

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

2017

Open to Public
Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

<p>Name of foundation T S Martin Family Foundation</p> <p>% Foundation Source</p> <p>Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd</p> <p>City or town, state or province, country, and ZIP or foreign postal code Wilmington, DE 198091377</p> <p>G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change</p> <p>H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p> <p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,084,508</p>		<p>A Employer identification number 47-5447144</p> <p>B Telephone number (see instructions) (800) 839-1754</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>			
		<p>J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p> <p>(Part I, column (d) must be on cash basis)</p>			
<p>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))</p>		(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)		0		
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments		61	61	
	4 Dividends and interest from securities		32,881	32,827	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10		21,309		
	b Gross sales price for all assets on line 6a	412,824			
	7 Capital gain net income (from Part IV, line 2)			21,309	
	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)					
12 Total. Add lines 1 through 11		54,251	54,197		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc		0		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)		9,863	9,863	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)		735	26	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)		8,049	4	8,045
	24 Total operating and administrative expenses.		18,647	9,893	8,045
25 Contributions, gifts, grants paid		24,500		24,500	
26 Total expenses and disbursements. Add lines 24 and 25		43,147	9,893	32,545	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		11,104			
b Net investment income (if negative, enter -0-)			44,304		
c Adjusted net income (if negative, enter -0-)					

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		56,311	53,470	53,470
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)				
b	Investments—corporate stock (attach schedule)		921,372	900,765	996,894
c	Investments—corporate bonds (attach schedule)			34,552	34,144
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 ►				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		977,683	988,787	1,084,508
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 ► <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		977,683	988,787	
30	Total net assets or fund balances (see instructions)		977,683	988,787	
31	Total liabilities and net assets/fund balances (see instructions)		977,683	988,787	

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	977,683
2	Enter amount from Part I, line 27a	2	11,104
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	988,787
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	988,787

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 Publicly-traded Securities					
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 412,824		391,515	21,309		
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			21,309		
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	21,309	
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

 Yes No

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

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 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	28,420	1,023,812	0 027759
2015		164,167	
2014	0	0	0 0
2013	0	0	0 0
2012	0	0	0 0
2 Total of line 1, column (d)			2 0 027759
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 01388
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 1,036,125
5 Multiply line 4 by line 3			5 14,381
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 443
7 Add lines 5 and 6			7 14,824
8 Enter qualifying distributions from Part XIII, line 4			8 32,545

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 ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	443		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b				
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2			
3	Add lines 1 and 2.	3	443		
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	443		
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	600		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d.	7	600		
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	157		
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ►	157	Refunded ►	11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?			
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
c	Did the foundation file Form 1120-POL for this year?	1c		No
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? <i>If "Yes," attach a detailed description of the activities</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
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? <i>If "Yes," attach the statement required by General Instruction T</i>	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►DE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	Yes	
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 taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		No

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	No
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	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	Yes
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 ►198091377
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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ►	16	Yes No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
		Yes No
1a	During the year did the foundation (either directly or indirectly)	
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	► <input type="checkbox"/>
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c <input type="checkbox"/> No
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? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) ►	2b <input type="checkbox"/>
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a <input type="checkbox"/> No
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 <input type="checkbox"/> No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►	<input type="checkbox"/>		5b
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	
	<i>If "Yes," attach the statement required by Regulations section 53 4945-5(d)</i>			
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b
	<i>If "Yes" to 6b, file Form 8870</i>			No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/>		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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Janet A Martin Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Pres, Dir 1 0	0	0	0
Laura Martin Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir, VP 1 0	0	0	0
T Scott Martin Foundation Source 501 Silverside Rd Wilmington, DE 198091377	Dir, Sec, Treas, VP 1 0	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
Total number of other employees paid over \$50,000. ►				
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		
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				
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				
2				
All other program-related investments See instructions				
3				
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	1,004,054
b	Average of monthly cash balances.	1b	47,850
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,051,904
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	0
3	Subtract line 2 from line 1d.	3	1,051,904
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	15,779
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,036,125
6	Minimum investment return. Enter 5% of line 5.	6	51,806

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

1	Minimum investment return from Part X, line 6.	1	51,806
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	443
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	443
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	51,363
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	51,363
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	51,363

