EXTENDED TO NOVEMBER 15, 2019

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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 , and ending

Name of foundation
THE CAMILLE AND HENRY DREYFUS
FOUNDATION, INC.

A Employer identification number
13-5570117

Number and street (or P O box number if mail is not delivered to street address) Room/suite
555 MADISON AVENUE

B Telephone number
(212)753-1760

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10022

C If exemption application is pending, check here ▶ ☐ 6

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

04

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) ▶$ 91,633,180.

J Accounting method: ☐ Cash ☐ Accrual ☒ Other (specify) MODIFIED CASH
(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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received				
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	2,480,020.	2,518,018.		STATEMENT 1
5a	Gross rents	45,275.	45,275.		STATEMENT 2
b	Net rental income or (loss) 45,275.				
6a	Net gain or (loss) from sale of assets not on line 10	2,862,975.			
b	Gross sales price for all assets on line 6a 12,171,733.				
7	Capital gain net income (from Part IV, line 2)		2,856,521.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	-20,547.	5,351.	0.	STATEMENT 3
12	**Total.** Add lines 1 through 11	5,367,723.	5,425,165.	0.	
13	Compensation of officers, directors, trustees, etc	409,498.	0.	0.	409,498.
14	Other employee salaries and wages	264,055.	14,078.	0.	249,977.
15	Pension plans, employee benefits	209,162.	10,458.	0.	198,704.
16a	Legal fees STMT 4	634.	32.	0.	602.
b	Accounting fees STMT 5	43,250.	2,162.	0.	41,088.
c	Other professional fees STMT 6	141,274.	95,398.	0.	45,876.
17	Interest		1,463.		
18	Taxes STMT 7	101,956.	2,472.	0.	0.
19	Depreciation and depletion				
20	Occupancy	234,555.	11,728.	0.	222,827.
21	Travel, conferences, and meetings	10,409.	520.	0.	9,889.
22	Printing and publications	7,594.	380.	0.	7,214.
23	Other expenses STMT 8	396,834.	70,102.	0.	384,004.
24	**Total operating and administrative expenses.** Add lines 13 through 23	1,819,221.	208,793.	0.	1,569,679.
25	Contributions, gifts, grants paid	2,516,500.			2,516,500.
26	**Total expenses and disbursements.** Add lines 24 and 25	4,335,721.	208,793.	0.	4,086,179.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	1,032,002.			
b	**Net investment income** (if negative, enter -0-)		5,216,372.		
c	**Adjusted net income** (if negative, enter -0-)			0.	

Revenue

Operating and Administrative Expenses

RECEIVED
NOV 18 2019
OGDEN, UT
IRS-OSC

SCANNED JAN 08 2019

NOV 21 2019

OG Received in Batching Ogden

4/13

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,246,327.	316,751.	316,751.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	163,351.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	94,817,315.	87,736,418.	87,736,418.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	3,620,864.	3,580,011.	3,580,011.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	101,847,857.	91,633,180.	91,633,180.
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			
	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 ▶ [X] and complete lines 24 through 26, and lines 30 and 31.**			
	24 Unrestricted	101,847,857.	91,633,180.	
	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			
	30 **Total net assets or fund balances**	101,847,857.	91,633,180.	
	31 **Total liabilities and net assets/fund balances**	101,847,857.	91,633,180.	

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	101,847,857.
2	Enter amount from Part I, line 27a	2	1,032,002.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	102,879,859.
5	Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSSES ON INVESTMENTS	5	11,246,679.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	91,633,180.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENT

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
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	12,171,733.		9,308,758.	2,856,521.

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				2,856,521.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	2,856,521.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	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	4,863,296.	97,207,972.	.050030
2016	4,335,943.	95,487,851.	.045408
2015	5,293,511.	96,560,881.	.054820
2014	4,526,093.	100,801,660.	.044901
2013	4,976,007.	85,706,794.	.058058

2 **Total** of line 1, column (d)	2	.253217
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	.050643
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	98,502,230.
5 Multiply line 4 by line 3	5	4,988,448.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	52,164.
7 Add lines 5 and 6	7	5,040,612.
8 Enter qualifying distributions from Part XII, line 4	8	4,086,179.

