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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

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

Name of foundation: INDEPENDENCE BLUE CROSS FOUNDATION

A Employer identification number: 36-4685801

Number and street (or P O box number if mail is not delivered to street address): 1901 MARKET STREET

Room/suite:

B Telephone number (see instructions): 215-241-4065

City or town, state or province, country, and ZIP or foreign postal code: PHILADELPHIA, PA 19103

C If exemption application is pending, check here ▶ ☐

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

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

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 71,728,547

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	10,184,494			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,421,142	1,350,806		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,111,689			
	b	Gross sales price for all assets on line 6a 34,041,850				
	7	Capital gain net income (from Part IV, line 2)		2,111,689		
	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)	106,944			
	12	**Total.** Add lines 1 through 11	13,824,269	3,462,495		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	14,000			14,000
	c	Other professional fees (attach schedule)	574,961			488,872
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	147,158			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	448,515	302,552		39,019
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,184,634	302,552		541,891
	25	Contributions, gifts, grants paid	4,807,126			4,554,926
	26	**Total expenses and disbursements.** Add lines 24 and 25	5,991,760	302,552		5,096,817
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	7,832,509			
	b	**Net investment income** (if negative, enter -0-)		3,159,943		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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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	1,490,301		
2	Savings and temporary cash investments		9,613,932	9,613,932
3	Accounts receivable ▶ Accrued interest			
	Less allowance for doubtful accounts ▶ 0	110,316	113,452	113,452
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)		6,428,396	6,428,396
b	Investments—corporate stock (attach schedule)	41,498,242	10,834,616	10,834,616
c	Investments—corporate bonds (attach schedule)	14,849,740	8,620,595	8,620,595
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)		36,117,556	36,117,556
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	57,948,599	71,728,547	71,728,547
Liabilities 17	Accounts payable and accrued expenses	2,876	116,152	
18	Grants payable	182,154	409,700	
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons		1,397,886	
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶ Deferred Tax)	6,194	88,718	
23	**Total liabilities** (add lines 17 through 22)	191,224	2,012,456	
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	57,757,375	69,716,091	
30	**Total net assets or fund balances** (see instructions)	57,757,375	69,716,091	
31	**Total liabilities and net assets/fund balances** (see instructions)	57,948,599	71,728,547	

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	57,757,375
2	Enter amount from Part I, line 27a	2	7,832,509
3	Other increases not included in line 2 (itemize) ▶ Unrealized gains on investments	3	4,126,207
4	Add lines 1, 2, and 3	4	69,716,091
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	69,716,091

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)
1a	See attached statement			
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	34,041,850		31,930,161	2,111,689
b				
c				
d				
e				

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

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	2,111,689
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions. If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

If "Yes," the foundation doesn't 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))
2016	5,021,451	60,170,641	0 0835
2015	5,292,682	64,978,937	0 0815
2014	5,012,163	62,499,641	0 0802
2013	3,873,382	57,594,459	0 0673
2012	5,153,399	44,066,828	0 1169

2	**Total** of line 1, column (d)	2	0 4293
3	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	3	0 0859
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	60,231,965
5	Multiply line 4 by line 3	5	5,173,926
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	31,599
7	Add lines 5 and 6	7	5,205,525
8	Enter qualifying distributions from Part XII, line 4	8	5,096,817

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	63,199
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	63,199
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	63,199
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	59,715		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	5,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	64,715
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,516
11	Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ▶ 1,516 **Refunded** ▶			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?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		✓
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
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.	2		✓
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T.*	5		✓
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	✓	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions ▶ Pennsylvania			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G?* If "No," attach explanation	8b	✓	
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 2017 or the tax year beginning in 2017? See the instructions for Part XIV If "Yes," complete Part XIV	9		✓
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ www ibxfoundation org

14 The books are in care of ▶ G Kenneth Robinson, III Telephone no ▶ 215-241-4065
Located at ▶ 1901 Market Street, Philadelphia, Pa ZIP+4 ▶ 19103

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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		✓
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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	1b		✓
	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?	1c		✓
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 If "Yes," list the years ▶ 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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?	4b		✓

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

			Yes	No
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? If "Yes" to 6b, file Form 8870	6b		
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, and 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
See attached				

