

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

Name of foundation WOLF CREEK FOUNDATION C/O BALDWIN FAMILY OFFICE		A Employer identification number 83-0310959	
Number and street (or P O box number if mail is not delivered to street address) 100 FOUR FALLS CORP CENTER No 202		Room/suite	B Telephone number (see instructions) (610) 260-1555
City or town, state or province, country, and ZIP or foreign postal code WEST CONSHOHOCKEN, PA 19428		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) \$ 79,592,808	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))		(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)				
	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 . . .	1,575,120	1,468,465		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,899,902			
	b Gross sales price for all assets on line 6a 8,003,252				
	7 Capital gain net income (from Part IV, line 2) . . .		1,899,902		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	687,063	620,163		
	12 Total. Add lines 1 through 11	4,162,085	3,988,530		
	13 Compensation of officers, directors, trustees, etc	0	0		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)	244,513	244,513		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	73,428	30,992		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	220,725	220,455		0
	24 Total operating and administrative expenses. Add lines 13 through 23	538,666	495,960		0
	25 Contributions, gifts, grants paid	3,482,015			3,482,015
	26 Total expenses and disbursements. Add lines 24 and 25	4,020,681	495,960		3,482,015
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	141,404			
	b Net investment income (if negative, enter -0-)		3,492,570		
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	2,920,083	688,674	688,674		
	2	Savings and temporary cash investments	2,653,208	2,934,972	2,934,972		
	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)	0	28,107,396	27,695,134		
	b	Investments—corporate stock (attach schedule)	6,879,728	7,115,659	17,032,925		
	c	Investments—corporate bonds (attach schedule)	35,312,003	0	0		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	15,959,633	23,217,321	31,241,103		
	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)	63,724,655	62,064,022	79,592,808			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	65,426,437	63,624,400			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	-1,701,782	-1,560,378			
30	Total net assets or fund balances (see instructions)	63,724,655	62,064,022				
31	Total liabilities and net assets/fund balances (see instructions) .	63,724,655	62,064,022				

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	63,724,655
2	Enter amount from Part I, line 27a	2	141,404
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	63,866,059
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,802,037
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	62,064,022

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)
1a See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
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	1,899,902
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 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	4,393,961	75,614,154	0 058110
2015	4,285,646	79,218,936	0 054099
2014	3,962,294	80,848,678	0 049009
2013	3,151,246	78,619,199	0 040082
2012	4,972,723	77,784,668	0 063929

2 Total of line 1, column (d) { }	2	0 265229
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 053046
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 { }	4	77,413,851
5 Multiply line 4 by line 3 { }	5	4,106,495
6 Enter 1% of net investment income (1% of Part I, line 27b) { }	6	34,926
7 Add lines 5 and 6 { }	7	4,141,421
8 Enter qualifying distributions from Part XII, line 4 { }	8	3,482,015

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	69,851
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	0
3	Add lines 1 and 2.	3	69,851
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	69,851
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	10,284
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	71,284
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	233
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	1,200
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 1,200 Refunded ▶	11	0

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	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>	1b	No
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	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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) ▶ WY _____		
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 N/A	13	Yes	
14	The books are in care of BALDWIN FAMILY OFFICE LLC Telephone no (610) 260-1555			

Located at **100 FOUR FALLS CORP CTR STE 202 WEST CONSHOHOCKEN PA** ZIP+4 **19428**

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		No
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		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? ☐ 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		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		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))?	☐ 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			
	<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?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No	
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

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

(a) Name and address	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
ROBERT BERRY 1122 SOLDIER CREEK ROAD WOLF, WY 82844	TRUSTEE 20 00	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
NONE				

Total number of other employees paid over \$50,000. ▶ 0**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
VERITABLE LP 6022 WEST CHESTER PIKE NEWTOWN SQUARE, PA 19073	INVESTMENT MANAGEMENT	156,858
BALDWIN MANAGEMENT LLC 100 FOUR FALLS CORP CENTERSTE 202 WEST CONSHOHOCKEN, PA 19428	INVESTMENT MANAGEMENT	74,768

