

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

, and ending

Name of foundation NOR'EASTER FOUNDATION		A Employer identification number 51-0350173
Number and street (or P.O. box number if mail is not delivered to street address) C/O WTC, 1100 N MARKET ST, DE3-C070	Room/suite	B Telephone number 302-651-1924
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19890-0001		C If exemption application is pending, check here <input type="checkbox"/>
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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/>
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		D 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 17,105,182.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		14.	14.		STATEMENT 1
4 Dividends and interest from securities		321,353.	321,353.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		68,920.			
b Gross sales price for all assets on line 6a		186,047.			
7 Capital gain net income (from Part IV, line 2)			68,920.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		390,287.	390,287.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		5,330.	0.		5,330.
c Other professional fees STMT 4		8,591.	4,296.		4,295.
17 Interest					
18 Taxes STMT 5		3,225.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		17,146.	4,296.		9,625.
25 Contributions, gifts, grants paid		589,514.			589,514.
26 Total expenses and disbursements. Add lines 24 and 25		606,660.	4,296.		599,139.
27 Subtract line 26 from line 12		-216,373.			
a Excess of revenue over expenses and disbursements			385,991.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	99,220.	44,716.	44,716.
	2 Savings and temporary cash investments	159,104.	114,304.	114,304.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 6	11,496,463.	654,042.	14,867,476.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 7		1,935,966.	1,882,874.	2,078,686.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		13,690,753.	2,695,936.	17,105,182.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	13,690,753.	2,695,936.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	13,690,753.	2,695,936.		
31 Total liabilities and net assets/fund balances	13,690,753.	2,695,936.		

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	13,690,753.
2 Enter amount from Part I, line 27a	2	-216,373.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	13,474,380.
5 Decreases not included in line 2 (itemize) ▶ CHANGE IN REPORTING BOOK VALUE	5	10,778,444.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,695,936.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (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 SALES OF SECURITIES	P	VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS			
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 135,026.		117,127.	17,899.
b 51,021.			51,021.
c			
d			
e			

(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			17,899.
b			51,021.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> 2 </div> </div>	68,920.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 </div> <div style="margin-left: 10px;"> 3 </div> </div>	N/A

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation 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	615,986.	12,376,981.	.049769
2015	645,419.	12,269,485.	.052604
2014	562,485.	12,859,939.	.043739
2013	526,531.	11,350,261.	.046389
2012	504,105.	10,608,730.	.047518

2 Total of line 1, column (d)	2	.240019
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	.048004
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	15,691,390.
5 Multiply line 4 by line 3	5	753,249.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,860.
7 Add lines 5 and 6	7	757,109.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	599,139.

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	7,720.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		3	7,720.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	0.
3 Add lines 1 and 2		5	7,720.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		6a	3,694.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	0.
6 Credits/Payments		6c	0.
a 2017 estimated tax payments and 2016 overpayment credited to 2017		6d	0.
b Exempt foreign organizations - tax withheld at source		7	3,694.
c Tax paid with application for extension of time to file (Form 8868)		8	0.
d Backup withholding erroneously withheld		9	4,026.
7 Total credits and payments. Add lines 6a through 6d		10	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		11	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2018 estimated tax			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions 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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► HENRY B. DU PONT IV Telephone no ► 302-655-6500 Located at ► PO BOX 3568, GREENVILLE, DE ZIP+4 ► 19807		
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 N/A		
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here N/A ► <input type="checkbox"/>	1b	
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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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 ► <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) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year, did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

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?

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

X

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?

N/A

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.

(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
HENRY B. DU PONT IV PO BOX 3568 GREENVILLE, DE 19807	TRUSTEE 1.00	0.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	15,702,155.
b	Average of monthly cash balances	1b	228,190.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	15,930,345.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	15,930,345.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	238,955.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,691,390.
6	Minimum investment return. Enter 5% of line 5	6	784,570.

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	784,570.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	7,720.
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,720.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	776,850.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	776,850.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	776,850.