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 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	PUBLICLY TRADED SECURITIES	P		
b	THRU NGEN II, L.P.	P		
c	LEGACY VENURE VIII, LLC	P		
d	AMERICAN SECURITIES VI, LP	P		
e	AMERICAN SECURITIES VII, LP	P		
f	DENHAM CAPITAL	P		
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	12,171,733.		9,308,758.	2,862,975.
b				-124,565.
c				417.
d				63,042.
e				72,128.
f				-17,476.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				2,862,975.
b				-124,565.
c				417.
d				63,042.
e				72,128.
f				-17,476.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	2,856,521.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	0.

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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	104,327.
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	104,327.
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	104,327.
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a: 112,639.		
b	Exempt foreign organizations - tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d: 0.		
7	Total credits and payments. Add lines 6a through 6d	7	112,639.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0.
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	8,312.
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶ 8,312. **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		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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	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. ▶ NY, CA			
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

2

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 ▶ WWW.DREYFUS.ORG

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 212-753-1760

Located at ▶ 555 MADISON AVENUE, NEW YORK, NY ZIP+4 ▶ 10022

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

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

			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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	*Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time* during the year?	☐ 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.)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	[X] 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 [X] 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		X
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?	[X] 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 [X] 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 [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	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 [X] 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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		409,498.	47,031.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GERARD BRANDENSTEIN - 555 MADISON AVENUE, NEW YORK, NY 10022	ASSOCIATE DIRECTOR 40.00	157,500.	62,003.	0.
ADAM LORE - 555 MADISON AVENUE, NEW YORK, NY 10022	OPERATIONS MANAGER 40.00	97,750.	0.	0.

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
VANGUARD GROUP 100 VANGUARD BOULEVARD, MALVERN, PA 19355	INVEST ADVISORY FEES	64,378.
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 SEE ATTACHMENT 15A	2,516,500.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
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	95,792,170.
b	Average of monthly cash balances	1b	609,656.
c	Fair market value of all other assets	1c	3,600,438.
d	**Total** (add lines 1a, b, and c)	1d	100,002,264.
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	100,002,264.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,500,034.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	98,502,230.
6	**Minimum investment return.** Enter 5% of line 5	6	4,925,112.

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	4,925,112.
2a	Tax on investment income for 2018 from Part VI, line 5 — 2a: 104,327.		
b	Income tax for 2018. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	104,327.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,820,785.
4	Recoveries of amounts treated as qualifying distributions	4	41,627.
5	Add lines 3 and 4	5	4,862,412.
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	4,862,412.

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	4,086,179.
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	4,086,179.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,086,179.

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				4,862,412.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years: ______, ______, ______		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013 559,268.				
b From 2014				
c From 2015 512,207.				
d From 2016				
e From 2017 63,912.				
f Total of lines 3a through e	1,135,387.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ $ 4,086,179.				
a Applied to 2017, but not more than line 2a			0.	
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 2018 distributable amount				4,086,179.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	776,233.			776,233.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	359,154.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				0.
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 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	359,154.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015 295,242.				
c Excess from 2016				
d Excess from 2017 63,912.				
e Excess from 2018				

