

C&E 950

2949132809109 8 1712

Form 990-PF

Return of Private Foundation

OMB No 1545-0052

2017

Open to Public Inspection

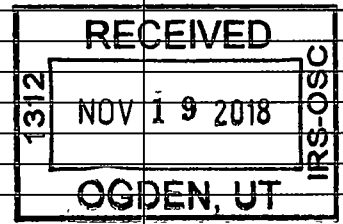
Department of the Treasury Internal Revenue Service

Do not enter social security numbers on this form as it may be made public. Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning 2017, and ending 20

Name of foundation: THE MAGNON FOUNDATION. Address: FOUNDATION SOURCE 501 SILVERSIDE RD, WILMINGTON, DE 19809-1377. Accounting method: Cash. Fair market value: \$5,095,398.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).



SCANNED FEB 14 2019. 0423247877 NOV 26 2018 599018

6

A8

38

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 . . . . .	4,369,841.	329,674.	329,674.
	3	Accounts receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	4	Pledges receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments - U S and state government obligations (attach schedule) [ 5 ] . . . . .		117,468.	117,969.
	b	Investments - corporate stock (attach schedule) ATCH 6 . . . . .		3,891,685.	4,076,445.
	c	Investments - corporate bonds (attach schedule) ATCH 7 . . . . .		70,652.	71,310.
	11	Investments - land, buildings, and equipment basis ▶ . . . . .			
	Less accumulated depreciation (attach schedule) ▶ . . . . .				
12	Investments - mortgage loans . . . . .				
13	Investments - other (attach schedule) . . . . .				
14	Land, buildings, and equipment basis ▶ . . . . .				
	Less accumulated depreciation (attach schedule) ▶ . . . . .				
15	Other assets (describe ▶ ATCH 8 ) . . . . .	500,000.	500,000.	500,000.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	4,869,841.	4,909,479.	5,095,398.	
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 ▶ ) . . . . .	111.		
23	Total liabilities (add lines 17 through 22) . . . . .	111.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here . . . . . <input type="checkbox"/>				
	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 ▶ <input checked="" 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 . . . . .	4,869,730.	4,909,479.		
30	Total net assets or fund balances (see instructions) . . . . .	4,869,730.	4,909,479.		
31	Total liabilities and net assets/fund balances (see instructions) . . . . .	4,869,841.	4,909,479.		

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 4,869,730.
2	Enter amount from Part I, line 27a . . . . .	2 38,826.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9 . . . . .	3 923.
4	Add lines 1, 2, and 3 . . . . .	4 4,909,479.
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 4,909,479.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, 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.)
<b>1 a</b>	SEE PART IV SCHEDULE			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	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 }	<b>2</b>	10,336.
<b>3</b>	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 . . . . .		<b>3</b>	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 doesn't qualify under section 4940(e) Do not complete this part

<b>1</b> 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))
2016	106,638.		
2015	152,829.		
2014	14,961.		
2013	37,789.		
2012	97,380.		
<b>2</b>	Total of line 1, column (d) . . . . .	<b>2</b>	0.
<b>3</b>	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years . . . . .	<b>3</b>	
<b>4</b>	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 . . . . .	<b>4</b>	4,473,902.
<b>5</b>	Multiply line 4 by line 3. . . . .	<b>5</b>	
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	<b>6</b>	800.
<b>7</b>	Add lines 5 and 6. . . . .	<b>7</b>	800.
<b>8</b>	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	<b>8</b>	39,987.

3

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 840, with 840 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements and a Yes/No column. Includes questions about political influence, tax on political expenditures, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions . . . . . 11 Yes No 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 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 Yes No 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
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X

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

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

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
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
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 2017?
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? Yes No X
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)
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 X
b If "Yes," did it have excess business holdings in 2017 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 2017)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2017?

**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			Yes	No
(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.		5b		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<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		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?	<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		

**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 10		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0.

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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	4,020,525.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	521,507.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	4,542,032.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	4,542,032.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	68,130.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	4,473,902.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	223,695.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	223,695.
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5 . . . . .	<b>2a</b>	800.
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	800.
<b>3</b>	<b>Distributable amount before adjustments.</b> Subtract line 2c from line 1 . . . . .	<b>3</b>	222,895.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	222,895.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	222,895.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	39,987.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	39,987.
<b>5</b>	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 . . . . .	<b>5</b>	800.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	39,187.