Total number of others receiving over \$50,000 for professional services. ▶ 0**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 ▶ 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	75,239,267
b	Average of monthly cash balances.	1b	3,353,475
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	78,592,742
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	78,592,742
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,178,891
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	77,413,851
6	Minimum investment return. Enter 5% of line 5.	6	3,870,693

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	3,870,693
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	69,851
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	20,117
c	Add lines 2a and 2b.	2c	89,968
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	3,780,725
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	3,780,725
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	3,780,725

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	3,482,015
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	3,482,015
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,482,015

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				3,780,725
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			1,234,706	
b Total for prior years 20____, 20____, 20____		0		
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.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 3,482,015				
a Applied to 2016, but not more than line 2a			1,234,706	
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.				2,247,309
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))	0			0
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 instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				1,533,416
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 (see instructions).	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.				

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 ☐ 4942(j)(3) or ☐ 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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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))

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	3,482,015
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	1,575,120	
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.			14	687,063	
8	Gain or (loss) from sales of assets other than inventory			18	1,899,902	
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). . .		0		4,162,085	0
13	Total. Add line 12, columns (b), (d), and (e).			13		4,162,085

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

[illegible]

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

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

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.		
	*****	2018-11-14	*****
	Signature of officer or trustee	Date	Title

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 if self-employed ☐	PTIN
	ERIC T MECK		2018-11-09		P01021036
	Firm's name Baldwin Family Office LLC				Firm's EIN 23-3016363
	Firm's address 100 Four Falls Corp Ctr Ste 202 West Conshohocken, PA 19428				Phone no (610) 260-1555

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
PUBLICLY TRADED SECURITIES	P		
PASSTHROUGH FROM VERITABLE LONG BIASED DOMESTIC FUND LP	P		
PASSTHROUGH FROM PLEIADES INVESTMENT PARTNERS, L P	P		
PASSTHROUGH FROM THE VITTORIA FUND LP	P		
PASSTHROUGH FROM BLACKSTONE GROUP LP K-1	P		
PASSTHROUGH FROM TEEKAY LNG K-1	P		
PASSTHROUGH FROM ENTERPRISE PRODUCTS PARTNERS K-1	P		
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,996,143		6,479,524	1,516,619
			50,114
			44,304
			276,839
			5,474
			-104
			-453
7,109			7,109

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			1,516,619
			50,114
			44,304
			276,839
			5,474
			-104
			-453
			7,109

