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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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

EDWARDS MOTHER EARTH FOUNDATION

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

FOUNDATION SOURCE 501 SILVERSIDE RD

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

WILMINGTON, DE 19809-1377

G Check all that apply

☐ Initial return☐ Final return☐ Address change

Initial return of a former public charity

Amended return

Name change

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) \$ 35,322,829.

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)

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

A Employer identification number

91-1789783

B Telephone number (see instructions)

(800) 839-1754

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

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☒ if the foundation is not required to
attach Sch. B.

3 Interest on savings and temporary cash investments.

2,177.

2,177.

4 Dividends and interest from securities

641,895.

619,485.

5a Gross rents

b Net rental income or (loss)

-466,640.

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a

18,795,448.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns
and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule) ATCH. 1

694,254.

571,328.

12 Total Add lines 1 through 11

871,686.

1,192,990.

13 Compensation of officers, directors, trustees, etc.

15,575.

15,575.

14 Other employee salaries and wages

41,100.

41,100.

15 Pension plans, employee benefits

3,366.

3,366.

16a Legal fees (attach schedule) ATCH. 2

10,295.

10,295.

b Accounting fees (attach schedule) ATCH. 3

300.

300.

c Other professional fees (attach schedule) [4]

277,759.

222,671.

55,088.

17 Interest

18 Taxes (attach schedule) (see instructions) [5]

137,832.

11,522.

19 Depreciation (attach schedule) and depletion

20 Occupancy

6,000.

6,000.

21 Travel, conferences, and meetings

45,610.

45,610.

22 Printing and publications

23 Other expenses (attach schedule) ATCH. 6

55,385.

31,483.

23,886.

24 Total operating and administrative expenses.

593,222.

265,676.

201,220.

Add lines 13 through 23

1,275,850.

1,275,850.

25 Contributions, gifts, grants paid

1,869,072.

265,676.

1,477,070.

26 Total expenses and disbursements Add lines 24 and 25

27 Subtract line 26 from line 12

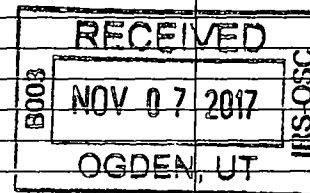
a Excess of revenue over expenses and disbursements

-997,386.

b Net investment income (if negative, enter -0-)

927,314.

c Adjusted net income (if negative, enter -0-)

SCANNED NOV 14 2017
Operating and Administrative Expenses

g-60

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,226,369.	1,929,310.	1,929,310.
	3	Accounts receivable ▶ 1,138.			
		Less allowance for doubtful accounts ▶		1,138.	1,138.
	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 ▶	100,000.		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule) [7]	6,944,176.	1,540,000.	1,465,891.
	b	Investments - corporate stock (attach schedule) ATCH 8	14,908,986.	11,086,325.	13,404,203.
	c	Investments - corporate bonds (attach schedule) ATCH 9	5,982,494.	10,278,906.	10,063,718.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH 10	4,673,678.	8,002,638.	8,208,569.	
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ ATCH 11)	250,000.	250,000.	250,000.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	34,085,703.	33,088,317.	35,322,829.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	34,085,703.	33,088,317.	
30	Total net assets or fund balances (see instructions)	34,085,703.	33,088,317.		
31	Total liabilities and net assets/fund balances (see instructions)	34,085,703.	33,088,317.		

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	34,085,703.
2	Enter amount from Part I, line 27a	2	-997,386.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	33,088,317.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	33,088,317.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-462,348.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0.	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	1,721,753.	35,261,088.	0.048829
2014	1,696,098.	35,004,855.	0.048453
2013	1,469,173.	32,561,645.	0.045120
2012	1,479,799.	30,145,304.	0.049089
2011	1,394,455.	29,832,113.	0.046743
2 Total of line 1, column (d)			2 0.238234
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 0.047647
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 34,694,859.
5 Multiply line 4 by line 3.			5 1,653,106.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 9,273.
7 Add lines 5 and 6.			7 1,662,379.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 1,477,070.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	18,546.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	18,546.
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	18,546.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	17,500.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	3,453.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	20,953.
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	84.
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	2,323.
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 2,323. Refunded ☐ 11		11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

	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	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)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X
14 The books are in care of ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754 Located at ▶ 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15	15	
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 ▶ ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? 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)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Form 990-PF (2016)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b**

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		15,575.	0.	0.

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 13		184,599.

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	26,511,219.
b	Average of monthly cash balances	1b	1,896,769.
c	Fair market value of all other assets (see instructions).	1c	6,815,219.
d	Total (add lines 1a, b, and c)	1d	35,223,207.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	35,223,207.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	528,348.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	34,694,859.
6	Minimum investment return. Enter 5% of line 5	6	1,734,743.

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

1	Minimum investment return from Part X, line 6	1	1,734,743.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	18,546.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	18,546.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,716,197.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,716,197.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,716,197.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,477,070.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,477,070.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,477,070.

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				1,716,197.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only,			1,465,518.	
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,477,070.</u>				
a Applied to 2015, but not more than line 2a			1,465,518.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount,				11,552.
e Remaining amount distributed out of corpus,				
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				1,704,645.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

NOT APPLICABLE

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 ▶

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

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

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

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

NONE

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ATCH 14				
Total			3a	1,275,850.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514		(e) 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 .			14	2,177.	
4 Dividends and interest from securities			14	641,895.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property. .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	525990	-4,292.	18	-462,348.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b ATCH 15 _____		10,176.		684,078.	
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		5,884.		865,802.	
13 Total. Add line 12, columns (b), (d), and (e) . .					

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

[illegible]

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|--------------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

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

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

**Sign
Here**

Signature of officer or trustee

Date _____

Title

PRESIDENT

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JEFFREY D HASKELL

Preparer's signature

JEFFREY D HASKELL

Date _____

10/18/2017

Check ☐ if self-employed

PTIN

P01345770

Firm's name ► FOUNDATION SOURCE

Firm's EIN ▶ 510398347

Firm's address ► ONE HOLLOW LN, STE 212
LAKE SUCCESS, NY

11042

Phone no 800-839-1754

ATTACHMENT 1PENALTY COMPUTATION DETAIL - FORM 2220

DATE PD	UNDERPAYMENT	BEG. DATE	END DATE	DAYS	%	PENALTY
<u>QUARTER 1, RATE PERIOD 1 (05/16/2016 - 12/31/2016)</u>						
06/13/2016	2,048.	05/16/2016	06/13/2016	28	4	<u>6.</u>
TOTAL TO FORM 2220, LINE 22, COLUMN A						<u>6.</u>
<u>QUARTER 2, RATE PERIOD 1 (06/15/2016 - 12/31/2016)</u>						
09/07/2016	3,796.	06/15/2016	09/07/2016	84	4	<u>35.</u>
TOTAL TO FORM 2220, LINE 22, COLUMN B						<u>35.</u>
<u>QUARTER 3, RATE PERIOD 1 (09/15/2016 - 12/31/2016)</u>						
12/02/2016	2,911.	09/15/2016	12/02/2016	78	4	<u>25.</u>
TOTAL TO FORM 2220, LINE 22, COLUMN C						<u>25.</u>
<u>QUARTER 4, RATE PERIOD 1 (12/15/2016 - 12/31/2016)</u>						
	1,048.	12/15/2016	12/31/2016	16	4	<u>2.</u>
TOTAL TO FORM 2220, LINE 22, COLUMN D						<u>2.</u>
<u>QUARTER 4, RATE PERIOD 2 (12/31/2016 - 05/15/2017)</u>						
	1,048.	12/31/2016	05/15/2017	135	4	<u>16.</u>
TOTAL TO FORM 2220, LINE 24, COLUMN D						<u>16.</u>
TOTAL UNDERPAYMENT PENALTY						<u>84.</u>

