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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation: THE MICHAEL AND KAREN STONE FAMILY FOUNDATION INC.

A Employer identification number: 05-0544633

Number and street (or P O box number if mail is not delivered to street address): FOUNDATION SOURCE 501 SILVERSIDE RD

Room/suite:

B Telephone number (see instructions): (800) 839-1754

City or town, state or province, country, and ZIP or foreign postal code: WILMINGTON, DE 19809-1377

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 36,906,181.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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 ▶ [X] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	7,053.	7,053.		
4	Dividends and interest from securities	870.	870.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,139,631.			
b	Gross sales price for all assets on line 6a 6,182,368.				
7	Capital gain net income (from Part IV, line 2)		1,140,295.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 1	3,775,252.	2,497,087.		
12	**Total** Add lines 1 through 11	4,922,806.	3,645,305.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 2	990.			990.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest	1,731.	1,731.		
18	Taxes (attach schedule) (see instructions) [3]	126,900.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	1,946.			1,946.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 4	424,178.	338,945.		40,035.
24	**Total operating and administrative expenses** Add lines 13 through 23	555,745.	340,676.		42,971.
25	Contributions, gifts, grants paid	1,480,720.			1,480,720.
26	**Total expenses and disbursements** Add lines 24 and 25	2,036,465.	340,676.	0.	1,523,691.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	2,886,341.			
b	**Net investment income** (if negative, enter -0-)		3,304,629.		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II	**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
	Assets			
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	4,376,168.	1,060,385.	1,060,385.
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) ▶ *		* 2,250,000.	ATCH 5
	Less allowance for doubtful accounts ▶	2,349,954.	2,250,000.	2,250,000.
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) ATCH 6	132,872.	132,872.	82,565.
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 7	26,313,218.	32,615,296.	33,513,231.
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)	33,172,212.	36,058,553.	36,906,181.
	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			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	33,172,212.	36,058,553.	
30	**Total net assets or fund balances** (see instructions)	33,172,212.	36,058,553.	
31	**Total liabilities and net assets/fund balances** (see instructions)	33,172,212.	36,058,553.	

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	33,172,212.
2	Enter amount from Part I, line 27a	2	2,886,341.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	36,058,553.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	36,058,553.

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)
1 a	SEE PART IV SCHEDULE			
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				
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,140,295.
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	0.

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

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

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

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

If "Yes," the foundation doesn't qualify under section 4940(e) Do not complete this part

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))
2017	1,034,774.	33,796,515.	0.030618
2016	483,176.	26,006,513.	0.018579
2015	485,061.	22,887,031.	0.021194
2014	87,606.	12,954,097.	0.006763
2013	428,329.	11,794,222.	0.036317

2	**Total** of line 1, column (d)	2	0.113471
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.022694
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	38,068,724.
5	Multiply line 4 by line 3	5	863,932.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	33,046.
7	Add lines 5 and 6	7	896,978.
8	Enter qualifying distributions from Part XII, line 4	8	1,523,691.

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

3

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 ▶ [X] and enter 1% of Part I, line 27b	1	33,046.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	
3	Add lines 1 and 2	3	33,046.
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	33,046.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a — 71,063.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	71,063.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	38,017.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 38,017. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		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?	6	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	7	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	8b	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 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754

Located at ▶501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No If "Yes," list the years ▶ ______ , ______ , ______ , ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018)	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 2018?	4b		X

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

			Yes	No
5a	During the year, did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☒ No			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . ▶	

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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	2,086,203.
b	Average of monthly cash balances	1b	1,356,559.
c	Fair market value of all other assets (see instructions)	1c	35,205,689.
d	**Total** (add lines 1a, b, and c)	1d	38,648,451.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	38,648,451.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	579,727.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	38,068,724.
6	**Minimum investment return.** Enter 5% of line 5	6	1,903,436.

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	1,903,436.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	33,046.		
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	236,445.		
c	Add lines 2a and 2b			2c	269,491.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,633,945.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,633,945.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,633,945.