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 12

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				
NORTHERN ARIZONA UNIVERSITY PO BOX 4094 FLAGSTAFF, AZ 86011	NONE	AMERICAN CHEMICAL SOCIETY SCHO		10,000.
PRINCETON UNIVERSITY WITHERSPOON ST, PRINCETON, NJ 08544	NONE	AMERICAN CHEMICAL SOCIETY SCHO		2,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE CAMBRIDGE, MA 02039	NONE	AMERICAN CHEMICAL SOCIETY SCHO		8,000.
ACS AWARDS PROGRAMS 1155 SIXTEENTH STREET WASHINGTON, DC 20036	NONE	AMERICAN CHEMICAL SOCIETY SCHO		15,000.
CALIFORNIA STATE UNIVESITY, FRESNO 5241 N MAPLE AVE FRESNO, CA 93740	NONE	UNDERGRADUATE INSTITUTION SCHO		11,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	2,516,500.
b Approved for future payment				
PROVIDENCE COLLEGE 1 CUNNINGHAM SQ PROVIDENCE, RI 2918	NONE	UNDERGRADUATE INSTITUTION SCHO		11,000.
FRANKLIN & MARSHALL COLLEGE PO BOX 3003 LANCASTER , PA 17604	NONE	UNDERGRADUATE INSTITUTION SCHO		11,000.
SANTA CLARA UNIVERSITY 500 EL CAMINO REAL SANTA CLARA , CA 95053	NONE	UNDERGRADUATE INSTITUTION SCHO		18,500.
Total SEE CONTINUATION SHEET(S)			▶ 3b	1,426,500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HOBART AND WILLIAM SMITH COLLEGES 300 PULTENEY ST GENEVA , NY 14556	NONE	UNDERGRADUATE INSTITUTION SCHO		18,500.
PROVIDENCE COLLEGE 1 CUNNINGHAM SQUARE PROVIDENCE, RI 02918	NONE	UNDERGRADUATE INSTITUTION SCHO		7,500.
TOWSON UNIVERSITY 8000 YORK RD TOWSON, MD 21252	NONE	UNDERGRADUATE INSTITUTION SCHO		18,500.
POMONA COLLEGE 333 N COLLEGE WAY CLAREMONT , CA 91711	NONE	UNDERGRADUATE INSTITUTION SCHO		11,000.
UNIVERSITY OF DELAWARE 210 S COLLEGE AVE NEWARK, DE 19716	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
NORTHWESTERN UNIVERSITY 1801 HINMAN AVENUE EVANSTON, IL 60208	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
CARNEGIE MELLON UNIVERSITY 5000 FORBES AVE PITTSBURGH, PA 15213	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
MICHIGAN STATE UNIVERSITY 220 TROWBRIDGE RD EAST LANSING , MI 48824	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
UNIVERSITY OF CALIFORNIA, IRVINE ONE SHIELDS AVENUE IRVINE, CA 92697	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE CAMBRIDGE, MA 2139	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
Total from continuation sheets				2,470,500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NORTHWESTERN UNIVERSITY 633 CLARK ST EVANSTON, IL 60208	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
THE UNIVERSITY OF CHICAGO 5801 S ELLIS AVE CHICAGO, IL 60637	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
STANFORD UNIVERSITY 450 SERRA MALL STANFORD , CA 94305	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE, CAMBRIDGE, MA 2139	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 78 MASSACHUSETTS AVE, CAMBRIDGE, MA 2139	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
CORNELL UNIVERSITY 410 THURSTON AVENUE ITHACA, NY 14853	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
HARVARD UNIVERSITY 1350 MASSACHUSETTS CAMBRIDGE, MA 2381	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
GEORGIA INSTITUTE OF TECHNOLOGY NORTH AVE NW ATLANTA, GA 302332	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
UNIVERSITY OF CALIFORNIA, BERKELEY BERKELEY BERKELEY, CA 94704	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
AMERICAN CHEMICAL SOCIETY 1155 16TH ST NW WASHINGTON, DC 20036	NONE	CHEMICAL SCIENCES SCHOLARSHIPS		55,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
UNIVERSITY OF BASEL PETERSPLATZ 1, BASEL 4003	NONE	CHEMICAL SCIENCES SCHOLARSHIPS		25,000.
THE OHIO STATE UNIVERSITY COLUMBUS COLUMBUS , OH 43210	NONE	SENIOR SCIENTIST MENTOR SCHOLA		10,000.
CALVIN COLLEGE 3201 BURTON ST SE GRAND RAPIDS , MI 49546	NONE	SENIOR SCIENTIST MENTOR SCHOLA		10,000.
UNIVERSITY OF CALIFORNIA, SANTA CRUZ 1156 HIGH ST SANTA CRUZ , CA 95064	NONE	SENIOR SCIENTIST MENTOR SCHOLA		10,000.
UNIVERSITY OF OREGON 1217 UNIVERSITY OF OREGON EUGENE, OR 974403	NONE	SENIOR SCIENTIST MENTOR SCHOLA		10,000.
HARVARD UNIVERSITY 1350 MASSACHUSETTS CAMBRIDGE, MA 2138	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE CAMBRIDGE, MA 2139	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
BOSTON COLLEGE 140 COMMONWEALTH AVE CHESTNUT HILL , MA 2467	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
PRINCETON UNIVERSITY 110 MORRISON HALL PRINCETON , NJ 8544	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
THE PENNSYLVANIA STATE UNIVERSITY 201 SHIELDS BUILDING UNIVERSITY PARK , PA 16802	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
UNIVERSITY OF DELAWARE 210 S COLLEGE AVE, NEWARK, DE 19716	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
VIRGINIA POLYTECHNIC INSTITUTE AND STATE UNIVERSITY 460 WEST BLACKSBURG, VA 24061	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
EMORY UNIVERSITY 201 DOWMAN DR NE ATLANTA, GA 30322	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
UNIVERSITY OF MICHIGAN 500 S STATE ST ANN ARBOR , MI 48109	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
NORTHWESTERN UNIVERSITY 633 CLARK ST EVANSTON , IL 60208	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
WASHINGTON UNIVERSITY IN ST. LOUIS 1 BROOKINGS DR ST. LOUIS , MO 63130	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
CALIFORNIA INSTITUTE OF TECHNOLOGY 1200 E CALIFORNIA BLVD, PASADENA, CA 91125	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
UNIVERSITY OF CALIFORNIA, SANTA BARBARA 5221 CHEADLE HALL, SANTA BARBARA , CA 93106	NONE	TEACHER-SCHOLAR SCHOLARSHIP		75,000.
LAFAYETTE COLLEGE 730 HIGH ST, EASTON, PA 18042	NONE	TEACHER-SCHOLAR SCHOLARSHIP		60,000.
JAMES MADISON UNIVERSITY 800 SOUTH MAIN STREET, HARRISONBURG, VA 22807	NONE	TEACHER-SCHOLAR SCHOLARSHIP		60,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE COLLEGE OF WILLIAM & MARY P.O. BOX 8795 WILLIAMSBURG , VA 23187	NONE	TEACHER-SCHOLAR SCHOLARSHIP		60,000.
BUTLER UNIVERSITY 4600 SUNSET AVE. INDIANAPOLIS, IN 46208	NONE	TEACHER-SCHOLAR SCHOLARSHIP		60,000.
UNIVERSITY OF WISCONSIN-STEVENS POINT 2100 MAIN ST STEVENS POINT , WI 54481	NONE	TEACHER-SCHOLAR SCHOLARSHIP		60,000.
UNIVERSITY OF COLORADO DENVER 1201 LARIMER ST DENVER , CO 80217	NONE	TEACHER-SCHOLAR SCHOLARSHIP		60,000.
SANTA CLARA UNIVERSITY 500 EL CAMINO REAL SANTA CLARA , CA 95053	NONE	TEACHER-SCHOLAR SCHOLARSHIP		60,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
MONTCLAIR STATE UNIVERSITY 1 NORMAL AVE MONTCLAIR, NJ 7043	NONE	UNDERGRADUATE INSTITUTION SCHO		11,000.
STATE UNIVERSITY OF NEW YORK AT GENESEO 1 COLLEGE CIR GENESEO, NY 14454	NONE	UNDERGRADUATE INSTITUTION SCHO		11,000.
MERCER UNIVERSITY 1501 MERCER UNIVERSITY DR MACON , AZ 31207	NONE	UNDERGRADUATE INSTITUTION SCHO		11,000.
THE UNIVERSITY OF TAMPA 401 W KENNEDY BLVD TAMPA, NY 33606	NONE	UNDERGRADUATE INSTITUTION SCHO		18,500.
SOUTHERN ILLINOIS UNIVERSITY EDWARDSVILLE 6 HAIRPIN DR EDWARDSVILLE , MA 62026	NONE	UNDERGRADUATE INSTITUTION SCHO		11,000.
CALIFORNIA STATE UNIVESITY, SAN MARCOS 333 S TWIN OAKS VALLEY RD SAN MARCOS , CA 92096	NONE	UNDERGRADUATE INSTITUTION SCHO		18,500.
WOODS HOLE OCEANOGRAPHIC INSTITUTION 86 WATER ST WOODS HOLE , MA 2543	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
NORTHWESTERN UNIVERSITY 1801 HINMAN AVENUE EVANSTON, IL 60208	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
STANFORD UNIVERSITY 450 JANE STANFORD WAY STANFORD, CA 94305	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
UNIVERSITY OF CALIFORNIA, BERKELEY 200 CALIFORNIA HALL BERKELEY, CA 94720	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		120,000.
Total from continuation sheets				1,386,000.