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

<u>Name</u>	<u>Date Acquired</u>	<u>Acquisition Method</u>	<u>Date Sold</u>	<u>Gross Sales Price</u>	<u>Book Basis</u>	<u>Net Gain/(Loss)</u>
Publicly-traded Securities						
Passthrough K-1 Capital Loss-non UBI				\$ 18,795,448	\$ 19,171,934	\$ (376,486)
						\$ (85,862)
Total included in Part IV				\$ 18,795,448	\$ 19,171,934	\$ (462,348)
Passthrough K-1 Capital Loss - UBI						\$ (4,292)
Part I, Line 6a Total						\$ (466,640)

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS BIRCH FUND LLC	74,321.	74,321.
K-1 INC/LOSS BREVET DIRECT LENDING	384,525.	375,703.
K-1 INC/LOSS CIM ENTERPRISE LOAN FUND LP	72,638.	72,638.
K-1 INC/LOSS KIMPACT EVERGREEN RE INV FD	916.	
K-1 INC/LOSS THE LYME FOREST FUND IV LP	6,123.	5,685.
FEDERAL TAX REFUND	112,750.	
SECTION 988 GAIN	1,608.	1,608.
LOAN ORIGINATION FEE	35,000.	35,000.
INTEREST INCOME ON NOTES RECEIVABLE	1,997.	1,997.
PRI INTEREST INCOME	4,376.	4,376.
TOTALS	<u>694,254.</u>	<u>571,328.</u>