**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 2016	(c) 2016	(d) 2017
1. Distributable amount for 2017 from Part XI, line 7 . . . . .				222,895.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only . . . . .				
b Total for prior years 20 15 , 20 14 , 20 13 . . . . .				
3 Excess distributions carryover, if any, to 2017				
a From 2012 . . . . .				
b From 2013 . . . . .				
c From 2014 . . . . .				
d From 2015 . . . . .				
e From 2016 . . . . .				
f Total of lines 3a through e . . . . .				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>39,987.</u>				
a Applied to 2016, but not more than line 2a . . . . .				
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 2017 distributable amount . . . . .				39,987.
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2017 (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 2016 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018. . . . .				182,908.
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 2012 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	0.			
10 Analysis of line 9				
a Excess from 2013 . . . . .				
b Excess from 2014 . . . . .				
c Excess from 2015 . . . . .				
d Excess from 2016 . . . . .				
e Excess from 2017 . . . . .				

**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 2017, 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) 2017	(b) 2016	(c) 2015	(d) 2014	
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 . . . . .	110				110
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				1
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
(3) Largest amount of support from an exempt organization . . . . .					
(4) Gross investment income . . . . .					

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

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

NONE

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

N/A

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

**Part XV** Supplementary Information *(continued)*

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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 <i>Paid during the year</i>				
<b>Total</b> ..... ▶ <b>3a</b>				
b <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ <b>3b</b>				





ATTACHMENT 1

;

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u> EXEMPT FUNCTION INCOME	REVENUE AND EXPENSES PER BOOKS	ADJUSTED NET INCOME
	250.	250.
TOTALS	<u>250.</u>	<u>250.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT SERVICES	20,068.	20,068.	
TOTALS	<u>20,068.</u>	<u>20,068.</u>	<u>8,938.</u>

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
990-PF ESTIMATED TAX FOR 2017	1,300.		
FOREIGN TAX PAID	1,099.	1,099.	
SALES TAX	140.		140.
TOTALS	<u>2,539.</u>	<u>1,099.</u>	<u>140.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	20,701.		20,701.
BANK CHARGES	419.	419.	
INDEMNIFICATION INSURANCE	866.		866.
AUTOMOTIVE MAINTENANCE& REPAIR	15,400.		15,400.
AUTOMOTIVE SHIPPING	270.		270.
STORAGE FEE	59.		59.
OFFICE SUPPLIES	650.		650.
POSTAGE/DELIVERY SERVICE	38.		38.
STATE OR LOCAL FILING FEES	35.		35.
WEBSITE HOSTING/SUPPORT	208.		208.
ADVERTISING EXPENSE	670.		670.
<b>TOTALS</b>	<u>39,316.</u>	<u>419.</u>	<u>38,897.</u>