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		
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 None	
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	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	59,244,882
b	Average of monthly cash balances	1b	1,904,321
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	61,149,203
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	61,149,203
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	917,238
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	60,231,965
6	**Minimum investment return.** Enter 5% of line 5	6	3,011,598

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	3,011,598
2a	Tax on investment income for 2017 from Part VI, line 5	2a	63,199		
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	63,199
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,948,399
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	2,948,399
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	2,948,399

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	5,096,817
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	5,096,817
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,096,817

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					2,948,399
2	Undistributed income, if any, as of the end of 2017.					
a	Enter amount for 2016 only					
b	Total for prior years 20___,20___,20___					
3	Excess distributions carryover, if any, to 2017					
a	From 2012	3,015,509				
b	From 2013	1,062,967				
c	From 2014	1,970,610				
d	From 2015	2,100,527				
e	From 2016	2,059,154				
f	**Total** of lines 3a through e		10,208,767			
4	Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 5,096,817					
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					2,948,399
e	Remaining amount distributed out of corpus		2,148,418			
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		12,357,185			
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					
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		12,357,185			
10	Analysis of line 9:					
a	Excess from 2013	1,062,967				
b	Excess from 2014	1,970,610				
c	Excess from 2015	2,100,527				
d	Excess from 2016	2,059,154				
e	Excess from 2017	2,148,418				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter ²/₃ of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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 , 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

See attachment

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

See attachment

c Any submission deadlines

See attachment

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

See attachment

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See attachment				4,554,926
Total ▶ **3a**				4,554,926
b *Approved for future payment*				
See attachment				409,700
Total ▶ **3b**				409,700

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,421,142	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,111,689	
9 Net income or (loss) from special events			01	(9,019)	
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				3,523,812	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 3,523,812

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule.

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

Sign Here

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

11/14/18 President

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below? See instructions ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Lori Boyce	Lori Boyce	11/14/18		P00121981
Firm's name ▶ Deloitte Tax LLP			Firm's EIN ▶	86-1065772
Firm's address ▶ 200 Renaissance Center, Suite 3900 Detroit, MI 48243			Phone no	313-396-3000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Go to *www.irs.gov/Form990* for the latest information.**

OMB No 1545-0047

2017

Name of the organization	Employer identification number
INDEPENDENCE BLUE CROSS FOUNDATION	36-4685801

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33⅓% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000, or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year ▶ $ ____________

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
INDEPENDENCE BLUE CROSS FOUNDATION

Employer identification number
36-4685801

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	INDEPENDENCE HEALTH GROUP, INC 1901 MARKET STREET PHILADELPHIA, PA 19103	$ 10,000,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	ACCENTURE 2143 CRIMMINS LANE FALLS CHURCH, VA 22043	$ 6,530	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	AIM SPECIALTY HEALTH 8600 W BRYN MAWR AVENUE, SOUTH TOWER - SUITE 800 CHICAGO, IL 60631	$ 5,765	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	AMERICAN HERITAGE FEDERAL CREDIT UNION 2060 RED LION ROAD PHILADELPHIA, PA 19115	$ 8,265	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
5	FLUIDEDGE CONSULTING, INC 10 MYSTIC LANE MALVERN, PA 19355	$ 6,530	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
6	LABCORP 69 FIRST AVENUE RARITAN, NJ 08869	$ 7,530	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Independence Blue Cross Foundation
EIN 36-4685801
December 31, 2017

Part I, Analysis of Revenue And Expenses
Line 11, Other Income

Golf Outing Income	106,944
	$106,944

Independence Blue Cross Foundation
EIN 36-4685801
December 31, 2017

Part I, Analysis of Revenue And Expenses
Line 16b, Sections a & d, Other Professional Fees

Audit Expense	14,000
	$14,000

Part I, Analysis of Revenue And Expenses
Line 16c, Section a, Other Professional Fees

Research & Program Evaluation Expense	574,961
	$574,961

Part I, Analysis of Revenue And Expenses
Line 16c, Section d, Other Professional Fees

Research & Program Evaluation Expense	488,872
	$488,872

Part I, Analysis of Revenue And Expenses
Line 18, Taxes

Excise Tax Expense	147,158
	$147,158

Part I, Analysis of Revenue And Expenses
Line 23, Other Expenses

Bank Expense	1,431	line 23b
Investment Management Fees	124,693	line 23b
Investment Administration Fees	176,428	line 23b
Golf Outing Expense	106,944	line 23a
Golf Outing Additional Expense	9,019	line 23d
Collaboration to Drive Positive Community Impact Conference Expense	30,000	line 23d
	$448,515	line 23a