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	32,545
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	32,545
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	443
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	32,102
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				51,363
2 Undistributed income, if any, as of the end of 2017			24,172	
a Enter amount for 2016 only.				
b Total for prior years 2015, 2014, 2013				
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 ► \$ 32,545			24,172	
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.				8,373
e Remaining amount distributed out of corpus	0			
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:	0			
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				42,990
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.	0			

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 organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
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 organization 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))

See Additional Data Table

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

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 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 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 BOULDER COMMUNITY HEALTH FOUNDATION PO BOX 9010 BOULDER, CO 80301	N/A	PC	General & Unrestricted	7,000
BOULDER HISTORICAL SOCIETY INC 1206 EUCLID AVE BOULDER, CO 80302	N/A	PC	General & Unrestricted	12,500
UNIVERSITY OF COLORADO FOUNDATION 10901 W 120TH AVE 200 BLOOMFIELD, CO 80021	N/A	PC	General & Unrestricted	5,000
Total			► 3a	24,500
b Approved for future payment				
Total			► 3b	

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			14	61	
4 Dividends and interest from securities.			14	32,881	
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	21,309	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).				54,251	
13 Total. Add line 12, columns (b), (d), and (e).					54,251
(See worksheet in line 13 instructions to verify calculations.)					

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

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?

a Transfers from the reporting foundation to a noncharitable exempt organization of

b Other transactions

(b) Performance of services or membership or fundraising solicitations.

4. If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value.

• 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.

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**

* * * * *

2018-04-23

* * * * *

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

Paid Preparer Use Only	Print/Type preparer's name Jeffrey D Haskell	Preparer's Signature	Date	Check if self-employed ► <input type="checkbox"/>	PTIN P01345770
	Firm's name ► Foundation Source				Firm's EIN ►
	Firm's address ► One Hollow Ln Ste 212 Lake Success, NY 11042				Phone no (800) 839-1754

Form 990PF Part XV Line 1a - 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).

Janet A Martin

T Scott Martin

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Depreciation Schedule

Name: T S Martin Family Foundation

EIN: 47-5447144

TY 2017 Investments Corporate Bonds Schedule**Name:** T S Martin Family Foundation**EIN:** 47-5447144**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CITIGROUP INC FIXED TO FLOAT -	3,176	3,191
DIAMONDBACK ENERGY INC - 5.375	6,217	6,173
ELECTRONIC ARTS INC NOTE - 3.7	2,085	2,062
ELECTRONIC ARTS INC NOTE - 4.8	2,230	2,193
GOLDMAN SACHS - 5.700% - 05/10	3,090	3,093
INGLES MKTS INC - 5.750% - 06/	2,034	2,020
JP MORGAN CHASE - 5.300% - 12/	3,113	3,111
JPMORGAN CHASE - 7.900% - 12/3	3,255	3,038
LOUISIANA PAC CORP - 4.875% -	3,115	3,098
MORGAN STANLEY DEP SHS - 5.550	3,109	3,116
WELLS FARGO NTS - 7.980% - 02/	3,128	3,049

TY 2017 Investments Corporate Stock Schedule

Name: T S Martin Family Foundation
EIN: 47-5447144

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCENTURE PLC	6,641	8,573
ADOBE SYSTEMS, INC	7,873	12,793
AEGON NV PFD - 6.375%	2,869	2,892
AEGON NV PFD - 6.500%	917	908
AGNC INVESTMENT PFD SER C	670	694
ALIGN TECHNOLOGY, INC	2,564	6,444
ALLSTATE CORP SER E PFD STK 6.	3,048	2,861
ALLSTATE CORP SUB DE FIXED TO	5,084	5,117
ALPHABET INC CL A	2,988	4,214
ALPHABET INC CL C	8,060	11,510
ALTRIA GROUP INC	19,264	20,995
AMTRUST FINL SVCS REPSTG 1/40T	714	619
ANNALY CAPITAL MANAGEMENT INC	696	723
APEX CM SMALL/MID CAP GROWTH F	19,174	22,985
ASPEN INSURANCE HOLDINGS LIMIT	8,754	8,702
ASPEN INSURANCE PERP	719	722
AUTOMATIC DATA PROCESSING INC	7,013	9,258
AXIS CAPITAL HLDGS LTD NON-CUM	2,593	2,895
BAC CAPITAL PFD 6.20%	1,154	1,180
BANCO SANTANDER PFD - CLASS B	1,487	1,494
BANK OF AMERICA 6.50% PREFERRE	2,164	2,189
BANK OF AMERICA 6.625% PFD	5,775	5,837
BERKSHIRE HATHAWAY INC. CLASS	4,889	6,739
BLACKROCK INC	8,767	12,329
CA INC	8,177	8,420
CAPITAL ONE FINANCIAL CO NON-C	4,376	4,291
CAPITAL ONE FINANCIAL PFD SER	423	419
CAPITAL ONE FINANCIAL PFD STK	1,436	1,454
CARNIVAL CORP	9,627	13,141
CELGENE CORP	6,511	6,262