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

ATTACHMENT 5

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDL NATL MORTGAGE ASSO 1.875%	15,160.	15,013.
FEDL NATL MORTGAGE ASSO 6.625%	4,249.	4,219.
FEDL NATL MORTGAGE ASSO POOL	5,128.	5,120.
FEDL NATL MTG ASSN #BM1285 - 4	11,972.	11,762.
FHLMC #G60440 - 3.500% - 03/01	21,301.	21,351.
FHLMC - 3.750% - 03/27/2019	10,457.	10,234.
FHLMC GLD BND - 4.000% - 09/01	11,355.	11,262.
FHLMC POOL #G08737 POOL #G0873	9,252.	9,349.
US T - 2.500% - 02/15/2046	8,114.	8,564.
US T BDS - 3.000% - 05/15/2045	7,953.	8,402.
US T NTS - 2.125% - 09/30/2021	4,043.	4,003.
US TIPS - 0.125% - 01/15/2023	4,266.	4,242.
US TIPS - 1.000% - 02/15/2046	4,218.	4,448.
<b>US OBLIGATIONS TOTAL</b>	<b>117,468.</b>	<b>117,969.</b>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
3M CO	6,835.	8,709.
ABBOTT LABS	5,653.	7,305.
ABBVIE INC	6,116.	6,480.
ACCENTURE PLC	4,099.	5,205.
ACS ACTIVIDADES CO UNSP ADR	4,555.	5,508.
AERCAP HOLDING N.V	7,772.	8,786.
AIA GROUP LTD ADR	4,648.	6,095.
AIR PRODS & CHEM INC	10,350.	11,650.
AIRBUS GROUP	4,012.	5,476.
ALTRIA GROUP INC	26,820.	26,636.
AMBEV SA	4,977.	5,543.
AMERCO	748.	756.
AMERICAN TOWER REIT INC	3,227.	3,139.
AMGEN INC	8,141.	7,999.
AON PLC	4,391.	4,958.
APPLE INC	9,018.	11,000.
ARCELORMITTAL	4,699.	6,720.
ARCH CAPITAL GROUP LTD	1,315.	1,271.
AUTODESK, INC	2,642.	3,145.
AXA ADS	4,551.	5,459.
AXALTA COATING SYSTEMS LTD	389.	421.
BAE SYSTEMS PLC	5,498.	5,051.
BAIDU.COM - ADR	6,745.	8,666.
BANCO BILBAO ARG SA	4,248.	5,168.
BARCLAYS BANK PLC - 10/30/2020	50,000.	50,900.
BARCLAYS BANK PLC TA-CYN - 08/	50,000.	50,750.
BAYER A G SPONSORED ADR	5,821.	5,223.
BB&T CP	9,760.	10,441.
BECTON DICKINSON & CO	4,021.	4,709.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BERKSHIRE HATHAWAY INC. CLASS	5,364.	6,343.
BHP BILLITON SP ADR	7,864.	9,027.
BLACK KNIGHT, INC	723.	927.
BLACKROCK INC	16,499.	21,576.
BRITISH AMERICAN TOBACCO PLC	8,008.	8,441.
BROADCOM LIMITED	7,846.	9,505.
BROADRIDGE FINANCIAL	8,446.	11,051.
BROOKFIELD ASSET MANAGEMENT CL	6,026.	7,053.
BROWN & BROWN INC	1,131.	1,338.
BROWN FORMAN CORP CL B	578.	824.
CA INC	7,327.	7,654.
CALRSBERG AS SP ADR REP B	4,327.	5,900.
CANADIAN NATURAL RESOURCES LTD	5,631.	6,322.
CARMAX INC	4,087.	3,912.
CARNIVAL CORP	10,656.	12,212.
CARREFOUR S.A	5,372.	4,796.
CBRE GROUP INC	2,257.	2,772.
CDK GLOBAL INC	776.	855.
CDW CORP	4,866.	5,698.
CHEVRON CORP	6,002.	6,760.
CINCINNATI FINANCIAL CORP	8,394.	8,622.
CINTAS CRP	5,914.	7,636.
CISCO SYSTEMS INC	15,951.	18,461.
CK HUTCHISON HLDGS	4,964.	5,150.
COLFAX CORPORATION	2,284.	2,298.
COMCAST CORP	8,771.	9,131.
CONSTELLATION BRANDS INC	6,076.	7,086.
COPART INC	1,378.	1,987.
CROWN CASTLE INTL	10,452.	11,434.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DBS GROUP HLDGS SPON ADR	4,733.	6,645.
DENTSPLY SIRONA INC	3,336.	3,621.
DEUTSCHE BOERSE ADR	5,734.	6,174.
DIAGEO PLC ADS	7,335.	9,200.
DNB NOR ASA SPONSOR ADR	4,937.	5,348.
DOLLAR GENERAL CORP	822.	1,023.
DOLLAR TREE INC	2,079.	2,897.
DOMINION ENERGY INC	3,287.	3,567.
DUKE ENERGY CO	4,625.	4,878.
E.ON AG SPON ADR REP 1/3 ORD N	3,639.	5,179.
ECHOSTAR HOLDING CORPORATION	329.	359.
ECOLAB INC	745.	805.
ELI LILLY & CO	7,246.	7,686.
ENGIE	4,006.	5,718.
EQUINIX, INC	1,564.	1,813.
ESSILOR INTL ADR	5,127.	6,001.
ESTEE LAUDER COMPANIES INC	6,102.	9,034.
EXXON MOBIL CORP	6,108.	6,189.
FAST RETAILING CO LT	5,533.	6,378.
FASTENAL COMPANY	650.	820.
FIDELITY NATIONAL FINANCIAL IN	1,950.	2,708.