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	1,523,691.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,523,691.
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	33,046.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,490,645.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,633,945.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			1,505,237.	
b Total for prior years 20 16 ,20 15 ,20 14				
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 1,523,691.				
a Applied to 2017, but not more than line 2a			1,505,237.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount				18,454.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				1,615,491.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

ATTACHMENT 9

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient 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*				
ATCH 10				
Total . . . . ▶ **3a**				1,480,720.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	7,053.	
4 Dividends and interest from securities			14	870.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	525990	-664.	18	1,140,295.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 11		1,278,132.		2,497,120.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		1,277,468.		3,645,338.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 4,922,806.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

▶ Signature of officer or trustee | 11/12/2019 Date | ▶ ~~DIRECTOR~~ President Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY D HASKELL	JEFFREY D HASKELL	11/07/2019		P01345770

Firm's name	▶ FOUNDATION SOURCE	Firm's EIN	▶ 510398347
Firm's address	▶ ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042	Phone no	800-839-1754

JSA
8E1493 1 000

The Michael and Karen Stone Family Foundation, Inc
Taxable Year Ending December 31, 2018

05-0544633

Part I, Line 6a (990-PF) - Net Gain/(Loss) from Sales of Assets Not Included in Part IV

Name	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Book Basis	Net Gain/(Loss)
Publicly-traded Securities	-			$ 6,117,262	$ 3,710,148	$ 2,407,114
Passthrough K-1 Capital Gain/(Loss) - non UBI						$ 123,359
ARC HUD 1, LLC	2/25/2012	P	12/31/2018	$ 30,000	$ 7,650	$ 22,350
Excess basis distrib-REO Homes LLC				$ 35,106	$ -	$ 35,106
FSIM GP, LLC	3/12/2014	P	12/31/2018	$ -	$ 3,252	$ (3,252)
Flippin Companies - Option agreement	5/6/2016	P	12/31/2018	$ -	$ 80,769	$ (80,769)
Section 751 Gain Reclass						$ (1,363,613)
Total included in Part IV				$ 6,182,368	$ 3,801,819	$ 1,140,295
Passthrough K-1 Capital Gain/(Loss) - UBI						$ (664)
Part I, Line 6a Total						$ 1,139,631

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS ENBRIDGE ENERGY PARTNERS LP	-4,251.	2.
K-1 INC/LOSS GENESIS ENERGY, L.P	-147,201.	3,899.
K-1 INC/LOSS KAYNE ANDERSON REAL ESTATE	482,482.	482,482.
K-1 INC/LOSS LAUNCHTIME III LLC	-34.	-34.
K-1 INC/LOSS MIT PRIVATE EQUITY FUND IV,	4,124.	3,947.
K-1 INC/LOSS REO HOMES 3, LLC	83,097.	
K-1 INC/LOSS SUJA LIFE LLC	6.	6.
K-1 INC/LOSS TALLGRASS ENERGY PARTNERS L	4,970.	1.
K-1 INC/LOSS TARRANT UPGRADE, LP	101.	101.
K-1 INC/LOSS THE RISE FUND (A), L.P	973.	933.
K-1 INC/LOSS THE RISE FUND AIV II LP	118.	59.
K-1 INC/LOSS TOP EQUITY II-A, L.P	11,655.	11,464.
K-1 INC/LOSS TPG CLO ADVISERS EQUITY II	78,188.	78,188.
K-1 INC/LOSS TPG GROWTH SPECTRE CO-INVES	4,203.	4,203.
K-1 INC/LOSS WILLIAMS PARTNERS LP	-18,276.	352.
INTEREST INCOME FROM NOTES	1,614,496.	1,614,496.
GUARANTEED PAYMENTS - 110 CORCORAN PTRS	290,332.	290,332.
SEC 751 GAIN ON SALE ENBRIDGE ENERGY PAR	169,481.	
SEC 751 GAIN ON SALE GENESIS ENERGY, L.P	339,068.	
SEC 751 GAIN ON SALE TALLGRASS ENERGY PA	267,689.	
SEC 751 GAIN ON SALE WILLIAMS PARTNERS L	587,375.	
LOAN/BORROW ACTIVITY FEES TEP	6,647.	6,647.
SECTION 965 INCOME	9.	9.
TOTALS	3,775,252.	2,497,087.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
GENERAL CONSULTATIONS	990.			990.
TOTALS	990.			990.

