholic Charities	
2601 W. 4 th ST. Wilm 19805	5000.00
1674 Kenya Water for Life	1000.00
314 E. Main ST, Kelway Plaza Suite 2, Newark DE 19711	
1675 Catholic Relief Svc	10,000.00
Major Gift Dept, 228 W. Lexington St, Baltimore MD 21298-3173	
1680 Joseph House	500.00
Little Sisters Of Jesus and Mary, PO Box 1755, Salisbury MD 21801	
1657 Georgetown University (Mission and Ministry	1,000.00
Office of Alum Relations, PO Box 4571253, Washington DC 20057-11253	
1662 Hearts Unlimited Inc.	1,000.00
105 N E Front St Milford 19963	
1658 St Johns Church	2,000.00
506 Seaberry Av. Milford 19963	
Total	\$155,000.00

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
GLENMEDE FD INC - GOVT PORT	116.	116.	
GS FS GOVT FUND	277.	277.	
GS INVESTOR TAX-EXEPMT	181.	181.	
K-1 CTL & D LLC	615.	615.	
WILMINGTON TRUST	4.	4.	
TOTAL TO PART I, LINE 3	1,193.	1,193.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DFA TA WORLD EX US					
CORE EQYUITY	7,022.	0.	7,022.	7,022.	
ENERGY SELECT					
SECTOR SPDR	1,123.	0.	1,123.	1,123.	
GLENMEDE FD INC -					
TOT MKT PORT	1,353.	0.	1,353.	1,353.	
GLENMEDE FD					
INC-CORE FIXED INC	6,221.	0.	6,221.	6,221.	
GLENMEDE FD INC-LG					
CAP CORE	2,737.	0.	2,737.	2,737.	
GLENMEDE FD INC-LG					
CAP GROWTH	1,291.	0.	1,291.	1,291.	
GLENMEDE FD					
INC-SECURED					
OPTIONS	3,514.	0.	3,514.	3,514.	
GLENMEDE FD INC-SM					
CAP VAL PT	279.	0.	279.	279.	
GLENMEDE FD MID					
CAP EQTY	885.	0.	885.	885.	
GLENMEDE FUND					
INC-STRAT EQ PORT	6,104.	0.	6,104.	6,104.	
GLENMEDE FUND					
INC-US EMERGING	132.	0.	132.	132.	
GLENMEDE INT'L					
PORT	3,997.	0.	3,997.	3,997.	
GS INVEST T/E MM	36.	0.	36.	36.	
K-1 CTL & D LLC	47.	0.	47.	47.	
MATTHEWS PACIFIC					
TIGER	3,546.	0.	3,546.	3,546.	

DAVID G. BURTON, SUCCESSOR TRUSTEE U/A D

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NATIONAL AMERICAN UNIVERSITY	375.	0.	375.	375.
VANGUARD FTSE				
EMERGING MRKT ETF	3,299.	0.	3,299.	3,299.
TO PART I, LINE 4	41,961.	0.	41,961.	41,961.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 CTL & D LLC	1,066.	1,066.	
MISC	24.	24.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,090.	1,090.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BUMPERS AND COMPANY FEES	7,900.	0.		7,900.
TO FORM 990-PF, PG 1, LN 16B	7,900.	0.		7,900.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES - GLENMEDE	13,551.	13,551.		0.
TO FORM 990-PF, PG 1, LN 16C	13,551.	13,551.		0.

FORM 990-PF	TAXES	STATEMENT	6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	580.	0.		0.
FOREIGN TAX	1,707.	1,707.		0.
TO FORM 990-PF, PG 1, LN 18	2,287.	1,707.		0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GLENMEDE LONG/SHORT PORTFOLIO	COST	167,236.	187,258.
GLENMEDE FUND INC - ADVISOR SMALL CAP	COST	175,280.	262,581.
GLENMEDE FUND INC - CORE FIXED INCOME	COST	252,304.	246,619.
GLENMEDE FUND INC - LG CAP GRWTH PORT	COST	117,417.	224,091.
GLENMEDE FUND INC - LG CAP VALUE PORT	COST	0.	0.
GLENMEDE FUND INC - LG CAP 1	COST	137,828.	253,797.
GLENMEDE FUND INC - SECURED OPTIONS	COST	220,854.	227,819.
GLENMEDE FUND INC - STRATEGIC EQ PORT	COST	458,729.	521,797.
GLENMEDE FUND INC - US EMERGING MKT	COST	27,570.	43,867.
MATTHEWS PACIFIC TIGER	COST	345,960.	332,151.
TEMPLETON GLOBAL BD FD	COST	0.	0.
THORNBURG INTL VALUE FD	COST	0.	0.
GLENMEDE FUND INC - MID CAP EQUITY ADVISOR CL	COST	140,874.	152,589.
ENERGY SELECT SECT SPDR	COST	38,625.	49,711.
DFA TA WORLD EX US CORE	COST	300,000.	267,273.
ISHARES MSCI EAFE INDEX FUND	COST	0.	0.
VANGUARD FTSE EM MKT	COST	107,356.	117,358.
GLENMEDE FUND INC - INT'L PORT	COST	200,000.	204,633.
GLENMEDE FUND INC - TOT MKT POR NATIONAL AMERICAN UNIVERSITY HOLDINGS	COST	198,778.	246,193.
		0.	3,251.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,888,811.	3,340,988.

FORM 990-PF	OTHER ASSETS	STATEMENT	8
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDEND RECEIVABLE	7.	145.	145.
CTL & D LLC - K-1	0.	10,960.	13,290.
TO FORM 990-PF, PART II, LINE 15	7.	11,105.	13,435.