FIDELITY NATIONAL INFORMATION	1,977.	2,258.
FOREST CITY REALTY TRUST INC C	1,256.	1,326.
GARTNER INC	2,287.	2,340.
GATEWAY FUND CLASS Y	131,866.	139,731.
GEN DYNAMICS CP	13,109.	14,038.
GENERAL ELECTRIC CO	9,011.	5,322.
GENERAL MILLS INC	8,365.	8,182.
HASBRO INC	2,490.	2,272.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
HD SUPPLY HLDGS INC	248.	240.
HILTON WORLDWIDE HOLDINGS, INC	446.	559.
HOME DEPOT INC	9,938.	13,078.
HONEYWELL INTL	10,186.	12,269.
HOWARD HUGHES CORPORATION	1,212.	1,313.
HSBC HOLDINGS PLC	4,903.	5,835.
HSBC USA INC TA-CYN MSFT - 02/	50,000.	50,250.
IHS MARKIT LTD	2,252.	2,438.
ILLINOIS TOOL WORKS	3,600.	4,171.
INTEL CORP	6,937.	8,863.
INTESA SANPAOLO SPA	3,920.	5,287.
INTUIT	1,466.	1,893.
ISHARES MSCI EMERGING MARKETS	49,125.	56,568.
ISHARES MSCI USA MIN VOLATILIT	118,325.	132,899.
ISHARES RUSSELL 2000	136,101.	150,325.
JOHNSON & JOHNSON	4,067.	4,750.
JP MORGAN CHASE	14,522.	17,217.
JPMORGAN CHASE FINL CO LLC - 0	50,000.	47,050.
JULIUS BAER GROUP LTD	4,724.	5,868.
KAR AUCTION SERVICES INC	453.	505.
KINDER MORGAN INC	5,074.	4,265.
KOMATSU LTD	4,261.	6,123.
KON KPN NV SPON ADR REP 1 ORD	4,216.	5,184.
KONINKLIJKE DSM NV ADR	4,667.	6,782.
LENNAR CORP	873.	1,138.
LEUCADIA NATL CORP	400.	424.
LIBERTY BROADBAND CORP	677.	680.
LIBERTY BROADBAND CORP K	1,678.	1,618.
LIBERTY EXPEDIA HOLDINGS INC S	723.	709.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
LIBERTY GLOBAL PLC - SERIES A	960.	968.
LIBERTY GLOBAL PLC - SERIES C	1,526.	1,489.
LIBERTY MEDIA CORP - SER A	129.	131.
LIBERTY MEDIA CORP - SER C	1,548.	1,571.
LIBERTY SIRIUS XM CORP - SER C	1,156.	1,190.
LIBERTY SIRIUS XM GROUP - SER	542.	555.
LIBERTY VENTURES	1,036.	1,248.
LLOYDS BANKING GROUP PLC	5,576.	5,730.
LOCKHEED MARTIN CORP	8,747.	9,953.
LOCORR MANAGED FUTURES STRATEG	203,896.	195,634.
LOEWS CORP	1,934.	2,051.
LOWES COMPANIES INC	5,017.	6,041.
M&T BANK CORP	1,648.	1,710.
MACQUIRE INFRASTRUCTURE CO LLC	1,483.	1,220.
MARKEL CORP	3,845.	4,557.
MARKETAXESS HOLDINGS, INC	6,327.	6,658.
MARSH AND MCLENNAN COMPANIES I	8,665.	9,441.
MARTIN MARIETTA MATLS INC	2,805.	2,874.
MEDTRONIC PLC	8,434.	8,640.
MERCK & CO INC	8,669.	7,596.
MICROCHIP TECHNOLOGY INC	1,892.	2,285.
MICROSOFT CORP	20,099.	26,175.
MITSUBISHI ESTATE CO ADR	5,985.	5,335.
MOHAWK INDS INC	2,027.	2,483.
MOODYS CORP	3,494.	4,576.
MOTOROLA SOLUTIONS INC	966.	1,084.
MSCI INC	379.	506.
NEW MARKET CORP	5,728.	5,166.
NEXTERA ENERGY, INC	9,089.	11,089.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NORFOLK SOUTHERN CORP	11,207.	13,476.
O'REILLY AUTOMOTIVE INC	4,230.	4,330.
ORANGE	5,084.	5,568.
OTSUKA HOLDINGS CO	5,919.	5,809.
PANASONIC CORP	7,083.	8,694.
PAYCHEX	6,039.	6,944.
PEPSICO INC	8,552.	9,474.
PFIZER INC	7,048.	7,679.
PHILIP MORRIS INTL	4,134.	4,120.
PNC FINANCIAL GROUP INC	8,281.	9,379.
PROGRESSIVE CORP OHIO	1,154.	1,633.
PUTNAM SHORT DURATION INCOME C	1,044,106.	1,045,114.
RESTAURANT BRANDS INTL	3,296.	3,689.
ROCHE HOLDING LTD ADR	5,857.	6,000.
ROPER INDUSTRIES	2,931.	3,626.
ROSS STORES, INC	3,175.	3,852.
ROYAL DUTCH SHELL CL A	4,915.	6,137.
S&P GLOBAL INC COM	2,759.	3,557.
SBA COMMUNICATIONS CORP	4,329.	6,208.
SCHLUMBERGER LTD	9,272.	8,222.
SECOM CO LTD ADR OTC	5,298.	5,448.
SEMPRA ENERGY COM	3,422.	2,994.
SENSATA TECHNOLOGIES HOLDINGS	711.	869.
SEVEN & I HOLDINGS C	5,428.	5,529.
SHERWIN-WILLIAMS CO	2,225.	2,870.
SMITH & NEPHEW PLC ADR	4,659.	5,252.
STARBUCKS CORP COM	7,152.	7,294.
STRYKER CORPORATION	7,210.	8,671.