ATTACHMENT 2FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
GENERAL CONSULTATIONS	10,295.			10,295.
TOTALS	<u>10,295.</u>			<u>10,295.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX PREPARATION FEE	300.			300.
TOTALS	<u>300.</u>			<u>300.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT SERVICES	222,671.	222,671.	
PHILANTHROPIC CONSULTING SRVCS	54,808.		54,808.
WEBSITE DEVELOPMENT	280.		280.
TOTALS	<u>277,759.</u>	<u>222,671.</u>	<u>55,088.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
2016 EXCISE TAX	17,500.	
FOREIGN TAX	11,522.	11,522.
EXTENSION FOR 2015 990-PF	108,810.	
TOTALS	<u>137,832.</u>	<u>11,522.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	14,900.		14,900.
BANK CHARGES	3,890.	3,890.	
CELL PHONE CHARGES	360.		360.
FOUNDATION DUES & MEMBERSHIPS	5,750.		5,750.
INDEMNIFICATION INSURANCE	1,199.		1,199.
K-1 EXP BIRCH FUND LLC	8,184.	8,184.	
K-1 EXP CIM ENTERPRISE LOAN FD	11,384.	11,384.	
K-1 EXP CLEAN GROWTH FUND IV	1,872.	1,872.	
K-1 EXP THE LYME FOREST FUND I	6,169.	6,153.	
OFFICE SUPPLIES	433.		433.
PAYROLL PROCESSING FEES	1,088.		1,088.
POSTAGE/DELIVERY SERVICE	61.		61.
STATE FILING FEES	35.		35.
CREDIT CARD FEES	60.		60.
TOTALS	<u>55,385.</u>	<u>31,483.</u>	<u>23,886.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONSATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NY ST ENVIRON. 2.768% 11/01/26	600,000.	559,703.
NYC NY HDC MFH 2.768% 11/01/26	430,000.	401,874.
SAC CA FLD CTL 2.424% 10/01/21	510,000.	504,314.
STATE OBLIGATIONS TOTAL	<u>1,540,000.</u>	<u>1,465,891.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ABB LTD	46,409.	90,180.
ABBOTT LABS	41,460.	76,129.
ABBVIE INC	47,710.	44,585.
ABERDEEN ASSET MANAGEMENT PLC	9,995.	7,335.
ACCENTURE PLC	25,860.	31,391.
ACUITY BRANDS INC	74,227.	91,882.
ADIANT PLC	745.	938.
ADOBE SYSTEMS, INC	17,813.	22,958.
AEGON N V ORD AMER REG	14,957.	19,106.
AETNA INC	14,552.	15,501.
AFLAC INC	17,709.	19,766.
AGILENT TECHNOLOGIES INC	7,162.	7,927.
AGNICO EAGLE MINES LTD	10,127.	16,926.
AIA GROUP LTD ADR	22,034.	18,740.
AKAMAI TECH COM STK	25,843.	33,073.
ALEXION PHARMACEUTICALS INC	17,505.	12,357.
ALLERGAN PLC	45,982.	40,742.
ALLIANZ SE ADR	28,704.	29,499.
ALLSTATE CORP	16,641.	18,604.
ALPHABET INC CL A	155,652.	221,886.
ALTRIA GROUP INC	41,787.	55,651.
AMAZON COM	86,721.	150,724.
AMER INTERNATIONAL GROUP INC	47,338.	51,726.
AMERICA MOVIL SA	13,434.	14,267.
AMERICAN EXPRESS CO	24,375.	29,262.
AMERICAN TOWER REIT INC	18,769.	21,030.
AMERICAN WATER WORKS COMPANY I	74,392.	73,590.
AMERISOURCEBERGEN CORP	14,646.	15,091.
AMETEK INC	20,599.	21,578.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AMGEN INC	57,155.	53,220.
ANTHEM INC	18,210.	19,840.
AON PLC	12,865.	13,495.
APPLE INC	255,365.	282,600.
APPLIED MATERIALS INC	13,676.	22,234.
AQUA AMERICA INC	13,624.	15,411.
ARCHER DANIELS MDLND	10,270.	11,184.
ARMSTRONG FLOORING INC	1,744.	2,290.
AT&T, INC	92,450.	112,790.
ATLANTIA SPA ADR	7,456.	6,798.
ATLAS COPCO AB A SHS ADR	11,886.	14,873.
AUSTRALIA & N Z ADS	18,135.	22,452.
AUTODESK, INC	1,655.	1,998.
AUTOMATIC DATA PROCESSING INC	32,261.	95,174.
AUTOZONE INC	3,382.	3,949.
AVALONBAY CMNTYS INC	3,149.	3,366.
AVIVA PLC	17,849.	18,353.
AXA ADS	2,597.	2,545.
AZURE POWER GLOBAL LTD	49,206.	57,596.
BADGER METER, INC	59,539.	68,136.
BAKER HUGHES INC	37,511.	53,210.
BANCO BILBAO ARG SA	13,606.	15,632.
BANCO ITAU HOLDING FINANCIERA	11,031.	16,777.
BANCO SANTANDER BRASIL	6,453.	13,797.
BANCO SANTANDER CEN	16,373.	20,249.
BANCOLOMBIA SA	8,067.	11,004.
BANK NEW YORK MELLON CORP COM	34,901.	38,567.
BANK OF AMERICA CORP	71,199.	94,190.
BANK OF MONTREAL	12,002.	14,024.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BANK OF NOVA SCOTIA	9,258.	12,472.
BARCLAYS PLC ADR	13,144.	15,873.
BARRICK GOLD CORP COM	7,520.	10,019.
BAXTER INTERNATIONAL INC	6,231.	7,538.
BB&T CP	7,464.	8,887.
BCE INC	14,806.	14,010.
BECTON DICKINSON & CO	25,953.	61,750.
BIOAMBER INC	64,956.	40,887.
BIOGEN INC	31,919.	28,925.
BLACKROCK INC	36,003.	41,479.
BNP PARIBAS SPONS ADR	9,930.	10,192.
BOC HK HLDGS LTD S/ADR	8,193.	10,016.
BORG WARNER INC	93,582.	68,350.
BOSTON PPTYS INC	7,283.	7,044.
BOSTON SCIENTIFIC	14,191.	16,763.
BRISTOL-MYERS SQUIBB CO	48,870.	43,596.
BRITISH AMERICAN TOBACCO PLC	25,281.	26,365.
BROADCOM LIMITED	23,189.	12,904.
BT GROUP PLC ADS	9,707.	7,715.
BYD CO LTD UNSP/ADR	6,064.	5,946.
CADENCE DESIGN SYSTEMS INC	39,122.	41,361.
CAE INC	16,881.	18,580.
CAN IMPERIAL BK OF COMMERCE	17,512.	18,442.
CAPITAL ONE FINANCIAL CORP	11,595.	12,039.
CARREFOUR S.A	8,284.	6,824.
CATERPILLAR INC	39,047.	48,503.
CBRE GROUP INC	7,397.	6,518.
CBS CORP CL B	9,852.	13,360.
CDK GLOBAL INC	3,478.	13,729.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CELGENE CORP	46,051.	46,647.
CHARLES SCHWAB CORP	22,894.	27,984.
CHARTER COMMUNICATIONS, INC	13,191.	19,579.
CHICAGO BRIDGE & IRON	10,158.	9,049.
CHINA CONSTRUCT UNSPON ADR	7,845.	9,026.
CHINA LIFE INS CO SP ADR	25,580.	27,503.
CHINA MOBILE HGK LTD	18,737.	15,624.
CHUBB LIMITED	21,277.	25,103.
CIGNA	13,400.	14,006.
CISCO SYSTEMS INC	94,968.	134,449.
CITIGROUP INC	56,740.	61,451.
CITRIX SYSTEMS INC	42,229.	45,816.
CITY DEVELOPMENTS LT	11,685.	12,294.
CK HUTCHISON HLDGS	31,205.	28,920.
CME GROUP, INC	9,128.	11,189.
COGNEX CORPORATION	27,171.	48,097.
COGNIZANT TECHNOLOGY SOLUTIONS	15,609.	13,335.
COLGATE-PALMOLIVE COMPANY	37,478.	65,440.
COMCAST CORP	65,363.	76,576.
COMFORT SYSTEMS USA INC	298.	433.
COMMONWEALTH BK AUS-SP ADR	18,571.	19,170.
COMPANHIA PARANAENSE DE ENERGI	12,181.	15,544.
COMPANHIA SANEAD	11,465.	13,714.
COMPASS MINERALS INTERNATIONAL	15,337.	16,454.
COMSCORE, INC	10,615.	10,769.
CONSTELLATION BRANDS INC	7,091.	9,045.
COPART INC	12,824.	18,784.
CORE LABORATORIES	14,464.	15,005.
CORP OFFICE PPTY TR	10,229.	14,299.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COSTCO WHOLESALE CORPORATION	8,706.	40,988.
CPFL ENERGIA S A ADR	7,481.	9,502.
CREDICORP LTD	14,039.	14,839.
CREE, INC	6,473.	6,967.
CROWN CASTLE INTL	8,657.	9,111.
CSL LTD	7,535.	7,544.
CUMMINS INC	19,528.	23,644.
CVS CAREMARK CORP	23,048.	18,149.
DAIWA HOUSE IND LTD	9,675.	10,996.
DAIWA SECURITIES GROUP	10,865.	10,526.
DANAHER CORP	23,613.	85,313.
DASSAULT SYS SA SPN ADR	13,928.	14,287.
DBS GROUP HLDGS SPON ADR	8,505.	8,642.
DEERE CO	12,884.	15,662.
DELL TECHNOLOGIES INC	9,959.	11,599.
DELPHI AUTOMOTIVE PLC	74,445.	74,556.
DEUTSCHE TELE AG ADS	10,937.	10,841.
DIAGEO PLC ADS	15,950.	15,071.
DIALIGHT PLC	87,075.	73,983.
DIAMOND OFFSHORE DRL	11,860.	8,779.
DIGITAL RLTY TR INC	26,222.	25,449.
DISCOVER FINL SVCS COM	18,027.	22,204.
DISCOVERY COMMUNICATIONS CL A	7,957.	8,168.
DNB NOR ASA SPONSOR ADR	17,570.	21,130.
DOLLAR GENERAL CORP	1,876.	1,852.
DOLLAR TREE INC	622.	617.
DONALDSON CO. INC	8,411.	9,805.
DOVER CORP	7,448.	7,343.
DRIL QUIP INC	8,775.	9,068.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
E*TRADE FINANCIAL CORP	13,297.	18,676.
EAST JAPAN RAILWAY C	47,433.	44,194.
EATON CORP PLC	12,633.	16,705.
ECOLAB INC	38,814.	38,683.
EDWARDS LIFESCIENCES	7,342.	10,494.
ELI LILLY & CO	32,246.	30,450.
EMERSON ELECTRIC CO	54,797.	123,208.
ENDO INTERNATIONAL PLC	7,392.	1,449.
ENERGY RECOVERY INC	60,337.	63,187.
ENERSIS CHILE S.A	3,334.	2,011.
ENSCO PLC	1,551.	1,302.
EQUINIX, INC	22,659.	24,304.
EXPEDIA INC	7,432.	7,816.
EXPEDITORS INTL WASH INC	14,139.	18,006.
EXPRESS SCRIPTS HOLDING CO	24,242.	19,261.
FACEBOOK INC	83,226.	118,732.
FANUC CORP	81,761.	78,489.
FANUC LIMITED UNSPONSORED	17,498.	19,148.
FIAT CHRYSLER AUTOMOBILES NV	10,048.	13,999.
FIRST SOLAR INC	91,895.	63,314.
FLOWERVE CP	79,069.	76,207.
FMC TECHS INC COM	29,565.	39,225.
FOMENTO ECONOMICO MEXICANO	7,946.	6,706.
FORD MOTOR COMPANY	30,670.	24,891.
FORTIVE CORPORATION	7,347.	29,389.
FRANKLIN RES INC	28,804.	34,633.
GENERAL ELECTRIC CO	164,444.	152,944.
GENERAL MILLS INC	4,549.	4,880.
GENERAL MOTORS	25,949.	25,259.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GLAXOSMITHKLINE PLC	23,183.	21,258.
GOLDMAN SACHS GROUP	31,276.	45,256.
GROUPE DANONE ADS	561.	503.
GRUPO AVAL ACCIONES Y VALORES	12,865.	13,069.
GRUPO FIN STANTANDER - ADR B	7,235.	5,925.
GRUPO TELEVISA (ADR)	7,104.	5,327.
HALLIBURTON COMPANY	41,080.	52,792.
HALYARD HEALTH, INC	3,955.	6,693.
HANNON ARMSTRONG SUST INFRAST	62,484.	62,211.
HARTFORD FINANCIALSERVICES GRO	13,863.	16,010.
HCA INC	7,569.	6,884.
HD SUPPLY HLDGS INC	16,422.	20,235.
HUDSON TECHNOLOGIES	50,116.	52,514.
HEALTH CARE PPTY INVS INC	7,596.	5,795.
HEINEKEN N V S ADR	5,946.	5,163.
HELMERICH PAYNE	16,489.	22,523.
HITACHI LTD	8,958.	8,424.
HOME DEPOT INC	62,760.	74,146.
HONDA MOTOR CO LTD	9,635.	8,290.
HP INC	15,335.	14,068.
HSBC HOLDINGS PLC	26,570.	35,037.
HUMANA INC	12,138.	13,262.
ICICI BK LTD ADS	7,078.	5,250.