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
UNIVERSITY OF CALIFORNIA, BERKELEY 201 CALIFORNIA HALL BERKELEY , CA 2138	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
HARVARD UNIVERSITY 1350 MASSACHUSETTS CAMBRIDGE, MA 2139	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE CAMBRIDGE, MA 2039	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
CORNELL UNIVERSITY 950 DANBY RD. ITHACA, NY 14853	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
HARVARD UNIVERSITY 1350 MASSACHUSETTS CAMBRIDGE, MA 2381	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
GEORGIA INSTITUTE OF TECHNOLOGY 225 N AVE NW, ATLANTA, GA 30332	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
THE UNIVERSITY OF TEXAS AT AUSTIN 110 INNER CAMPUS DRIVE AUSTIN, TX 78712	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		120,000.
UNIVERSITY OF CALIFORNIA, BERKELEY 200 CALIFORNIA HALL BERKELEY, CA 94704	NONE	ENVIRONMENTAL CHEMISTRY SCHOLA		60,000.
AMERICAN CHEMICAL SOCIETY 1155 16TH ST NW WASHINGTON , DC 20036	NONE	SENIOR SCIENTIST MENTOR SCHOLA		35,000.
UNIVERSITY OF BASEL 4056 BASEL BASEL SWITZERLAND 4056	NONE	TEACHER-SCHOLAR SCHOLARSHIP		100,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
UNIVERSITY OF BASEL 4056 BASEL BASEL SWITZERLAND 4056	NONE	TEACHER-SCHOLAR SCHOLARSHIP		260,000.
GEORGIA INSTITUTE OF TECHNOLOGY 225 N AVE NW ATLANTA , GA 30332	NONE	TEACHER-SCHOLAR SCHOLARSHIP		10,000.
FURMAN UNIVERSITY 3300 POINSETT HIGHWAY GREENVILLE 29613	NONE	TEACHER-SCHOLAR SCHOLARSHIP		60,000.
Total from continuation sheets				