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
990-PF ESTIMATED TAX FOR 2018	70,000.
990-PF EXTENSION FOR 2017	56,400.
STATE INCOME TAX FOR 2017	500.
TOTALS	126,900.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	40,000.		40,000.
BANK CHARGES	151.	151.	
K-1 EXP ENBRIDGE ENERGY PARTNE	32.	11.	
K-1 EXP GENESIS ENERGY, L.P	21,191.	2,007.	
K-1 EXP KAYNE ANDERSON REAL ES	52,495.	52,495.	
K-1 EXP LAUDERDALE ESTATES HOL	471.	471.	
K-1 EXP LAUNCHTIME III LLC	235.	235.	
K-1 EXP MIT PRIVATE EQUITY FUN	1,584.	1,382.	
K-1 EXP SUJA LIFE LLC	5.		
K-1 EXP TALLGRASS ENERGY PARTN	59.		
K-1 EXP TARRANT UPGRADE, LP	5,560.	5,560.	
K-1 EXP THE RISE FUND (A), L.P	283,265.	261,099.	
K-1 EXP THE RISE FUND AIV II L	5,134.	1,772.	
K-1 EXP TOP EQUITY II-A, L.P	3,711.	3,659.	
K-1 EXP TPG CLO ADVISERS EQUIT	9,312.	9,312.	
K-1 EXP TPG GROWTH SPECTRE CO-	664.	664.	
K-1 EXP WILLIAMS PARTNERS LP	274.	127.	
STATE OR LOCAL FILING FEES	35.		35.
TOTALS	424,178.	338,945.	40,035.

ATTACHMENT 5

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	ME TO WE SOCIAL ENTERPRISES INC
ORIGINAL AMOUNT:	2,250,000.
INTEREST RATE:	2.2500 %
DATE OF NOTE:	12/03/2015
MATURITY DATE:	12/03/2025
REPAYMENT TERMS:	SEMI-ANNUAL INTEREST/PRINCIPAL 8TH-10TH YR
SECURITY PROVIDED:	SECURITY INTEREST IN PERSONAL AND REAL PROPERTY
PURPOSE OF LOAN:	INVESTMENT
DESCRIPTION AND FMV OF CONSIDERATION:	CASH & NOTE 2,250,000.

BEGINNING BALANCE DUE	2,250,000.
ENDING BALANCE DUE	2,250,000.
ENDING FAIR MARKET VALUE	2,250,000.
TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	2,250,000.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	2,250,000.
TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	2,250,000.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
JD.COM, INC	101,088.	52,325.
VANGUARD INT TRM BD	31,784.	30,240.
TOTALS	132,872.	82,565.

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
110 CORCORAN PROPERTY PARTNERS	3,730,000.	3,705,000.
GENESIS ENERGY, L.P	382,526.	506,078.
KAYNE ANDERSON REAL ESTATE DEB	3,044,709.	3,041,118.
LAUDERDALE ESTATES HOLDING CO	36,854.	25,000.
LAUNCHTIME III LLC	201,680.	262,398.
MIT PRIVATE EQUITY FUND IV, LP	55,596.	68,828.
MULLIGAN FUNDING LLC - NET ADV	20,245,037.	20,245,037.
REO HOMES 3, LLC		104,773.
STX FILMWORKS, INC	188,802.	250,000.
SUJA LIFE LLC		1,000.
TARRANT UPGRADE, LP	654,785.	652,212.
THE RISE FUND (A), L.P	1,311,793.	1,797,692.
THE RISE FUND AIV II LP	346,334.	349,815.
TOP EQUITY II-A, L.P	93,872.	99,457.
TPG CLO ADVISERS EQUITY II LP	1,747,168.	1,663,694.
TPG GROWTH SPECTRE CO-INVEST,	326,140.	491,129.
TRICOLOR CLEANTECH CAPITAL, LL	250,000.	250,000.
TOTALS	32,615,296.	33,513,231.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY-TRADED SECURITIES						
6,117,262.		3,710,148.					2,407,114.	
		PASSTHROUGH K1 CAPITAL GAIN/(LOSS)						
							123,359.	
		SEC 751 GAIN ON SALE OF PTSHP RECLASS						
							-1363613.	
		ARC HUD 1, LLC				P	02/25/2012	12/31/2018
30,000.		7,650.					22,350.	
		FLIPPIN COMPANIES OPTION AGREEMENT				P	05/06/2016	12/31/2018
		80,769.					-80,769.	
		FSIM GP, LLC				D	03/12/2014	12/31/2018
		3,252.					-3,252.	
		EXCESS BASIS DISTRIB-REO HOMES LLC						
35,106.							35,106.	
TOTAL GAIN(LOSS)							1,140,295.	