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	599,139.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	599,139.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	599,139.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				776,850.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			588,341.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016	4,521.			
f Total of lines 3a through e	4,521.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 599,139.				
a Applied to 2016, but not more than line 2a			588,341.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				10,798.
e Remaining amount distributed out of corpus	0.			
f Total of lines 4a through 4e	4,521.			4,521.
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	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				761,531.
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)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
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				

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

[illegible]

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))

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

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.

- 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				
SEE ATTACHED LIST	NONE	PUBLIC CHARITY	UNRESTRICTED	589,514.
Total			3a	589,514.
b Approved for future payment				
NONE				
Total			3b	0.

Form **990-PF** (2017)

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)(3) (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 | | X |
| | (2) Other assets | | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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 |
| N/A | | |
| | | |
| | | |
| | | |
| | | |

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, this return is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here      

Signature of officer or trustee Date May 11, 2018 Title TRUSTEE

May the IRS discuss this return with the preparer shown below? See instr. ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	JON LUTTINEN	JON LUTTINEN	05/09/18		P01233833
	Firm's name ▶ WILMINGTON TRUST COMPANY				Firm's EIN ▶ 51-0055023
	Firm's address ▶ 1100 N MARKET STREET DE3-C070 WILMINGTON, DE 19890-0001			Phone no 302-651-8439	

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST	14.	14.	
TOTAL TO PART I, LINE 3	14.	14.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN					
DISTRIBUTIONS	51,021.	51,021.	0.	0.	
DIVIDENDS	321,033.	0.	321,033.	321,033.	
INTEREST	320.	0.	320.	320.	
TO PART I, LINE 4	372,374.	51,021.	321,353.	321,353.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HERDEG, DU PONT & DALLE PAZZE, LLP	5,330.	0.		5,330.
TO FORM 990-PF, PG 1, LN 16B	5,330.	0.		5,330.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAN SERVICES	8,591.	4,296.		4,295.
TO FORM 990-PF, PG 1, LN 16C	8,591.	4,296.		4,295.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2017 ESTIMATED TAX PAYMENT	3,225.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,225.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY	654,042.	14,867,476.
TOTAL TO FORM 990-PF, PART II, LINE 10B	654,042.	14,867,476.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	1,882,874.	2,078,686.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,882,874.	2,078,686.

NOR'EASTER FOUNDATION**Page 2, PART II****As of Date 12/31/2017**

Category	Description	Federal Tax Cost	Market Value
Mutual Fund	VANGUARD GROWTH AND INCOME FUND	1,882,874 10	2,078,685 94
Equity	DOWDUPONT INC	621,288 31	12,885,620 94
Equity	COCA COLA CO COM	1,210 97	568,912 00
Equity	THE CHEMOURS COMPANY	31,542 60	1,412,943 50
Equity Total		654,041 88	14,867,476 44