IDEX CP	6,193.	7,205.
ILLINOIS TOOL WORKS	10,032.	12,981.
ILLUMINA INC COM	10,632.	9,475.
IMPERIAL BRANDS PL	3,242.	2,874.
INDUSTRIA DE DISENO	1,326.	1,256.
INFINEON TECH ADS	530.	691.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INFOSYS TECH LTD SPD ADR	22,457.	19,546.
INT'L FLAVORS & FRAGRANCES INC	13,438.	11,194.
INTEL CORP	73,352.	133,437.
INTERCONTINENTAL EXCHANGE, INC	14,870.	17,772.
INTERNATIONAL BUSINESS MACHINE	51,724.	52,951.
INTERSIL CORPORATION	18,936.	31,800.
INTUITIVE SURGICAL	7,983.	10,147.
INVECO PLC	15,919.	15,352.
ITRON INC	67,278.	117,152.
J2 GLOBAL INC	9,851.	12,352.
JAPAN TOB INC	10,122.	8,429.
JOHNSON & JOHNSON	118,975.	238,023.
JOHNSON CONTROLS INTERNATIONAL	80,964.	74,060.
JP MORGAN CHASE	117,128.	152,906.
KADANT INC	703.	918.
KASIKORNBANK PUB CO LTD ADR CM	11,390.	12,155.
KB HOME	6,926.	8,775.
KDDI CP UNSP ADR	16,026.	18,216.
KEYENCE CORPORATION, FIRST SECT	55,193.	57,072.
KIMBERLY CLARK CORP	38,526.	69,727.
KINGSPAN GROUP PLC	44,119.	52,248.
KONE OYJ ADR B SHS	8,057.	8,359.
KONINKLIJKE PHILIPS ELECTRONIC	7,750.	8,621.
KOOKMIN BANK	14,507.	14,222.
KROGER CO	21,548.	20,879.
KT CORP ADS	7,526.	8,017.
KUBOTA CORPORATION	7,319.	6,328.
LEGG MASON INC	18,311.	17,767.
LIBERTY PROPERTY TRUST SBI	10,096.	12,561.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
LINCOLN NATIONAL CORP	13,438.	15,507.
LIXIL GROUP CORPORATION	10,523.	13,888.
LKQ CORPORATION	15,958.	17,133.
LOWES COMPANIES INC	32,480.	32,786.
LUMENPULSE INC	63,651.	67,072.
MANULIFE FIN CORP	16,791.	19,566.
MARSH AND MCLENNAN COMPANIES I	8,985.	10,409.
MASTERCARD INC	17,245.	19,101.
MAXWELL TECHNOLOGIES, INC	46,643.	31,089.
MCDONALD'S CORP	40,777.	48,566.
MCKESSON CORP	27,867.	21,629.
MEDTRONIC PLC	50,160.	46,300.
MERCK & CO INC	64,124.	62,755.
METLIFE INC	44,010.	42,789.
MICROSOFT CORP	134,857.	304,858.
MILLER HERMAN INC	7,397.	9,029.
MITSUBISHI ESTATE CO ADR	9,694.	8,709.
MIZUHO FINANCIAL GRO	7,147.	5,916.
MOBILEYE NV	76,495.	70,408.
MOLSON COOR BREW CO CL B	7,490.	9,828.
MONDELEZ INTERNATIONAL INC	41,723.	45,527.
MONSANTO CO	24,184.	23,462.
MONSTER BEVERAGE CORP	11,227.	11,839.
MOODYS CORP	12,480.	10,841.
MORGAN STANLEY	21,216.	23,238.
MS&AD INS GROUP ADR	6,670.	6,503.
MTN GROUP LTD SPON ADR	13,213.	13,494.
MUELLER WATER PRODUCTS INC	7,546.	10,542.
MYLAN NV	11,083.	9,423.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NABORS INDUSTRIES LTD	9,517.	17,105.
NASPERS LTD N SPONS ADR	17,516.	17,105.
NATIONAL AUSTRALIA BK LTD	7,833.	8,397.
NATL OILWELL VARCO	14,216.	15,650.
NAVIENT CORPORATION	10,217.	13,900.
NEDBANK GROUP LTD S/ADR	13,373.	18,628.
NESTLE S.A	23,931.	22,168.
NETAPP, INC	14,476.	20,915.
NETFLIX INC	19,761.	27,484.
NIDEC CORPORATION ADR	1,173.	1,372.
NIKE INC-CL B	32,130.	31,921.
NIPPON TELEPHONE ADR	14,128.	17,038.
NISSAN MOTOR LTD ASR	11,371.	10,680.
NORDSON CP	16,459.	21,850.
NORFOLK SOUTHERN CORP	4,903.	8,646.
NORTHERN TRUST CORPORATION	7,435.	8,905.
NOVARTIS AG ADR	3,191.	2,258.
NOVO NORDISK A S	3,888.	29,907.
NTT DOCOMO ADS	10,146.	12,308.
NVIDIA CORP	13,674.	26,685.
O'REILLY AUTOMOTIVE INC	4,685.	5,847.
OCEANERING INTL INC	11,015.	8,124.
ORACLE CORP	43,951.	38,604.
ORANGE	10,455.	9,765.
ORIX CORP ADS	8,845.	9,807.
ORKLA ASA SPON ADR	7,577.	8,659.
ORMAT TECHNOLOGIES	26,404.	37,641.
PACCAR INC	36,894.	57,830.
PARKER HANNIFIN CP	7,374.	8,540.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PATTERN ENERGY GROUP INC	45,799.	54,824.
PATTERSON-UTI ENERGY INC	9,085.	15,829.
PENTAIR INC. COM	19,845.	17,382.
PEPSICO INC	77,490.	154,120.
PERRIGO CO PLC	10,133.	8,573.
PERSIMMON PLC ADR	9,763.	7,847.
PFIZER INC	108,978.	102,734.
PHILIP MORRIS INTL	55,492.	60,475.
PHILIPS LIGHTING NV	71,954.	76,981.
PING AN INSURANCE GROUP ADR	9,978.	11,334.
PNC FINANCIAL GROUP INC	4,636.	5,731.
POTASH CORPORATION OF SASKATCH	56,630.	62,447.
PPG INDUSTRIES INC	14,322.	11,845.
PRICELINE.COM INCORPORATED	35,940.	43,982.
PRINCIPAL FINANCIAL GROUP	7,502.	8,274.
PROCTER GAMBLE CO	108,175.	159,668.
PROLOGIS	20,317.	26,342.
PRUDENTIAL FINCL INC	32,031.	38,918.
PSI AG	49,131.	50,584.
PUBLIC STORAGE INC	5,868.	6,705.
QUALCOMM INC	50,680.	58,550.
QUALITY CARE PROPERTIES INC	1,203.	605.
RAVEN INDUSTRIES, INC	64,732.	85,075.
RBC BEARINGS INCORPORATED	1,516.	3,991.
REAL INDUSTRY INC	46,638.	36,191.
RECKITT BENCKISER GROUP	11,563.	10,836.
RED ELECTRICA DE ESPANA SA	25,796.	23,512.
RED HAT, INC	7,453.	6,691.
REGAL BELOITE CP	10,384.	12,327.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
REGENERON PHARMACEUTICALS INC	15,393.	14,684.
REYNOLDS AMERICAN INC	9,568.	14,458.
ROBERT HALF INTL INC	15,925.	20,341.
ROCHE HOLDING LTD ADR	1,179.	913.
ROCKWELL AUTOMATION INC	34,099.	36,422.
ROGERS COMM CL B	13,593.	13,696.
ROWAN CO PLC	6,701.	6,725.
ROYAL BANK OF CANADA	28,329.	29,996.
RPC INC	7,751.	12,025.
S&P GLOBAL INC COM	19,062.	19,787.
SALESFORCE.COM	25,136.	23,550.
SAMPO PLC UNSPONSORED ADR	21,736.	20,196.
SANDS CHINA LTD UNSP ADR	7,292.	9,618.
SAP AKTIENGESSELL ADS	21,065.	49,179.
SCHLUMBERGER LTD	97,784.	99,061.
SCHNEIDER ELEC UNSP/ADR	31,595.	31,832.
SECOM CO LTD ADR OTC	10,847.	10,804.
SERVICE NOW	45,812.	45,868.
SEVEN & I HOLDINGS C	13,453.	12,552.
SGS SOC GEN SURVEILLANCE HLDGS	38,786.	40,773.
SHERWIN-WILLIAMS CO	63,215.	58,048.
SHINHAN FINL GROUP CO LTD	14,962.	15,319.
SHIRE PLC	4,798.	4,260.
SHOPRITE HOLDINGS LTD	6,418.	8,026.
SIEMENS AG	41,236.	47,009.
SILVER SPRING NETWORKS INC	51,413.	51,563.
SILVER WHEATON CORP	17,779.	16,325.
SIMON PPTY GROUP INC	24,057.	23,452.
SINGAPORE TELE ADR	12,376.	10,375.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SK TELECOM ADS ADS	16,000.	16,093.
SMC CORPORATION	9,801.	8,725.
SNAP ON INC	8,927.	48,812.
SOFTBANK CP UNSP ADR	16,026.	17,836.
SOLAREDDGE TECHNOLOGIES INC	58,377.	33,381.
SONY CORP ADR	11,271.	11,352.
ST. JUDE MED INC	11,330.	11,868.
STANDARD BANK GROUP SPON ADR	16,858.	24,907.
STARBUCKS CORP COM	15,828.	95,939.
STATE STREET CORPORATION	17,345.	18,808.
STRYKER CORPORATION	33,324.	106,511.
SUN HUNG KAI PY LTD S/ADR	12,189.	12,653.
SUN LIFE FINANCIAL INC	17,638.	21,241.
SUNTRUST BKS INC	7,439.	9,654.
SWISS RE LTD ADR	7,565.	7,983.
SYNCHRONY FINANCIAL	20,110.	24,083.
SYNGENTA AG ADS	5,592.	5,929.
SYSCO CORP	7,420.	11,019.
T. ROWE PRICE ASSOCIATES	21,093.	20,998.
TAIWAN SEMICONDUCTOR MFG CO LT	22,295.	26,939.
TELENOR ASA	9,323.	9,176.
TELSTRA CORPORATION	6,930.	5,314.
TENCENT HOLDINGS LIMITED	20,037.	24,002.
TESLA MOTORS INC	23,062.	15,386.
TEVA PHARMACEUTICAL INDUSTRIES	3,936.	2,356.
THE COCA-COLA CO	79,247.	156,968.
THERMO FISHER SCIENTIFIC INC	25,155.	27,373.
TJX COMPANIES INC	21,974.	25,319.
TOKIO MARINE HOLDINGS INC	9,935.	10,018.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
TORAY INDS INC	66,859.	66,766.
TORONTO DOMINION	24,325.	27,334.
TOYOTA MTR CORP	53,929.	57,428.
TPI COMPOSITES INC	48,812.	43,533.
TRACTOR SUPPLY CO COM	6,515.	5,686.
TRANSOCEAN LTD	11,053.	12,514.
TRAVELERS COMPANIES INC	12,619.	14,078.
TRIMBLE NAV LTD	54,442.	68,742.
TWENTY FIRST CENTURY FOX CO	33,050.	34,321.
TWILIO INC	24,976.	22,676.
TYSON FOODS INC CL A	7,396.	10,794.
ULTIMATE SOFTWARE GROUP, INC.	34,237.	31,182.
UNDER ARMOUR INC CL A	3,748.	2,731.
UNDER ARMOUR INC CL C	3,583.	2,366.
UNIBAIL RODAMCO SE	53,403.	49,442.
UNILEVER N V N Y	15,652.	15,233.
UNITED OVRSEAS BK LTD ADR	10,672.	11,256.
UNITED PARCEL SERVICE	60,675.	98,820.
UNITED RENTALS INC	9,668.	14,992.
UNITEDHEALTH GROUP INC	45,136.	61,295.
UNIVERSAL DISPLAY CORP	8,465.	8,670.
UNUM CORP	13,252.	17,352.
US BANCORP	41,075.	48,904.
V F CORP	8,610.	7,309.
VALEO SA SPONS ADR	17,960.	21,450.
VALSPAR CORP	9,284.	8,910.
VENTAS INC	3,613.	3,876.
VERIZON COMMUNICATIONS	99,640.	105,159.
VERTEX PHARMCTLS INC	12,542.	9,945.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VESTAS WIND SYS UNSP/ADR	17,622.	21,047.
VIACOM INC. CL B	14,967.	12,250.
VINCI SA ADR	30,844.	33,736.
VISA INC	41,005.	46,266.
VMWARE INC	30,029.	40,940.
VODACOM GROUP LIMITE	6,577.	7,461.
VOYA FINANCIAL INC	8,496.	9,060.
WAL-MART DE MEX V SP/ADR	1,559.	1,126.
WAL-MART STORES INC	75,467.	75,410.
WALGREENS BOOTS ALLIANCE	20,361.	70,512.
WALT DISNEY HOLDINGS CO	34,755.	154,141.
WASHINGTON FED INC	4,555.	7,282.
WATTS WATER TECHNOLOGIES INC	46,768.	61,092.
WEATHERFORD INTL	4,245.	2,460.
WELLS FARGO & CO	117,980.	124,493.
WELLTOWER INC	12,241.	11,110.
WESCO INTL INC	13,630.	16,438.
WESTERN DIGITAL CORP	12,496.	18,822.
WESTPAC BANKING CP	30,203.	30,947.
WIPRO LTD SPON ADR	8,183.	6,766.
WOLSELEY PLC ADR S	14,645.	17,603.
WPP PLC NEW/ADR	3,082.	2,988.
WYNN RESORTS	8,844.	11,765.
XL GROUP LTD	18,259.	21,164.
XYLEM INC	89,962.	125,929.
ZUMTOBEL GROUP AG	106,444.	81,483.
ZURICH INS GROU ADR	12,964.	15,439.
TOTALS	<u>11,086,325.</u>	<u>13,404,203.</u>