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

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KAREN M STONE FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
MICHAEL R STONE FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	PRES, DIR, SEC 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 9

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

MICHAEL R STONE
KAREN M STONE

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
1 SAN DIEGO PO BOX 12054 SAN DIEGO, CA 92112	N/A PC	GENERAL & UNRESTRICTED	10,000
A ARANDA 1842 CALVEDOS DRIVE CHULA VISTA, CA 91913	NONE I	HARDSHIP ASSISTANCE GRANT	1,330
A BAHENA 4944 LOGAN AVENUE, APT 5 SAN DIEGO, CA 92113	NONE I	HARDSHIP ASSISTANCE GRANT	3,000
A MATTHEWS 5722 UNIVERSITY AVE SAN DIEGO, CA 92115	NONE I	HARDSHIP ASSISTANCE GRANT	2,800
A YEAGER 2150 PACIFIC BEACH DRIVE A SAN DIEGO, CA 92109	NONE I	HARDSHIP ASSISTANCE GRANT	3,000
ALPHA-OMEGA PROJECT PO BOX 2692 WIMBERLEY, TX 78676	N/A PC	GENERAL & UNRESTRICTED	2,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BIG BROTHERS BIG SISTERS OF SAN DIEGO COUNTY INC 4305 UNIVERSITY AVE STE 300 SAN DIEGO, CA 92105	N/A PC	GENERAL & UNRESTRICTED	60,000
BIG BROTHERS BIG SISTERS OF SAN DIEGO COUNTY INC 4305 UNIVERSITY AVE STE 300 SAN DIEGO, CA 92105	N/A PC	RIPPLE PROJECT PILOT PHASE	1,000
BISHOP SCHOOL 7607 LA JOLLA BLVD LA JOLLA, CA 92037	N/A PC	GENERAL & UNRESTRICTED	6,685
BISHOP SCHOOL 7607 LA JOLLA BLVD LA JOLLA, CA 92037	N/A PC	ANNUAL FUND	15,000
BISHOP SCHOOL 7607 LA JOLLA BLVD LA JOLLA, CA 92037	N/A PC	BISHOPS ANNUAL FUND	15,000
C MENDEZ 656 KIRTRIGHT STREET SAN DIEGO, CA 92114	NONE I	HARDSHIP ASSISTANCE GRANT	3,014

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
C MORALES 1908 PROSPECT STREET NATIONAL CITY, CA 91950	NONE I	HARDSHIP ASSISTANCE GRANT	2,500
D ERICA 3585 40TH STREET SAN DIEGO, CA 92105	NONE I	HARDSHIP ASSISTANCE GRANT	3,000
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A PC	ATHLETICS DEPARTMENT	400,000
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A PC	LIBRARIES DIVISION	100,000
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A PC	DUKE LIBRARIES ANNUAL FUND	40,000
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A PC	FUQUA SCHOOL OF BUSINESS ANNUAL FUND	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A PC	DUKE LIBRARIES	100,000
E MENDOZA 504 IONA DRIVE SAN DIEGO, CA 92114	NONE I	HARDSHIP ASSISTANCE GRANT	3,100
FRIENDS OF VISTA HILL FOUNDATION 8910 CLAIREMONT MESA BLVD SAN DIEGO, CA 92123	N/A PC	GENERAL & UNRESTRICTED	5,000
G NOGUERA 1142 LATIGO COVE CHULA VISTA, CA 91915	NONE I	HARDSHIP ASSISTANCE GRANT	2,150
GOT QUESTIONS MINISTRIES 6050 STETSON HILLS BLVD 254 COLORADO SPRINGS, CO 80923	N/A PC	GENERAL & UNRESTRICTED	10,000
HOLOCAUST MEMORIAL CENTER 28123 ORCHARD LAKE RD FARMINGTN HLS, MI 48334	N/A PC	CHARITABLE EVENT	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOTCHKISS SCHOOL PO BOX 800 LAKEVILLE, CT 06039	N/A PC	GIVING DAY 2018 CAMPAIGN	25,000
INTERNATIONAL RESCUE COMMITTEE INC 5348 UNIVERSITY AVE #205 SAN DIEGO, CA 92105	N/A PC	REFUGEE GIRLS SOCCER PROGRAM	3,980
J NARVAEZ 3538 MADISON AVE SAN DIEGO, CA 92116	NONE I	HARDSHIP ASSISTANCE GRANT	3,230
K MORALES 1050 B ST SAN DIEGO, CA 92101	NONE I	HARDSHIP ASSISTANCE GRANT	1,300
LAKE CHAMPLAIN COMMITTEE INC 208 FLYNN AVENUEBUILDING 3STE F BURLINGTON, VT 05401	N/A PC	GENERAL & UNRESTRICTED	1,000
M MIGUEL 1423 TAFT STREET ESCONDIDO, CA 92026	NONE I	HARDSHIP ASSISTANCE GRANT	1,900