Independence Blue Cross Foundation
EIN 36-4685801
December 31, 2017

Part II - Balance Sheet

	Security Description	Ending Market Value
912810-FT-0	U S TREASURY BD	321,845
912810-RQ-3	UNITED STATES TREAS BDS	237,900
912810-RS-9	UNITED STATES TREAS BDS	237,813
912828-L5-7	UNITED STATES TREAS NTS	489,980
912828-L6-5	UNITED STATES TREAS NTS	1,846,444
912828-L8-1	UNITED STATES TREAS NTS	447,084
912828-P4-6	UNITED STATES TREAS NTS	472,190
912828-S7-6	UNITED STATES TREAS NTS	725,273
912828-V9-8	UNITED STATES TREAS NTS	88,819
912828-X4-7	UNITED STATES TREAS NTS	587,890
912828-X8-8	UNITED STATES TREAS NTS	398,860
912828-X9-6	UNITED STATES TREAS NTS	282,273
912828-XU-9	UNITED STATES TREAS NTS	292,026
Line 10a - Investments U.S. Obligations		**6,428,396**

002824-10-0	ABBOTT LABS	592,101
036752-10-3	ANTHEM INC	810,036
037833-10-0	APPLE COMPUTER INC	541,536
060505-10-4	BANK OF AMERICA CORP	750,546
Y09827-10-9	BROADCOM LTD	584,448
149123-10-1	CATERPILLAR INC COM	744,566
171779-30-9	CIENA CORP	371,508
23331A-10-9	D R HORTON INC	754,559
26078J-10-0	DOWDUPONT INC	551,955
291011-10-4	EMERSON ELECTRIC CO COM	662,055
31428X-10-6	FEDEX COPORATION	486,603
518439-10-4	LAUDER ESTEE COS INC CL A	540,770
539830-10-9	LOCKHEED MARTIN CORP	553,811
594918-10-4	MICROSOFT CORP	417,008
68389X-10-5	ORACLE	703,290
806857-10-8	SCHLUMBERGER LTD COM	444,774
883556-10-2	THERMO FISHER SCIENTIFIC INC	674,074
872590-10-4	T-MOBILE INC	650,978
Line 10b - Investments - Corporate Stock		**10,834,616**

02665W-BH-3	AMERICAN HONDA FIN CORP MTN	165,643
037833-BQ-2	APPLE INC	523,766
06051G-EE-5	BANK AMER CORP	110,123
06051G-EU-9	BANK AMER CORP	562,650
06368B-GS-1	BANK MONTREAL QUE	197,726
084670-BS-6	BERKSHIRE HATHAWAY INC	166,866
140420-NB-2	CAPITAL ONE BK USA NATL AS	565,527
172967-LP-4	CITIGROUP INC	304,365
20030N-BD-2	COMCAST CORP NEW	76,844
210518-CT-1	CONSUMERS ENERGY CO	454,428
24422E-RM-3	DEERE JOHN CAP CORP MTNS	302,310
24422E-RY-7	DEERE JOHN CAP CORP MTNS BE	346,588
25179M-AP-8	DEVON ENERGY CORP	152,580
26441C-AT-2	DUKE ENERGY CORP NEW	395,564
36962G-4R-2	GENERAL ELEC CAP CORP MTN BE	472,694
37045X-AQ-9	GENERAL MTRS FINL CO INC	326,086
38141G-VS-0	GOLDMAN SACHS GROUP INC	538,390
437076-AZ-5	HOME DEPOT INC	257,440
437076-BP-6	HOME DEPOT INC	288,597
46625H-RV-4	JPMORGAN CHASE & CO	476,386
53079E-AG-9	LIBERTY MUT GROUP INC	452,267
61746B-DJ-2	MORGAN STANLEY	227,999
38148L-AA-4	THE GOLDMAN SACHS GROUP	200,272
90261X-HK-1	UBS AG STAMFORD BRH	699,440
92343V-BR-4	VERIZON COMMUNICATIONS INC	356,045
Line 10c - Investments - Corporate Bonds		**8,620,595**