FORM 990PF, PART II - CORPORATE BONDSATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
APPLE INC 2.85% 02/23/23	304,674.	305,168.
AT&T INC 2.45% 06/30/20	304,764.	297,380.
BANK OF AMERICA 1.95% 05/12/18	299,997.	300,379.
BMW BK NA UTAH 0.85% 03/08/17	99,265.	100,046.
CIT BK SLC UT 1.1% 05/22/18	100,000.	99,441.
CITIGROUP SR NT 1.75% 05/01/18	301,074.	299,162.
GOLDMAN SACHS 5.75% 01/24/22	347,280.	337,266.
IBRD 0.016% 03/09/21	277,576.	270,454.
IBRD 0.019% 10/07/19	1,024,720.	1,007,054.
IBRD 1.750% 04/19/23	709,604.	674,386.
IBRD 2.500% 07/29/25	672,024.	644,546.
INT BANK 1.0% 10/05/18	521,241.	521,994.
INT BANK 0.021% 11/01/20	869,975.	858,244.
INT BANK 1.375% 03/30/20	797,552.	791,826.
INT BANK 0.025% 11/25/24	550,898.	523,507.
INT BANK 1.375% 04/10/18	1,009,395.	1,001,628.
INT BANK 1.875% 10/07/18	809,006.	792,445.
MORGAN STANLEY 0.022% 12/17/18	303,648.	301,099.
STATE STREET CO 3.1% 05/15/23	307,650.	300,340.
UPS 5.125% 04/01/19	333,072.	321,909.
WASTE MANAGEMENT 6.1% 03/15/18	335,491.	315,444.
TOTALS	<u>10,278,906.</u>	<u>10,063,718.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BIRCH FUND LLC	751,350.	750,000.
BREVET DIRECT LEND ST DUR FD	3,887,351.	4,020,581.
CIM ENTERPRISE LOAN FUND LP	1,549,237.	1,533,466.
CLEAN GROWTH FUND IV LP	73,128.	121,781.
KIMPACT EVERGREEN REAL ESTATE	1,250,916.	1,243,348.
THE LYME FOREST FUND IV LP	490,656.	539,393.
TOTALS	<u>8,002,638.</u>	<u>8,208,569.</u>