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Macal Raptor Center & Avian Sactuary 119 Chapel Hill Drive Double Oak, TX 75077			Unrestricted Gift	6,731
Macal Raptor Center & Avian Sactuary 119 Chapel Hill Drive Double Oak, TX 75077			Education Grant	10,000
Earth Span2656 Wade St Minden, NV 89423			Island Preeguine Survey	16,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
American Bird ConservancyPO Box 249 The Plains, VA 20198			Unrestricted Gift	250,000
American Rivers 1101 14th Street NW No 1400 Washington, DC 20005			Unrestricted Gift	10,000
Delta Waterfowl FoundationPO Box 3128 Bismark, ND 58502			Unrestricted Gift	5,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
High Arctic Institute603 10th Ave Orion, IL 61273			Unrestricted Gift	20,000
International Crane Foundation E11376 Shady Lane Road Baraboo, WI 53913			Unrestricted Gift	20,000
Malpai Borderlands Group PO Drawer 3536 Douglas, AZ 85608			Unrestricted Gift	5,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Montana Audobon324 Fuller Ave N5 Helena, MT 59601			Unrestricted Gift	5,000
Ornithological Council 6512 E Halbert Road Bethesda, MD 20817			Unrestricted Gift	1,000
Pheasants Forever1783 Boerele Circle St Paul, MN 55110			Unrestricted Gift	2,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Powder River Basin Resource Council 934 N Main Street Sheridan, WY 82801			Unrestricted Gift	15,000
Raptors of the RockiesPO Box 250 Florence, MT 59833			Unrestricted Gift	5,000
Roger Tory Peterson Institute 311 Curtis Street Jamestown, NY 14701			Unrestricted Gift	2,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Science Kids1081 Airport Road Sheridan, WY 82801			Unrestricted Gift	20,000
The Nature Conservancy of Montana 4245 N Fairfax Drive Suite 100 Arlington, VA 22203			Unrestricted Gift	5,000
The Raptor Center1920 Fitch Avenue St Paul, MN 55108			Restricted - Operating	60,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
The Raptor Center1920 Fitch Avenue St Paul, MN 55108			Restriced - Redig Chair	25,000
University of Washington Penguin Project 3924 Montlake Blvd NE Seattle, WA 98195			Unrestricted Gift	15,000
Teton Raptor CenterPO Box 1805 Wilson, WY 83014			Unrestricted Gift	5,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GM Sutton Avian Research Center PO Box 2007 Bartlesville, OK 74005			Unrestricted Gift	10,000
Cornell Laboratory of Ornithology C/O P H BARTELS 289 GREENWICH AVE Greenwich, CT 06830			Unrestricted Gift	1,000,000
Global Conservation for Mlrador PO Box 29728 San Francisco, CA 94129			Unrestricted Gift	100,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Macal Raptor Center & Avian Sactuary 119 Chapel Hill Drive Double Oak, TX 75077			Education Grant	20,000
Buffalo Bill Center of the West 720 Sheridan Ave Cody, WY 82414			Unrestricted Gift	10,000
Island Conservation 2100 Delaware Ave Ste 1 Santa Cruz, CA 95060			Unrestricted Gift	50,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
North American Grouse Partnership 11 Beavertail Rd Red Lodge, MT 59068			Unrestricted Gift	1,000
Sheridan Community Land Trust PO Box 7185 Sheridian, WY 82801			Unrestricted Gift	5,000
The Peregrine Fund Inc 5668 W Flying Hawk Ln Boise, ID 83709			\$150,000 Restricted to OBF Project, \$50,000 Restricted to Library Personnel, \$200,000 Unrestricted Gift	400,000
Total 				3,482,015
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
University of Wyoming 222 S 22nd Street Laramie, WY 82070			Restricted	27,284
FARESJones Branch Drive McLean, VA 22102			Unrestricted Gift	10,000
Advocacy & Resource CenterPO Box 581 Sheridan, WY 82801			Unrestricted Gift	5,000
Total 				3,482,015
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
American Tinnitus AssociationDept 4049 Washington, DC 20042			Unrestricted Gift	5,000
Bradford Brinton Memorial 239 Brinton Road Big Horn, WY 82833			Unrestricted Gift	25,000
Child Development Center 345 South Linden Avenue Sheriden, WY 82801			Unrestricted Gift	2,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Deep Portage Foundation 2197 Nature Center Drive NW Hackensack, MN 56452			Unrestricted Gift	15,000
March of Dimes1275 Mamaroneck Ave White Plains, NY 10605			Unrestricted Gift	2,000
Mothers Against Drunk Driving 511 E John Carpenter Freeway Irving, TX 75062			Unrestricted Gift	2,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Rainforest Trust7078 Airlie Road Warrenton, VA 20187			Unrestricted Gift	15,000
Renew1696 S Sheridan Ave Sheridan, WY 82801			Unrestricted Gift	5,000
Research to Prevent Blindness 360 Lexington Ave New York, NY 10017			Unrestricted Gift	5,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Sheridan Artists Guild Et Al 245 Broadway Street Sheridan, WY 82801			Unrestricted Gift	20,000
Sheridan Cnty YMCA 417 N Jefferson Street Sheridan, WY 82801			Unrestricted Gift	10,000
Sheridan College Foundation PO Box 6328 Sheridan, WY 82801			Unrestricted Gift	15,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Sheridan County Historical Society PO Box 73 Sheridan, WY 82801			Unrestricted Gift	5,000
Sheridan Senior Center211 Smith Street Sheridian, WY 82801			Unrestricted Gift	10,000
The Nature Conservancy - WY 4245 N Fairfax Drive Suite 100 Arlington, VA 22203			Restricted - Sheridan/Johnson County	10,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Nature Conservancy - WY 4245 N Fairfax Drive Suite 100 Arlington, VA 22203			Unrestricted Gift	10,000
The Salvation ArmyPO Box 2011 Sheridan, WY 82801			Unrestricted Gift	5,000
The Susan G Komen Breast Cancer Fdn 5005 LBJ Freeway - Suite 250 Dallas, TX 75244			Unrestricted Gift	15,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Western Landowner's Alliance 3 Caliente Road 5 Santa Fe, NM 87508			Unrestricted Gift	15,000
WY Stock Growers Agricultural Land Trust PO Box 206 Cheyenne, WY 82003			Unrestricted Gift	10,000
Wyo TheaterPo Box 528 Sheridan, WY 82801			Unrestricted Gift	10,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Wyoming Outdoor Council262 Lincoln Lander, WY 82520			Unrestricted Gift	10,000
Wyoming Wilderness Association PO Box 6588 Sheridan, WY 82801			Unrestricted Gift	10,000
Audobon Rockies105 W Mountain Ave Fort Collins, CO 80524			Restricted - WY Naturalists	25,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Sheridan Co Memorial Hospital Fdn Po Box 391 Sheridan, WY 82801			Unrestricted Gift	25,000
Gary Sinise Foundation 1901 Avenue of The Arts No 1050 Los Angeles, CA 90067			Unrestricted Gift	25,000
Shriners Hosptials for Children 2900 N Rocky Point Drive Tampa, FL 33607			Unrestricted Gift	25,000
Total ▶ 3a				3,482,015