Payee's Name	Payee's Name (cont'd)	Address	City	State	Zip	Amount
UNIVERSITY OF DELAWARE	ART CONSERVATION DEPT.	303 OLD COLLEGE	NEWARK	DE	19716-2515	-5000
HAGLEY MUSEUM & LIBRARY		PO BOX 3630	WILMINGTON	DE	19807	-36764
HAGLEY MUSEUM & LIBRARY		PO BOX 3630	WILMINGTON	DE	19807	-5000
BOYS & GIRLS CLUBS OF DELAWARE		669 SOUTH UNION STREET	WILMINGTON	DE	19807	-10000
TRINITY PAWLING	ATTN MS REGAN LAFONTAINE	700 ROUTE 22	PAWLING	NY	12564	-25000
WILMINGTON & WESTERN RAILROAD	ATTN DAVID LUDLOW	HISTORIC RED CLAY VALLEY INC	WILMINGTON	DE	19808	-25000
WINTERTHUR MUSEUM		5105 KENNETT PIKE	WILMINGTON	DE	19735	-7000
OFFICE OF DEVELOPMENT AND	ALUMNI RELATIONS	UNIVERSITY OF DELAWARE	NEWARK	DE	19716-2128	-10000
THE PILOT SCHOOL	ATTN COLLEEN SHIVONE	208 WOODLAW ROAD	WILMINGTON	DE	19803	-10000
BRANDYWINE CONSERVANCY &	MUSEUM OF ART	MEMBERSHIP & DEVELOPMENT OFFICE	CHADDS FORD	PA	19317-0141	-10000
HAGLEY MUSEUM & LIBRARY		PO BOX 3630	WILMINGTON	DE	19807	-50000
HAGLEY MUSEUM & LIBRARY		PO BOX 3630	WILMINGTON	DE	19807	-150000
NATURAL LANDS	HILDACY PRESERVE	1031 PALMERS MILL ROAD	MEDIA	PA	19063	-500
NEMOURS FUND FOR CHILDREN'S HEALTH		1600 ROCKLAND ROAD	WILMINGTON	DE	19803	-10000
NANTUCKET CONSERVATION FOUNDATION		P O BOX 13	NANTUCKET	MA	02554-0013	-5000
THE NATURE CONSERVANCY IN DELAWARE	COMMUNITY SERVICE BUILDING	100 WEST 10TH STREET, STE 1107	WILMINGTON	DE	19801	-1000
RONALD McDONALD HOUSE		1901 ROCKLAND ROAD	WILMINGTON	DE	19803	-1000
NEW YORK YACHT CLUB FOUNDATION		37 WEST 4TH STREET	NEW YORK	NY	10036	-1000
THE SALVATION ARMY DELAWARE		400 N ORANGE STREET	WILMINGTON	DE	19801	-1000
SERVIAM GIRLS ACADEMY		14 HALCYON DRIVE	NEW CASTLE	DE	19720	-5000
SEAMAN'S CENTER OF WILMINGTON, INC	PORT OF WILMINGTON	P O BOX 405	WILMINGTON	DE	19899	-1000
STROUD WATER RESEARCH CENTER	DEVELOPMENT DEPARTMENT	970 SPENCER ROAD	AVONDALE	PA	19311-9514	-1000
BLOOD BANK OF DELMARVA		100 HYGIEIA DRIVE	NEWARK	DE	19713-9980	-1000
ADVENTURE CYCLING ASSOCIATION		150 EAST PINE STREET	MISSOULA	MT	59807-8308	-500
PARTNERS FOR WORLD HEALTH		40 WATCH DRIVE				-5000
BRANDYWINE RED CLAY ALLIANCE		1760 UNIONVILLE-WAWASET RD	WEST CHESTER	PA	19382	-1000
BRANDYWINE CONSERVANCY & MUSEUM	OF ART	P O BOX 141	CHADDS FORD	PA	19317	-5000
CHRIST CHURCH CHRISTIANA HUNDRED	DEVELOPMENT OFFICE	P O BOX 3510, GREENVILLE	WILMINGTON	DE	19807-0510	-15000
CARDIGAN MOUNTAIN SCHOOL		62 ALUMNI DRIVE	CANAAN	NH	03741-7210	-10000
CHILDREN'S BEACH HOUSE, INC		100 WEST 10TH STREET	WILMINGTON	DE	19801-1674	-500
MAYO CLINIC	DEPARTMENT OF DEVELOPMENT	200 FIRST STREET SW	ROCHESTER	MN	55905	-10000
THE MASONIC SERVICE ASSOCIATION		3905 NATIONAL DRIVE, SUITE 280	BURTONSVILLE	MD	20866	-1000