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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	2,480,020.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property			16	45,275.	
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,856,521.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 13		-55,246.		-1,514.	41,627.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-55,246.		5,380,302.	41,627.

13 Total Add line 12, columns (b), (d), and (e) 13 5,366,683.

(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).
11A	RETURN OF GRANTS

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	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Henry C. Walter | 11/12/2019 | President

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
JAMES J. REILLY		NOV 08 2019		P00183769

Firm's name ▶ CONDON O'MEARA MCGINTY & DONNELLY LLP — Firm's EIN ▶ 13-3628255

Firm's address ▶ ONE BATTERY PARK PLAZA, 7TH FL. NEW YORK, NY 10004 — Phone no. 212-661-7777

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS FROM SECURITIES	2,480,020.	0.	2,480,020.	2,480,020.	0.
INTEREST AND DIVIDEND INCOME FROM AMERICAN SECURITIES VI, L.P.	0.	0.	0.	29,120.	0.
INTEREST AND DIVIDEND INCOME FROM AMERICAN SECURITIES VII, L.P.	0.	0.	0.	7,010.	0.
INTEREST AND DIVIDEND INCOME FROM DENHAM COMMODITY	0.	0.	0.	448.	0.
INTEREST AND DIVIDEND INCOME FROM LEGACY VENTURE IX	0.	0.	0.	7.	0.
INTEREST AND DIVIDEND INCOME FROM LEGACY VIII, LLC	0.	0.	0.	362.	0.
INTEREST AND DIVIDEND INCOME FROM NGEN III, L.P.	0.	0.	0.	1,051.	0.
TO PART I, LINE 4	2,480,020.	0.	2,480,020.	2,518,018.	0.