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
M SERRANO 1420 HILLTOP DR # 305 CHULA VISTA, CA 91911	NONE I	HARDSHIP ASSISTANCE GRANT	1,170
NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE RD STE 1200 JENKINTOWN, PA 19046	N/A PC	GENERAL & UNRESTRICTED	500,000
NORMAN B LEVENTHAL MAP CENTER INC 700 BOYLSTON ST BOSTON, MA 02116	N/A PC	ANNUAL FUND	2,500
O AL SAFFAR 1009 E LEXINGTON AVE EL CAJUN, CA 92020	NONE I	HARDSHIP ASSISTANCE GRANT	3,000
PARTNERS HEALTHCARE SYSTEM INC 243 CHARLES ST BOSTON, MA 02114	N/A PC	DR HADLOCK'S RESEARCH FUND	5,000
PRO KIDS GOLF ACADEMY INC 4085 52ND ST SAN DIEGO, CA 92105	N/A PC	GENERAL & UNRESTRICTED	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PROJECT CONCERN INTERNATIONAL 5151 MURPHY CANYON RD STE 320 SAN DIEGO, CA 92123	N/A PC	RIPPLE PROJECT PILOT PHASE	5,263
R OLMOS 5268 ROSWELL ST SAN DIEGO, CA 92114	NONE I	HARDSHIP ASSISTANCE GRANT	2,639
SAN DIEGO SPORTS MEDICINE FOUNDATION 8901 ACTIVITY RD SAN DIEGO, CA 92126	N/A PC	CHARITABLE EVENT	2,500
SHELBURNE FARMS 1611 HARBOR RD SHELBURNE, VT 05482	N/A PC	GENERAL & UNRESTRICTED	25,000
SHELBURNE MUSEUM INCORPORATED PO BOX 10 SHELBURNE, VT 05482	N/A PC	GENERAL & UNRESTRICTED	10,000
SKIDMORE COLLEGE 815 N BROADWAY SARATOGA SPGS, NY 12866	N/A PC	GENERAL & UNRESTRICTED	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SKIDMORE COLLEGE 815 N BROADWAY SARATOGA SPGS, NY 12866	N/A PC	PARENTS FUND	1,000
SKIDMORE COLLEGE 815 N BROADWAY SARATOGA SPGS, NY 12866	N/A PC	SKIDMORE PARENTS FUND	10,000
THE GILLISPIE SCHOOL 7380 GIRARD AVE LA JOLLA, CA 92037	N/A PC	GENERAL & UNRESTRICTED	25,000
THE KRISTEN ANN CARR FUND 39 W 32 ST, STE 1403 NEW YORK, NY 10001	N/A PC	GENERAL & UNRESTRICTED	1,000
UNION STATION HOMELESS SERVICES 825 E ORANGE GROVE BLVD PASADENA, CA 91104	N/A PC	GENERAL & UNRESTRICTED	1,659
V MONTALVO 2039 BONITA ST LEMON GROVE, CA 91945	NONE I	HARDSHIP ASSISTANCE GRANT	3,200

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VOICES FOR CHILDREN 2851 MEADOW LARK DR SAN DIEGO, CA 92123	N/A PC	GENERAL & UNRESTRICTED	15,300
		TOTAL CONTRIBUTIONS PAID	1,480,720.

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

ATTACHMENT 11

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
K-1 INC/LOSS	525990	-85,481.	14	585,636.	
SEC 751 GAIN ON SALE OF PTSHP	525990	1,363,613.			
INTEREST FROM NOTES RECEIVABLE			14	1,614,496.	
LOAN FEES			01	6,647.	
GUARANTEED PAYMENT - PARTNERSHIP			01	290,332.	
SECTION 965 INCOME			14	9.	
TOTALS		1,278,132.		2,497,120.	