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLL Global Research Foundation 1515 Holcombe Blvd - Suite 428 Houston, TX 77030			Unrestricted Gift	1,000,000
Sheridan County Conservation District 1949 Sugarland Dr 102 Sheridan, WY 82801			Restricted - Power Plant	10,000
Total				3,482,015
3a				

TY 2017 Investments Corporate Stock Schedule

Name: WOLF CREEK FOUNDATION
C/O BALDWIN FAMILY OFFICE
EIN: 83-0310959

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M Co. 1,000	84,338	235,370
Abbott Laboratories 3,000	72,423	171,210
AbbVie Inc. 3,000	78,537	290,130
Accenture Plc 3,000	94,215	459,270
Adobe Systems Inc. 3,000	124,513	525,720
Alphabet Inc. Class A 250	41,546	263,350
Alphabet Inc. Class B 250	41,192	261,600
Amazon.com 200	36,783	233,894
American Tower Reit Inc. 2,000	85,996	285,340
AMEX Consumer Staples Select SPDR 5,000	114,975	284,450
Apple Inc. 8,400	38,518	1,421,532
AT&T Inc. 6,000	155,370	233,280
BlackRock Inc. 300	50,570	154,113
Brighthouse Financial Inc. 248	15,188	14,543
Capitol One Financial Corp. 1,100	61,214	109,538
Carnival Corp. Cl. A 3,000	141,610	199,110
Celgene Corp 6,000	174,795	626,160
Chubb Limited 2,000	141,490	292,260
Coca-Cola Inc. 2,000	56,450	91,760
Costco Wholesale Corp. 1,200	112,430	223,344
CVS Health Corp 2,250	138,459	163,125
Danaher Corp 4,000	113,605	371,280
Dell Technologies Inc - CL V 167	8,016	13,574
Duke Energy Corp 1,560	64,358	131,211
Fortive Corporation 3,400	116,487	245,990
General Electric 5,000	112,325	87,250
Gilead Sciences Inc. 1,625	140,296	116,415
Goldman Sachs Group inc. 1,100	236,124	280,236
Home Depot 1,600	229,910	303,248
Johnson & Johnson 2,000	58,125	279,440