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
	1	45,275.
TOTAL TO FORM 990-PF, PART I, LINE 5A		45,275.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RETURNED GRANTS	41,627.	0.	0.
NET INCOME FROM LIMITED PARTNERSHIPS AND LIKE INVESTMENTS	-62,174.	0.	0.
NET INCOME FROM LIMITED PARTNERSHIPS AND LIKE INVESTMENTS	0.	60,660.	0.
LESS: AMOUNT ATTRIBUTABLE TO UBI	0.	-55,309.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	-20,547.	5,351.	0.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HARTER SEACREST AND EMERY	634.	32.	0.	602.
TO FM 990-PF, PG 1, LN 16A	634.	32.	0.	602.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONDON O'MEARA MCGINTY & DONNELLY LLP - AUDIT AND TAX	28,250.	1,412.	0.	26,838.
L.H. FRISHKOFF & COMPANY LLP - BOOKKEEPING SERVICES	15,000.	750.	0.	14,250.
TO FORM 990-PF, PG 1, LN 16B	43,250.	2,162.	0.	41,088.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	0.	0.	0.	0.
LIMITED PARTNERSHIPS INVESTMENT ADVISORY FEES	31,020.	31,020.	0.	0.
	0.	0.	0.	0.
VANGUARD GROUP INVESTMENT ADVISORY FEES	64,378.	64,378.	0.	0.
	0.	0.	0.	0.
GRANTS AVISORY AND CONSULTING	45,876.	0.	0.	45,876.
TO FORM 990-PF, PG 1, LN 16C	141,274.	95,398.	0.	45,876.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE UBI TAXES	-2,919.	-2,919.	0.	0.
FEDERAL EXCISE TAXES	104,875.	0.	0.	0.
LESS: AMOUNT ATTIBUTABLE TO UBI	0.	2,919.	0.	0.
FOREIGN TAXES	0.	2,472.	0.	0.
TO FORM 990-PF, PG 1, LN 18	101,956.	2,472.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE & FAX	6,385.	319.	0.	6,066.
COMPUTER EXPENSES	17,829.	891.	0.	16,938.
WORLD WIDE WEB EXPENSES	3,714.	186.	0.	3,528.
OFFICE SUPPLIES	6,515.	326.	0.	6,189.
SERVICE CONTRACTS	469.	23.	0.	446.
PROGRAM EXPLORATION	107,399.	0.	0.	107,399.
MEETING REGISTRATION	5,160.	258.	0.	4,902.
MEMBERSHIP EXPENSES	1,795.	90.	0.	1,705.
INSURANCE EXPENSE	3,856.	193.	0.	3,663.
	0.	0.	0.	0.
POSTAGE & SHIPPING	4,994.	250.	0.	4,744.
MISCELLANEOUS	295.	15.	0.	280.
MEDIA RELATIONS	205,387.	10,269.	0.	195,118.
SPECIAL PROGRAMS AND MEETINGS	32,833.	0.	0.	32,833.
MAINTENANCE	203.	10.	0.	193.
OTHER DEDUCTIONS FROM LIMITIED PARTNERSHIPS	0.	129,067.	0.	0.
LESS: AMOUNT ATTRIBUTABLE TO UNRELATED BUSINESS INCOME	0.	-71,795.	0.	0.
TO FORM 990-PF, PG 1, LN 23	396,834.	70,102.	0.	384,004.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB EQUITY FUNDS	488,365.	488,365.
VANGUARD TOTAL BOND MKT INDEX	7,384,508.	7,384,508.
VANGUARD TOTAL STOCK MARKET	28,121,293.	28,121,293.
VANGUARD SHORT TERM TREASURY	79,858.	79,858.
VANGUARD SHORT TERM TREASURY	37,090.	37,090.
VANGUARD TOTAL STOCK MARKET	32,780.	32,780.
VANGUARD TOTAL BOND MARKET	18,059.	18,059.
VANGUARD SMALL CAP INDEX ADM	28,584.	28,584.
VANGUARD MIDCAP INDEX FUND ADM	81,817.	81,817.
VANGUARD MID CAP INDEX ADM	31,748.	31,748.
VANGUARD EMERGING MARKETS	35,809.	35,809.
VANGUARD EMERGING MARKET	18,719.	18,719.
VANGUARD TOTAL STOCK MARKET	106,288.	106,288.
VANGUARD EUROPEAN STOCK INDEX	15,730.	15,730.
VANGUARD INTER-TWRM INVEST	3,699,112.	3,699,112.
VANGUARD REIT INDEX FUND	5,231,197.	5,231,197.
VANGUARD STERM INF PRO SEC INX	7,426,592.	7,426,592.
VANGUARD TOT INTL BOND IX	3,820,353.	3,820,353.
VANGUARD TOT INTL STOCK IX	25,548,761.	25,548,761.
VANGUARD SHORT-TERM INVEST	5,529,755.	5,529,755.
TOTAL TO FORM 990-PF, PART II, LINE 10B	87,736,418.	87,736,418.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NGEN III, LP	FMV	1,233,213.	1,233,213.
DAVIDSON KEMPER LONG TERM DISTRESSED OPP. INT'L LP	FMV	184,382.	184,382.
AMERICAN SECURITIES VI	FMV	443,128.	443,128.
DENHAM COMMODITY PARTNERS FUND	FMV	817,107.	817,107.
LEGACY VENTURE VIII, LLC	FMV	436,605.	436,605.
AMERICAN SECURITIES VII	FMV	437,309.	437,309.
LEGACY VENTURE XI	FMV	28,267.	28,267.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,580,011.	3,580,011.