057071-87-0	BAIRD FDS INC	5,731,221
464287-55-6	ISHARES TR	432,419
00770G-84-7	JOHCM INTERNATIONAL	3,442,099
68380U-50-6	OPPENHEIMER INTL SMALL CO FD	1,710,584
81369Y-20-9	SELECT SECTOR SPDR TR	508,482
81369Y-30-8	SELECT SECTOR SPDR TR	1,049,621
81369Y-40-7	SELECT SECTOR SPDR TR	1,569,171
81369Y-50-6	SELECT SECTOR SPDR TR	480,529
81369Y-60-5	SELECT SECTOR SPDR TR	1,626,455
81369Y-80-3	SELECT SECTOR SPDR TR	1,646,713
78464A-69-8	SPDR SERIES TRUST	667,948
81369Y-88-6	UTILITIES SELECT SECTOR S P D R	342,420
922031-76-0	VANGUARD FIXED INCOME SECS FD	2,347,894
922031-81-0	VANGUARD FIXED INCOME SECS FD	4,739,776
922908-72-8	VANGUARD INDEX FDS	3,001,036
921909-81-8	VANGUARD STAR FD	4,028,614
921939-20-3	VANGUARD TRUSTEES EQUITY FD	2,792,576
Line 13 - Investments - Other (Mutal Funds)		**36,117,556**

Independence Blue Cross Foundation
EIN 36-4685801
December 31, 2017

Form 990-PF, Part VIII - List of Officers, Directors, and Trustees

(A) Name and Address	(B) Title and Average Hours Per Week Devoted to Position	(C) Compensation	(D) Contribution to Employee Health Plan	(E) Expense Accounts
Patrick B Gillespie 4170 Woodhaven Road Philadelphia, PA 19154	Chairman of Board of Directors Less than one hour per week average	None	None	None
Lorina L Marshall-Blake 1901 Market Street Philadelphia, PA 19103	President Greater than one hour per week average	None	None	None
Gregory E Deavens 1901 Market Street Philadelphia, PA 19103	Treasurer Less than one hour per week average	None	None	None
Lilton R Taliaferro, Jr, Esq 1901 Market Street Philadelphia, PA 19103	Secretary Greater than one hour per week average	None	None	None
Joan P Hilferty 1901 Market Street Philadelphia, PA 19103	Director Less than one hour per week average	None	None	None
Paul A Tufano, Esq 1901 Market Street Philadelphia, PA 19103	Director Less than one hour per week average	None	None	None
Plato A Marinakos 500 Berwyn Baptist Road #11 Chamond Devon, PA 19333	Director Less than one hour per week average	None	None	None
Gerald S Segal, Esq 1901 Market Street Philadelphia, PA 19103	Director Less than one hour per week average	None	None	None
Christopher Cashman 1901 Market Street Philadelphia, PA 19103	Director Less than one hour per week average	None	None	None

Independence Blue Cross Foundation
EIN 36-4685801
December 31, 2017

Form 990-PF, Part XV – Supplementary Information

Lines 2(a), 2(b) and 2(c)

Applications are submitted to the Foundation through its website (www.ibxfoundation.org), which describes several categories of grant applications that may be accepted by the Foundation. These include applications for grants to support "safety net clinics" that provide medical services to vulnerable populations in underserved areas of the community, grants to nursing schools to fund student scholarships, and "innovation grants" supporting innovative projects and initiatives that seek to advance the practice and delivery of healthcare. The form of application, the information and materials required to be included, submission deadlines, grant criteria, and the form of grant agreement to be entered into with the Foundation may vary depending on the type of grant sought by the applicant. The website includes contact information if additional information is needed.

Line 2(d)

In general, the Foundation seeks to support, advance, and raise funds for health care, health education, wellness, medical training and medical research. More specifically, the Foundation is interested in making grants that further its core mission of enhancing the delivery of healthcare and improving health, wellness and quality of life in communities throughout southeastern Pennsylvania. The Foundation's goals include improving access to quality, affordable healthcare; supporting education in health-related vocations; and supporting programs to improve health and wellness. At present, grant awards are generally limited to recipients located in, or carrying out grant purposes in, the following Pennsylvania counties: Philadelphia, Montgomery, Delaware, Bucks and Chester.