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP Morgan Chase 4,000	156,095	427,760
Lam Research Corp. 900	102,812	165,663
Las Vegas Sands Corp 1,600	100,974	111,184
Metlife Inc. 2,732	123,693	138,130
Microsoft Corp. 1,000	47,550	85,540
Modelez International Inc. 4,000	101,280	171,200
Monsanto Co. 850	99,459	99,263
NIKE Inc Cl. B 6,000	96,438	375,300
Oracle Corp. 2,000	48,870	94,560
Praxair Inc. 4,000	115,245	618,720
Progressive Corp. - Ohio 3,000	68,919	168,960
Prudential Financial Inc. 2,250	137,367	258,705
Qualcomm 3,500	162,492	224,070
Starbucks Corp. 4,100	238,168	235,463
Textron Inc. 7,000	213,000	396,130
Thermo Fisher Scientific Inc. 1,500	89,123	284,820
Union Pacific Corp. 2,000	51,026	268,200
United Tech Corp. 600	49,041	76,542
Visa Inc. - Class A Shares 4,000	83,530	456,080
Wells Fargo & Co 500	27,391	30,335
Yum China Holdings Inc 4,000	44,940	160,080
Yum! Brands Inc. 4,000	44,940	326,440
Zoetis Inc. 2,000	63,473	144,080
C.H. Robinson Worldwide Inc. 2,000	39,272	178,180
Intercontinental Exchange Group 2,650	144,003	186,984
Mettler-toledo International 1,245	122,996	771,302
RenaissanceRe Holdings 1,000	79,903	125,590
The J.M. Smucker Co. 1,500	89,368	186,360
Tractor Supply Co. 1,500	137,703	112,125
Liberty Property Trust 3,000	55,184	129,030

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Apache Corp. 2,900	257,952	122,438
Chebron Corp. 2,000	88,590	250,380
Noble Energy Inc. 3,000	113,825	87,420
Royal Dutch Shell PLC - ADR A 2,000	99,285	133,420
Schlumberger Ltd. 4,500	151,325	303,255
Beijing Enterprises Water Group Ltd. 190,000	146,351	147,725
Broadcom Ltd. 704	122,716	180,858
NXP Semiconductors NV 1,000	99,777	117,090
Roche Holdings Ltd. - Spons ADR 10,000	161,725	315,800