ATTACHMENT 11FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PRI - THE REDD LLC	250,000.	250,000.
TOTALS	<u>250,000.</u>	<u>250,000.</u>

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
18795448.		PUBLICLY-TRADED SECURITIES					-376,486.	
		19171934.						
		PASSTHROUGH K-1 CAPITAL GAIN					-85,862.	
TOTAL GAIN (LOSS)							<u>-462,348.</u>	

Part VII-B, Line 5c (990-PF) – Expenditure Responsibility

Pursuant to IRC Regulation 53.4945-5(d)(2), Edwards Mother Earth Foundation provides the following information for one program related investment:

- | | | |
|-------------|------------------------------------|--|
| (i) | PRI Recipient: | The Redd, LLC
721 NW 9th Ave, Suite 200
Portland, OR 97209 |
| (ii) | Date and Amount of PRI | 12/11/2015 \$250,000 |
| (iii) | Purpose of PRI: | To address community needs identified in Ecotrust's Oregon Food Infrastructure Gap Analysis by renovating and managing The Marble, a building located in a low income community in Portland's Central Eastside. |
| (iv) & (vi) | Reports of Amounts Expended | Recipient has submitted a full and complete financial report of the type ordinarily required by commercial investors under similar circumstances and a statement that it has complied with the terms of the investment for each of its fiscal years indicated below: |

<u>Date of Report</u>	<u>For FYE</u>
04/19/2016	12/31/2015
5/5/2017	12/31/2016

This investment remained on the Foundation's books as of 12/31/2016.

- | | | |
|-------|----------------------|---|
| (v) | Diversions: | To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the investment was originally made. |
| (vii) | Verification: | The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made. |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
HEATHER MARTIN* FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377 *REMOVED FROM FOUNDATION IN 2016	PRESIDENT/DIRECTOR 1.00	2,100.	0.	0.
SUTTER WEHMEIER FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377 *REMOVED FROM POSITION IN 2016	PRES/VP*/DIRECTOR 1.00	2,100.	0.	0.
KRISTINA RAYL FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	VP/DIRECTOR 1.00	2,100.	0.	0.
JOHN RYAN FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	TREASURER/DIRECTOR 1.00	2,100.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROBBIN FINCH FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	SECRETARY/DIRECTOR 1.00	1,400.	0.	0.
SCOTT BAKER FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIRECTOR 1.00	2,100.	0.	0.
SONIA E BAKER FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIRECTOR 1.00	0.	0.	0.
TAWNY CHRITTON FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIRECTOR 1.00	875.	0.	0.
PAUL CUNNINGHAM* FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377 *REMOVED FROM FOUNDATION IN 2016	DIRECTOR 1.00	700.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ERIC RAYL FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIRECTOR 1.00	2,100.	0.	0.
TARA REINERTSON FOUNDATION SOURCE 501 SILVERSIDE RD 123 WILMINGTON, DE 19809-1377	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		15,575.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
THE CAPROCK GROUP INC. 805 W. IDAHO ST, STE 200 BOISE, ID 83702	INVESTMENT MGMT	184,599.
TOTAL COMPENSATION		<u>184,599.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
A CHILDS HAVEN INC 20 MARTIN DR GREENVILLE, SC 29617	N/A PC		GENERAL & UNRESTRICTED	500
AMERICAN CANCER SOCIETY 375 E 100 S SALT LAKE CITY, UT 84111	N/A PC		HOPE LODGE PROJECT	2,500
AMPHITHEATER PUBLIC SCHOOLS FOUNDATION INC 701 W WETMORE RD TUCSON, AZ 85705	N/A PC		GENERAL & UNRESTRICTED	1,000
ANIMAL RESCUE RANCH 2301 FAIRVIEW AVE E SEATTLE, WA 98102	N/A PC		GENERAL & UNRESTRICTED	250
ANTIOCH COLLEGE CORPORATION 1 MORGAN PL YELLOW SPGS, OH 45387	N/A PC		EXTENSION OF THE GEOTHERMAL PLANT PIPING SYSTEM TO SERVE BUILDINGS NOT CURRENTLY SERVED BY THE CAMPUS GEOTHERMAL PLANT	5,000
ARIZONA CENTER FOR LAW IN THE PUBLIC INTEREST 202 E MCDOWELL RD STE 153 PHOENIX, AZ 85004	N/A PC		ARIZONA ENERGY EFFICIENCY PROJECT (ACLEPI)	22,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ARKANSAS PUBLIC POLICY PANEL INC 1308 W 2ND ST LITTLE ROCK, AR 72201	N/A	PC	ENERGY EFFICIENCY INITIATIVE IN ARKANSAS	55,000
BOISE NORDIC FOUNDATION INC PO BOX 85 BOISE, ID 83701	N/A	PC	BBNT TRANSPORTATION FUND	2,000
BOISE PUBLIC SCHOOLS EDUCATION FOUNDATION INC 8169 W VICTORY RD BOISE, ID 83709	N/A	PC	BOISE HIGH SCHOOL BOYS SOCCER JV2	250
BOISE STATE UNIVERSITY FOUNDATION INC 1173 UNIVERSITY DR BOISE, ID 83706	N/A	PC	MATCH GRANT TO SUPPORT A FIVE PART ENVIRONMENTAL SERIES AT KESX	5,000
BREAD AND ROSES BENEFIT AGENCY 233 TAMALPAIS DR, STE 100 CORTE MADERA, CA 94925	N/A	PC	GENERAL & UNRESTRICTED	2,000
CALIFORNIA STATE UNIVERSITY DOMINGUEZ HILLS PHILAN 1000 E VICTORIA ST SCC 202 CARSON, CA 90747	N/A	PC	THIS GRANT IS TO BE DIRECTED TO THE INTEGRATING CULTURES THROUGH OCCUPATIONAL THERAPY (ICOT) AN INITIATIVE OF THE OCCUPATIONAL THERAPY DEPARTMENT AT CSUDH TO SUPPORT THEIR CONTINUED WORK IN BRINGING OCCUPATIONAL THERAPY TO THOSE IN NEED OF OF SERVICES AROUND THE GLOBE	750