SUMITOMO MITSUI FINCL GRP	8,192.	9,377.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
TARGET CORPORATION	7,511.	8,744.
TATA MOTORS LTD ADS	6,116.	6,052.
TEXAS INSTRUMENTS INC	11,193.	14,935.
THE COCA-COLA CO	4,420.	4,863.
TJX COMPANIES INC	3,103.	3,058.
TORAY INDUSTRIES INC	5,435.	5,071.
TOTAL FINA ELF S.A	5,357.	5,804.
TRANSDIGM GRP INC	4,469.	4,943.
TRANSUNION COM USD0.01	1,324.	1,374.
UBS AG LONDONS - 08/14/2020	50,000.	45,700.
UBS AG TA-CYN 09/27/2022	50,000.	51,200.
UBS AG TA-CYN GM 01/25/2022	50,000.	49,700.
UBS AG TA-CYN INC GE - 03/06/2	50,000.	28,050.
UBS AG TA-CYN KRE 12/19/2019 R	50,000.	49,500.
UNITEDHEALTH GROUP INC	5,348.	7,055.
VANGUARD CHARLOTTE INTL BD IDX	164,930.	166,371.
VANGUARD HEALTH CARE ETF	71,552.	81,078.
VANGUARD TOTAL BOND MARKET ETF	131,972.	133,121.
VANGUARD TOTAL STOCK MARKET ET	304,682.	344,634.
VERISIGN INC	2,017.	2,747.
VERISK ANALYTICS, INC	2,494.	2,880.
VERIZON COMMUNICATIONS	6,576.	7,251.
VULCAN MATERIALS CO	1,229.	1,284.
WEC ENERGY GROUP, INC	2,725.	3,122.
WELLS FARGO & CO	12,841.	13,711.
WESTERN ASSET SMASH SERIES C F	27,913.	28,487.
WESTERN ASSET SMASH SERIES EC	73,416.	73,508.
WESTERN ASSET SMASH SERIES M F	81,717.	82,975.
WHITE MTN INS LTD	1,812.	1,703.
<b>TOTALS</b>	<b>3,891,685.</b>	<b>4,076,445.</b>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BANK AMER CORP - 4.125% - 01/2	7,386.	7,445.
BP CAP MKTS P L C NOTE CALL -	7,900.	8,085.
CITIGROUP INC NOTE - 3.668% -	6,098.	6,086.
ENTERPRISE PRODUCTS - 5.700% -	4,601.	4,837.
GE CAP CORP NTS - 5.875% - 01/	6,374.	6,466.
GOLDMAN SACHS GROUP INC - 4.00	6,252.	6,295.
JPM CHASE - 4.400% - 07/22/202	7,472.	7,354.
MICROSOFT CORP - 4.250% - 02/0	6,704.	6,860.
SHELL INT'L FINANCE - 2.875% -	5,000.	5,000.
VERIZON COMMUNICATIONS INC - 5	7,740.	7,785.
WELLS FARGO & CO MTN - 3.584% -	5,125.	5,097.
TOTALS	<u>70,652.</u>	<u>71,310.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
1951 MASERATI A6G-2000	500,000.	500,000.
TOTALS	<u>500,000.</u>	<u>500,000.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
TO ADJUST BV OF SECURITIES TO ACTUAL	812.
PRIOR PERIOD ADJUSTMENT	111.
TOTAL	<u>923.</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)	
1,749,735.		PUBLICLY-TRADED SECURITIES 1,739,399.					10,336.	
TOTAL GAIN (LOSS) .....							<u>10,336.</u>	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<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>
BILL LOSEE FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, VP 1.00	0.	0.	0.
DEANNA MAGNON FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, TREAS 1.00	0.	0.	0.
JAMES PEACOCK FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, PRES 1.00	0.	0.	0.
DAVID C STAPLEY FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, ACTING CHAIRMAN 1.00	0.	0.	0.
DENNIS WAGNER FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, SEC 1.00	0.	0.	0.
PHILIP YANNI FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, VP 1.00	0.	0.	0.

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

ATTACHMENT 10 (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>
JILLIAN YOCUM FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, VP 1.00	0.	0.	0.
<u>GRAND TOTALS</u>		<u>0.</u>	<u>0.</u>	<u>0.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 11

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
--------------------	--------------------------	---------------	---------------------------	---------------	--

EXEMPT FUNCTION INCOME

250.

TOTALS

250.