TY 2017 Investments Government Obligations Schedule

Name: WOLF CREEK FOUNDATION
C/O BALDWIN FAMILY OFFICE

EIN: 83-0310959

**US Government Securities - End
of Year Book Value:**

12,898,871

**US Government Securities - End
of Year Fair Market Value:**

12,781,105

**State & Local Government
Securities - End of Year Book
Value:**

15,208,525

**State & Local Government
Securities - End of Year Fair
Market Value:**

14,914,029

TY 2017 Investments - Other Schedule

Name: WOLF CREEK FOUNDATION
C/O BALDWIN FAMILY OFFICE
EIN: 83-0310959

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Target Corp. NC Due 01-15-18 6.000% 125,000	AT COST	145,556	125,159
JP Morgan Chase & Co. NC Due 04-23-19 6.300% 500,000	AT COST	543,960	526,400
John Hopkins University NC Due 07-01-19 5.250% 31,000	AT COST	31,198	32,392
UPS of Amer Inc NC Due 04-01-20 8.375% 250,000	AT COST	325,570	283,100
Berkshire Hathaway Fin NC Due 01-15-21 4.250% 500,000	AT COST	547,895	528,745
Exxon Mobil Corp. NC Due 08-15-21 8.625% 250,000	AT COST	323,888	304,345
General Electric Co. NC Due 10-09-22 2.700% 500,000	AT COST	492,865	499,235
Chebron Corp (M-W +15) NC Due 06-24-23 3.191% 500,000	AT COST	517,980	513,815
Coca-Cola Co NC Due 11-01-23 3.200% 375,000	AT COST	393,709	389,389
US Bancorp Due 01-30-24 3.700% 595,000	AT COST	644,564	624,893
Bank of NY Mellon Due 02-04-24 3.650% 525,000	AT COST	550,835	549,470
Wal-Mart Stores Inc Due 04-22-24 3.300% 850,000	AT COST	882,462	883,091
IBM Corp (M-W T+15) NC Due 02-12-24 3.625% 515,000	AT COST	540,529	539,272
Target Corp. NC Due 07-01-24 3.500% 500,000	AT COST	530,635	521,280
Procter & Gamble (M-W+15) NC Due 02-02-26 2.700% 1,000,000	AT COST	995,790	988,500
Brookfield Renewable Energy Partners LP 3,000	AT COST	101,194	104,730
PoweShares Water Resources Portfolio 8,000	AT COST	135,400	242,160
Blackstone Group LP 4,000	AT COST	79,284	128,080
Enterprise Procuts Partners 4,500	AT COST	116,862	119,295
Teekay LNG Partners LP 2,000	AT COST	77,545	40,300
iShares S&P 500/BARRA Value Index 24,823	AT COST	1,509,983	2,835,780
Vanguard Value Index Fund Admiral Shares 37,088	AT COST	686,409	1,535,832
SPDR S&P Mid-Cap 400 ETF Trust 12,673	AT COST	860,275	4,377,381
Pleiades Investment Partners L.P. 180,263	AT COST	1,753,430	1,917,698
Veritable Long Biased Domestic Fund LP 318,747	AT COST	602,103	631,328
iShares Russell 2000 Index 15,815	AT COST	699,814	2,411,155
The Vittoria Fund L.P. 577,052	AT COST	8,707,975	9,125,271
DFA International Core Equity 8,413	AT COST	110,263	122,323
Dreyfus International Stock Fund CL I 9,303	AT COST	142,740	173,867
Harbor International Fund - Inst 2,471	AT COST	166,608	166,817

TY 2017 Other Decreases Schedule

Name: WOLF CREEK FOUNDATION
C/O BALDWIN FAMILY OFFICE

EIN: 83-0310959

Description	Amount
CARRYING VALUE TO TAX COST ADJUSTMENTS	1,802,037

TY 2017 Other Expenses Schedule

Name: WOLF CREEK FOUNDATION
C/O BALDWIN FAMILY OFFICE
EIN: 83-0310959

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR SERVICE FEE	867	867		0
PASSTHROUGH FROM VERITABLE LONG BIASED DOMESTIC FUND LP	7,862	7,862		0
PASSTHROUGH FROM PLEIADES INVESTMENT PARTNERS, L P	39,529	39,259		0
PASSTHROUGH FROM VITTORIA FUND LP	172,354	172,354		0
PASSTHROUGH FROM BLACKSTONE GROUP LP K-1	113	113		0

TY 2017 Other Income Schedule

Name: WOLF CREEK FOUNDATION
C/O BALDWIN FAMILY OFFICE

EIN: 83-0310959

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
REFUND OF EXCISE TAX	66,900	0	66,900
PASSTHROUGH FROM PLEIADES	87,231	87,231	87,231
PASSTROUGH FROM VITTORIA	523,264	523,264	523,264
PASSTHROUGH FROM VERITABLE LONG BIASED	6,239	6,239	6,239
PASSTHROUGH FROM BLACKSTONE GROUP LP K-1	3,429	3,429	3,429

TY 2017 Other Professional Fees Schedule

Name: WOLF CREEK FOUNDATION
C/O BALDWIN FAMILY OFFICE

EIN: 83-0310959

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUSAN BERRY-GORELLI	12,000	12,000		0
VERITABLE LP	156,878	156,878		0
BALDWIN INVESTMENT MGMT	74,768	74,768		0
ADR FEES	867	867		0

TY 2017 Taxes Schedule

Name: WOLF CREEK FOUNDATION
C/O BALDWIN FAMILY OFFICE

EIN: 83-0310959

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	5,148	5,148		0
EXCISE TAX - PRIOR YEAR	42,436	0		0
FOREIGN TAXES - VERITABLE LONG BIASED DOMESTIC FUND LP	61	61		0
FOREIGN TAXES - THE VITTORIA FUND	25,449	25,449		0
FOREIGN TAXES - PLEIADES	257	257		0
PASSTHROUGH FROM BLACKSTONE GROUP LP K-1	8	8		0
PASSTHROUGH FROM BROOKFIELD ENERGY PARTNERS K-1	69	69		0