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CASA COLINA CENTERS FOR REHABILITATION FOUNDATION 255 E BONITA AVE POMONA, CA 91767	N/A PC	INPATIENT REHABILITATION OCCUPATIONAL THERAPY DEPARTMENT	750
CLIMATE SOLUTIONS 1402 3RD AVE, STE 1305 SEATTLE, WA 98101	N/A PC	TO SUPPORT 13 CITIES IN KING COUNTY, WASHINGTON TO ADVANCE BUILDING ENERGY BENCHMARKING	50,000
COFAN SURVIVAL FUND INC PO BOX 1095 CONIFER, CO 80439	N/A PC	GENERAL & UNRESTRICTED	4,000
COMMUNITY PSYCHIATRIC CLINIC INC 11000 LAKE CITY WAY NE SEATTLE, WA 98125	N/A PC	GENERAL & UNRESTRICTED	500
CONFLUENCE PHILANTHROPY INC 475 RIVERSIDE DR RM 900 NEW YORK, NY 10115	N/A PC	GENERAL & UNRESTRICTED	1,500
DEMOCRACY NOW PRODUCTIONS INC 207 W 25TH ST NEW YORK, NY 10001	N/A PC	CLIMATE CHANGE REPORTING & DAPL CAMPAIGN	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DEPAYE PO BOX 12503 PORTLAND, OR 97212	N/A PC		GENERAL & UNRESTRICTED	1,000
DWELL WITH DIGNITY FOUNDATION INC 3112 HOOD ST DALLAS, TX 75219	N/A PC		GENERAL & UNRESTRICTED	10,000
EARTH ADVANTAGE INC 623 SW OAK ST STE 300 PORTLAND, OR 97205	N/A PC		TO CREATE A BUILDING LIFE CYCLE COST ANALYSIS TOOL FOR OREGON	48,000
EAST BAY DEPOT OF BAY AREA CREATIVE RE-USE INC 4695 TELEGRAPH AVE OAKLAND, CA 94609	N/A PC		GENERAL & UNRESTRICTED	1,000
EL GRUPO YOUTH CYCLING 23 W 4TH ST TUCSON, AZ 85705	N/A PC		GENERAL & UNRESTRICTED	6,000
ENVIRONMENTAL LAW & POLICY CENTER OF THE MIDWEST 35 E WACKER DR STE 1600 CHICAGO, IL 60601	N/A PC		OHIO ENERGY EFFICIENCY PARTNERSHIP	40,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
EVERGREEN MOUNTAIN BIKE ALLIANCE 438 NE 72ND ST SEATTLE, WA 98115	N/A PC		GENERAL & UNRESTRICTED	2,500
FAIRNESS & ACCURACY IN REPORTING INC 124 W 30TH ST STE 201 NEW YORK, NY 10001	N/A PC		CLIMATE CHANGE REPORTING	5,000
FARMERS ENDING HUNGER PO BOX 7361 SALEM, OR 97303	N/A PC		GENERAL & UNRESTRICTED	2,000
GRACE MINISTRIES PO BOX 1299 BATTLEGROUND, WA 98604	N/A PC		GENERAL & UNRESTRICTED	500
GRID ALTERNATIVES 1171 OCEAN AVE STE 200 OAKLAND, CA 94608	N/A PC		GENERAL & UNRESTRICTED	500
GROWING GARDENS 2203 NE OREGON ST PORTLAND, OR 97232	N/A PC		GENERAL & UNRESTRICTED	2,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
ICAST INTERNATIONAL CENTER FOR APPROPRIATE & SUSTAIN 777 S WADSWORTH BLVD STE 4-205 LAKEWOOD, CO 80226	N/A PC		TO UPGRADE 1000 UNITS OF AFFORDABLE HOUSING IN THE SOUTHWEST	50,000
IDAHO CONSERVATION LEAGUE INC 710 N 6TH ST BOISE, ID 83702	N/A PC		CLIMATE CHANGE WEEK	250
IDAHO CONSERVATION LEAGUE INC 710 N 6TH ST BOISE, ID 83702	N/A PC		INCREASING ENERGY EFFICIENCY AND CONSERVATION MEASURES AS A WAY TO RESPOND TO THE CHALLENGE OF GLOBAL WARMING	65,000
IDAHO ENVIRONMENTAL FORUM PO BOX 8224 BOISE, ID 83707	N/A PC		GENERAL & UNRESTRICTED	500
IDAHO HUMANE SOCIETY INC 4775 W DORVAN ST BOISE, ID 83705	N/A PC		GENERAL & UNRESTRICTED	500
IMPACT OF SOUTHERN ARIZONA 3535 E HAWSER ST TUCSON, AZ 85739	N/A PC		GENERAL & UNRESTRICTED	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INQUIRING SYSTEMS INC PO BOX 2037 SONOMA, CA 95476	N/A PC		GENE KEYS SOCIETY	6,000
LA CENTER LIONS CLUB PO BOX 432 LA CENTER, WA 98629	N/A PC		JUMP START BACKPACK PROGRAM	750
LELOOSKA FOUNDATION PO BOX 526 ARIEL, WA 98603	N/A PC		GENERAL & UNRESTRICTED	500
LIBRARY FOUNDATION INC SERVING THE PEOPLE OF MULTN 620 SW 5TH AVE STE 1025 PORTLAND, OR 97204	N/A PC		GENERAL & UNRESTRICTED	1,000
NATIONAL AUDUBON SOCIETY INC 4500 SPRINGER BLVD LITTLE ROCK, AR 72206	N/A PC		AUDUBON'S ENERGY EFFICIENCY INITIATIVE IN ARKANSAS	120,000
NATURAL RESOURCES DEFENSE COUNCIL INC 40 W 20TH ST NEW YORK, NY 10011	N/A PC		MISSOURI ENERGY EFFICIENCY ADVOCACY PROGRAM	70,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
NATURE INSTITUTE INC 20 MAY HILL RD GHENT, NY 12075	N/A	PC	COMPOST PROJECT	5,500.
NETWORK FOR OREGON AFFORDABLE HOUSING 1020 SW TAYLOR ST STE 585 PORTLAND, OR 97205	N/A	PC	EMPOWER OREGON'S PROJECT TO UPGRADE 1,000 UNITS OF AFFORDABLE HOUSING IN OREGON	60,000.
NEW BUILDINGS INSTITUTE INC 623 S W OAK ST 3RD FL PORTLAND, OR 97205	N/A	PC	TO ANALYZE THE WATER-ENERGY NEXUS OF 2 SCHOOL DISTRICTS IN THE PACIFIC NORTHWEST	73,000.
NORTH HELPLINE 12736 33RD AVE NE STE 100 SEATTLE, WA 98125	N/A	PC	GENERAL & UNRESTRICTED	2,500.
NORTHWEST ECOBUILDING GUILD 120 STATE AVE NE 303 OLYMPIA, WA 98501	N/A	PC	TO ENHANCE A GREEN BUILDING CODE DATABASE AND ADVOCATE FOR GREEN BUILDING POLICIES	60,000.
OCCIDENTAL ARTS AND ECOLOGY CENTER 15290 COLEMAN VALLEY RD OCCIDENTAL, CA 95465	N/A	PC	COMPOSTING TOILET RESEARCH	1,000.