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB 5.95% SER D PFD	2,883	2,889
CHEVRON CORP	6,090	7,386
CHS INC - PFD CLASS B	4,347	4,251
CHS INC PFD - 6.750% - 12/31/2	3,641	3,521
CHS INC PFD 7.10% CL B	7,574	7,278
CHS INC PFD CL B	719	721
CINCINNATI FINANCIAL CORP	8,583	9,296
CISCO SYSTEMS INC	7,190	9,498
CITIGROUP CAPITAL XIII - 7.875	3,468	3,655
CITIGROUP INC PFD SER D	9,003	9,244
CITIGROUP INC PFD SER J - 7.12	3,746	3,693
COLONY NORTHSTAR 7.125% SER J	1,426	1,427
COLONY NORTHSTAR INC PFD SER E	750	744
COMMERCE BOND INSTITUTIONAL FU	16,156	16,313
CROWN CASTLE INTL	8,222	8,548
DIAGEO PLC ADS	7,369	9,930
DIGITAL REALTY TR PFD SER H -	1,522	1,467
DIGITAL REALTY TRUST PFD SER C	1,362	1,462
DOLLAR GENERAL CORP	4,451	5,116
DOMINION ENERGY INC	3,521	3,972
DUKE ENERGY CO	4,774	5,131
ELI LILLY & CO	7,394	8,277
FACEBOOK INC	8,038	11,999
FARMLAND PARTNERS PFD SER B	1,500	1,443
FITB - 6.625% - PFD SER 1	7,752	7,182
FNB CORP 7.25% PFD	5,805	5,643
GARTNER INC	4,680	5,665
GEN DYNAMICS CP	10,570	15,055
GENERAL ELECTRIC CO	10,002	5,759
GENERAL MILLS INC	9,385	8,834

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GLOBAL NET LEASE CUM RED PRF S	444	462
GMAC CAPITAL TRUST I - 8.125%	8,382	8,589
GOLDMAN SACHS GP PFD - 6.375%	5,492	5,712
GOLDMAN SACHS GROUP PFD SER J	8,982	9,199
HARTFORD FINL SVCS GRP PFD - 7	3,516	3,277
HASBRO INC	2,354	2,454
HUNTINGTON BANCSHARES	2,785	2,983
IBERIABANK CORP - PFD CLBL	707	766
ING GROEP N.V. PERP PFD - 6.12	1,463	1,456
INTEL CORP	6,455	9,509
ISHARES INTEREST RATE HEDGED H	12,502	12,537
ISHARES MSCI USA MIN VOLATILIT	53,325	59,165
ISHARES RUSSELL 2000	19,141	21,039
ISHARES TRUST RUSSELL 1000 VAL	29,060	30,960
J P MORGAN CHASE PFD SER T- 6.	1,919	1,866
JP MORGAN PFD - 6.15% SER BB	2,160	2,181
JPM NON-CUM PFD SER W - 6.300%	2,613	2,624
KEYCORP 6.125% DEP PFD SERIES	3,808	4,280
KINDER MORGAN INC	4,677	4,644
LORD ABBETT FLOATING RATE F	12,633	12,532
LOWES COMPANIES INC	5,604	6,506
MASTERCARD INC	2,394	3,784
MB FINANCIAL INC - 6.00% - PR	741	762
MERCK & CO INC	8,299	8,272
MFS SER TR MUNICIPAL HIGH INCO	2,685	2,688
MICROSOFT CORP	12,742	18,049
MORGAN STANLEY - 6.375% PFD CL	5,669	5,765
MORGAN STANLEY PFD K	761	759
MORGAN STANLEY PFD SER E - 7.1	4,426	4,315
MORGAN STANLEY PFD SER F - 6.8	7,859	7,878