SURFRIDER FOUNDATION		P O BOX 6010	SAN CLEMENTE	CA	92674-6010	-1000
SUNDAY BREAKFAST MISSION		P O BOX 352	WILMINGTON	DE	19899-0352	-1000
THE LAND CONSERVANCY	FOR SOUTHERN CHESTER COUNTY	541 CHANDLER MILL ROAD	AVONDALE	PA	19311	-2000
SPECIAL OLYMPICS DELAWARE	UNIVERSITY OF DELAWARE	619 S COLLEGE AVENUE	NEWARK	DE	19716-1901	-250
FRIENDSHIP HOUSE, INC		P O BOX 1517	WILMINGTON	DE	19899	-500
UNION COLLEGE	ANNUAL FUND	807 UNION STREET	SCHENECTADY	NY	12308	-1000
THE 1103 MARKET STREET FOUNDATION		P O BOX 433	WILMINGTON	DE	19899	-5000
FAIRFIELD COUNTY'S COMMUNITY	FOUNDATION	40 RICHARDS AVENUE	NORWALK	CT	06854-2320	-5000
CAMP WASHINGTON		190 KENYON ROAD	LAKESIDE	CT	06756-1601	-500
THE MINISTRY OF CARING, INC		115 EAST 14TH STREET	WILMINGTON	DE	19801-3209	-500
THE UNQUOWA SCHOOL	ANNUAL FUND	981 STRATFIELD ROAD	FAIRFIELD	CT	06825	-1000
DISCOVERY MUSEUM AND PLANETARIUM		4450 PARK AVENUE	BRIDGEPORT	CT	06604	-5000
DAN SERVICES INC		6 WEST COLONY PLACE	DURHAM	NC	27705-9870	-5000
DELAWARE WILD LANDS, INC		315 MAIN STREET	ODESSA	DE	19730-0505	-1000
DELAWARE NATURE SOCIETY	IN EDUCATION	P O BOX 700	HOCKESSIN	DE	19707	-25000
DELAWARE INSTITUTE FOR THE ARTS		P O BOX 3015	WILMINGTON	DE	19804	-1000
CANINE PARTNERS FOR LIFE		P O BOX 170	COCHRANVILLE	PA	19330-0170	-1000
CHRIST CHURCH EPISCOPAL PRESCHOOL	DONATION PROCESSING CENTER	P O BOX 3510 GREENVILLE	WILMINGTON	DE	19807-0510	-25000
AMERICAN RED CROSS OF DELMARVA		P O BOX 17021	BALTIMORE	MD	21297	-500
COAST GUARD FOUNDATION		394 TAUGWONK ROAD	STONINGTON	CT	06378-1807	-500
THE AMERICA AND THE SEA SOCIETY	MYSTIC SEAPORT ANNUAL FUND	P O BOX 6000	MYSTIC	CT	06355	-2500
CHESAPEAKE BAY FOUNDATION		6 HERNDON AVENUE	ANNAPOLIS	MD	21403-9803	-1000
DELAWARE COMMUNITY FOUNDATION		P O BOX 1636	WILMINGTON	DE	19899	-1000
TRINITY-PAWLING FUND		700 ROUTE 22	PAWLING	NY	12564	-10000
DELAWARE HOSPICE		16 POLLY DRUMMOND CENTER	NEWARK	DE	19711	-1000
DELAWARE SPCA	ADMINISTRATIVE OFFICE	455 STANTON CHRISTIANA ROAD	NEWARK	DE	19713	-1000
DELAWARE SYMPHONY ORCHESTRA		100 WEST 10TH STREET, SUITE 1003	WILMINGTON	DE	19801	-1000
DELAWARE CENTER FOR HORTICULTURE		1810 NORTH DUPONT STREET	WILMINGTON	DE	19806	-5000
DELAWARE FUTURES		1104 NORTH ADAMS STREET	WILMINGTON	DE	19801	-1000
BRIDGEPORT HOSPITAL FOUNDATION		267 GRANT STREET	BRIDGEPORT	CT	06610	-10000
FRIENDS OF AUBURN HEIGHTS PRESERVE		P O BOX 61	YORKLYN	DE	19736	-1000
DELAWARE HISTORICAL SOCIETY		505 NORTH MARKET STREET	WILMINGTON	DE	19801	-1000

PROJECT NEW START
THE ANTHONY PENNA FOUNDATION

DELAWARE COMMUNITY FOUNDATION P O BOX 1636
13 KEAUS WAY - STE 203
3301 GREEN STREET

NEW CASTLE
CLAYMONT
WILMINGTON

DE
DE
DE

19720
19703
19899

-5000
-1000
-2000

-589514