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

<u>RECIPIENT NAME AND ADDRESS</u>		<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>		<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
OHIO ENVIRONMENTAL COUNCIL 1145 CHESAPEAKE AVE STE I COLUMBUS, OH 43212		N/A PC		RESTORING OHIO'S ENERGY EFFICIENCY FUTURE	50,000
ONE HOUSE OF PEACE PO BOX 14351 PORTLAND, OR 97293		N/A PC		GENERAL & UNRESTRICTED	2,000
OREGON BRAVO YOUTH ORCHESTRAS PO BOX 17356 PORTLAND, OR 97217		N/A PC		GENERAL & UNRESTRICTED	2,000
PACIFICA FOUNDATION RADIO 1925 MARTIN LUTHER KING JR WAY BERKELEY, CA 94704		N/A PC		AN EVEN SPLIT BETWEEN KPFA AND ARCHIVES PROJECT	6,000
RENEW MISSOURI ADVOCATES 1200 ROGER ST STE B COLUMBIA, MO 65201		N/A PC		RENEW MISSOURI ENERGY EFFICIENCY ADVOCACY PROGRAM	90,000
RIDDLES ELEPHANT BREEDING FARM AND WILDLIFE SANCTU PO BOX 715 GREENBRIER, AR 72058		N/A PC		GENERAL & UNRESTRICTED	250

ATTACHMENT 14 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAIL SAND POINT 7777 62ND AVE NE STE 101 SEATTLE, WA 98115	N/A PC		GENERAL & UNRESTRICTED	2,500
SIERRA CLUB FOUNDATION 2101 WEBSTER ST STE 1250 OAKLAND, CA 94612	N/A PC		OHIO CLEAN ENERGY SOLUTIONS	20,000
SIERRA CLUB FOUNDATION 2101 WEBSTER ST STE 1250 OAKLAND, CA 94612	N/A PC		SIERRA CLUB GRAND CANYON CHAPTER'S ARIZONA ENERGY EFFICIENCY PROJECT	19,000
SOLAR OREGON 1231 NW HOYT ST PORTLAND, OR 97209	N/A PC		GENERAL & UNRESTRICTED	5,000
SOUTHERN ALLIANCE FOR CLEAN ENERGY PO BOX 1842 KNOXVILLE, TN 37901	N/A PC		PROMOTING ENERGY EFFICIENCY IN GEORGIA	60,000
SOUTHERN ENVIRONMENTAL LAW CENTER 201 W MAIN ST STE 14 CHARLOTTESVILLE, VA 22902	N/A PC		LEADING GEORGIA TO A CLEAN ENERGY FUTURE	55,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SOUTHWEST ENERGY EFFICIENCY PROJECT LLC 2334 BROADWAY ST UNIT A BOULDER, CO 80304	N/A PC	ADVANCING COLORADO'S ENERGY EFFICIENCY INVESTMENT	10,000
SOUTHWEST ENERGY EFFICIENCY PROJECT LLC 2334 BROADWAY ST UNIT A BOULDER, CO 80304	N/A PC	ARIZONA ENERGY EFFICIENCY PROJECT (SWEEP)	65,000
SOUTHWEST ENERGY EFFICIENCY PROJECT LLC 2334 BROADWAY ST UNIT A BOULDER, CO 80304	N/A PC	TO CONDUCT GREEN BUILDING WORKSHOPS IN THE SOUTHWEST	75,000
STUDENT CONSERVATION ASSOCIATION INC-OAKLAND 1230 PRESERVATION PARK WAY OAKLAND, CA 94612	N/A PC	GENERAL & UNRESTRICTED	100
THE DESERT MENS COUNCIL INC PO BOX 78574 TUCSON, AZ 85703	N/A PC	GENERAL & UNRESTRICTED	1,000
THE SNAKE RIVER ALLIANCE EDUCATION FUND INC PO BOX 1731 BOISE, ID 83701	N/A PC	MEETING IDAHO'S CLIMATE CHANGE CHALLENGES THROUGH COAL REDUCTION, ENERGY EFFICIENCY, EDUCATION AND REDUCING PEAK DEMAND	9,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRUTHOUT PO BOX 276414 SACRAMENTO, CA 95827	N/A PC		GENERAL & UNRESTRICTED	2,000
TU NIDITO CHILDREN AND FAMILY SERVICES 3922 N MOUNTAIN AVE TUCSON, AZ 85719	N/A PC		GENERAL & UNRESTRICTED	1,000
WASHINGTON TRAILS ASSOCIATION 705 2ND AVE STE 300 SEATTLE, WA 98104	N/A PC		GENERAL & UNRESTRICTED	2,500
WOODLAND ACTION CENTER PO BOX 1475 WOODLAND, WA 98674	N/A PC		GENERAL & UNRESTRICTED	7,500
WOODLAND COMMUNITY SWIMMING POOL COMMITTEE 1066 S PEKIN RD WOODLAND, WA 98674	N/A PC		GENERAL & UNRESTRICTED	1,000
TOTAL CONTRIBUTIONS PAID				<u>1,275,850</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 15

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	RELATED OR EXEMPT FUNCTION INCOME	
				AMOUNT	
K-1 INC/LOSS	525990	10,176.	14	528,347.	
FEDERAL TAX REFUND			01	112,750.	
SECTION 988 GAIN			14	1,608.	
LOAN ORIGINATION FEE			14	35,000.	
INTEREST INCOME ON NOTES RECEIVABLE			14	1,997.	
PRI INTEREST INCOME			14	4,376.	
TOTALS		<u>10,176.</u>		<u>684,078.</u>	