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NESTLE S.A	5,320	6,190
NEW MARKET CORP	5,763	5,563
NEW YORK CMNTY BANCORP CUML SE	5,524	5,949
NIKE INC-CL B	7,969	9,007
NORFOLK SOUTHERN CORP	8,438	14,345
O'REILLY AUTOMOTIVE INC	7,634	7,457
ORACLE CORP	7,496	8,558
PARTNERRE LTD PFD - 6.500%	744	671
PARTNERRE LTD PFD H	10,298	10,092
PAYCHEX	5,904	7,421
PEOPLES UNITED FINANCIAL INC	5,626	6,117
PFIZER INC	7,912	8,258
PHILIP MORRIS INTL	4,617	4,437
PNC FINANCIAL SERVICES PFD SER	10,881	10,330
POLEN GROWTH FUND INSTITUTIONA	19,546	22,794
PRICELINE.COM INCORPORATED	5,028	6,951
QWEST CORPORATION	1,520	1,365
REGENERON PHARMACEUTICALS INC	6,172	6,015
REGIONS FINANCIAL CORP - 6.375	1,588	1,495
REGIONS FINANCIAL CORP NEW MON	4,192	4,350
REINSURANCE GROUP OF AMERICA I	8,236	8,733
REINSURANCE GRP OF AMER 6.20%	7,113	6,660
ROYAL BK OF SCOT GRP SER S - 6	1,435	1,451
SCE TRUST IV NEW MONEY PFD SER	737	671
SCE TRUST V NEW MONEY SER K VA	3,738	3,462
SPDR S&P 500 ETF TRUST	53,187	60,043
STARBUCKS CORP COM	7,228	7,581
STATE STREET 5.35% - CLASS B	8,390	8,651
STATE STREET CORP NEW MONEY PF	2,890	2,856
STIFEL FINANCIAL CORP\$ SER A 6	2,143	2,221

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SYNOVUS FIN CORP 7.875%	3,482	3,188
TARGET CORPORATION	8,104	9,527
TAUBMAN CENTERS INC - PFD J	729	703
TCF FINANCIAL PFD SER D	753	772
THE COCA-COLA CO	5,041	5,184
TORCHMARK CAP TR III PFD C	1,006	1,044
TWO HARBORS INVT CO - 7.25%	724	727
URSTADT BIDDLE PRO CUM RED PRE	452	471
US BANCORP PFD STK - 6.500%	3,950	3,697
VALIDUS HLDGS LTD 5.800% PREF	2,160	2,203
VALIDUS HOLDINGS, LTD.	436	441
VALLEY NATIONAL BANKCORP PFD S	730	741
VALLEY NATL BANCORP - 6.250% -	2,404	2,359
VERIZON COMMUNICATIONS	7,733	7,781
VISA INC	7,339	10,604
WELLS FARGO & CO	12,112	14,803
WELLS FARGO & CO PFD SER J - 8	914	872
WELLS FARGO ADVT STRATEGIC MUN	24,186	23,932
WELLS FARGO NON-CUM PFD STOCK	900	912
WELLS FARGO PERP PFD SER X CL	701	715
WELLS FARGO PFD NON-CUM - 5.85	3,969	3,888
WELLS FARGO PFD SER R - 6.625%	11,126	10,847
WELLS FARGO PFD SHS SER W - 5.	1,490	1,507
WINTRUST FIN CORP - 6.500% - P	4,917	4,949
ZIONS BANCORPORATION 6.3% SRS	4,314	4,298
ZOETIS INC	3,161	3,242
INVESCO MTGT CAP INC PFD - 7.7	715	721

TY 2017 Other Expenses Schedule

Name: T S Martin Family Foundation**EIN:** 47-5447144

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	8,020			8,020
Bank Charges	4	4		
State or Local Filing Fees	25			25

TY 2017 Other Professional Fees Schedule

Name: T S Martin Family Foundation

EIN: 47-5447144

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	9,863	9,863		

TY 2017 Taxes Schedule

Name: T S Martin Family Foundation**EIN:** 47-5447144

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2017	600			
990-PF Extension for 2016	109			
Foreign Tax Paid	26	26		