

For calendar year 2018 or tax year beginning

, 2018, and ending

, 20

Name of foundation <u>LOR FOUNDATION INC</u>		A Employer identification number 20-5682977			
C/O WJFS		B Telephone number (see instructions) (610) 745-6957			
Number and street (or P O box number if mail is not delivered to street address) PO BOX 5086		Room/suite			
City or town, state or province, country, and ZIP or foreign postal code WEST CHESTER, PA 19380-0402					
G Check all that apply		Initial return Final return Address change	Initial return of a former public charity Amended return Name change		
H Check type of organization		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation 04			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 313,547,912.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
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 ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments.	23,691.	23,691.		
	4 Dividends and interest from securities	5,774,800.	5,774,800.		
	5a Gross rents	2,127,974.	2,127,974.		
	b Net rental income or (loss)	136,692.			
	6a Net gain or (loss) from sale of assets not on line 10	8,259,101.			
	b Gross sales price for all assets on line 6a	94,434,457.			
	7 Capital gain net income (from Part IV, line 2)		8,259,101.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	16,185,566.	16,185,566.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages	901,760.		901,760.	
	15 Pension plans, employee benefits	264,299.		264,299.	
	16a Legal fees (attach schedule) ATCH. 1	6,851.		6,851.	
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) [2]	2,354,074.	1,236,476.	1,117,598.	
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [3]	441,623.	404,878.	9,560.	
	19 Depreciation (attach schedule) and depletion	1,047,340.	1,041,023.		
	20 Occupancy	59,033.		59,033.	
	21 Travel, conferences, and meetings	127,359.		121,811.	
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH. 4	418,574.	287,447.	131,127.	
	24 Total operating and administrative expenses.	5,620,913.	2,969,824.	2,612,039.	
25 Contributions, gifts, grants paid	14,698,133.		14,698,133.		
26 Total expenses and disbursements Add lines 24 and 25	20,319,046.	2,969,824.	0.	17,310,172.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-4,133,480.				
b Net investment income (if negative, enter -0-)		13,215,742.			
c Adjusted net income (if negative, enter -0-)					

Part II . Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	60,419,908.	13,597,098.	13,597,098.
3	Accounts receivable ► 44,874.			
	Less allowance for doubtful accounts ► 38,109.	38,109.	44,874.	44,874.
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable.			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use.	4,177.	23,345.	23,345.
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule) [5.]	63,633,166.	63,618,130.	63,618,130.
b	Investments - corporate stock (attach schedule) ATCH 6	114,906,315.	102,775,928.	102,775,928.
c	Investments - corporate bonds (attach schedule).			
11	Investments - land, buildings, and equipment basis ► 33,822,933.			
	Less accumulated depreciation ► 1,041,023.		32,781,910.	32,781,910.
12	Investments - mortgage loans.			
13	Investments - other (attach schedule) ATCH 7	94,178,367.	96,825,921.	96,825,921.
14	Land, buildings, and equipment basis ► 2,872,929.			
	Less accumulated depreciation ► 14,273.	2,808,609.	2,858,656.	2,858,656.
15	Other assets (describe ► ATCH 8)	3,117,000.	1,022,050.	1,022,050.
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	339,105,651.	313,547,912.	313,547,912.
17	Accounts payable and accrued expenses	39,377.	704,705.	
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)	39,377.	704,705.	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund.			
29	Retained earnings, accumulated income, endowment, or other funds	339,066,274.	312,843,207.	
30	Total net assets or fund balances (see instructions)	339,066,274.	312,843,207.	
31	Total liabilities and net assets/fund balances (see instructions)	339,105,651.	313,547,912.	

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	339,066,274.
2	Enter amount from Part I, line 27a	2	-4,133,480.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	334,932,794.
5	Decreases not included in line 2 (itemize) ► ATCH 9	5	22,089,587.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	312,843,207.

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	8,259,101.	
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	17,472,883.	328,480,604.	0.053193
2016	16,898,089.	316,676,656.	0.053361
2015	17,563,784.	340,232,509.	0.051623
2014	17,035,241.	362,957,925.	0.046934
2013	6,742,360.	360,104,651.	0.018723
2 Total of line 1, column (d)			2 0.223834
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 0.044767
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 328,386,292.
5 Multiply line 4 by line 3.			5 14,700,869.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 132,157.
7 Add lines 5 and 6.			7 14,833,026.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 17,310,172.

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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 ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	{	1	132,157.
	• 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 ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		2	
3	Add lines 1 and 2 . . .		3	132,157.
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	132,157.
6	Credits/Payments			
a	2018 estimated tax payments and 2017 overpayment credited to 2018. . .	6a	214,036.	
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	214,036.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . .		8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . .		9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .		10	81,879.
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ►		11	81,879. Refunded ►

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition . . .
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file Form 1120-POL for this year? . . .

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

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 . . .

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .

b If "Yes," has it filed a tax return on Form 990-T for this year? . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . .
If "Yes," attach the statement required by *General Instruction T*

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? . . .

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

8a Enter the states to which the foundation reports or with which it is registered See instructions ► PA, WY,

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation . . .

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 . . .

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . .

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	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? Website address ► LORFOUNDATION.ORG	13	X
14 The books are in care of ► DAVE KELLY Located at ► P.O. BOX 941 JACKSON, WY	Telephone no ► 610 745 6957	ZIP+4 ► 83001
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	
16 At any time during calendar year 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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ► ATCH 12	16	X

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	1b	X
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?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> 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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 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	X
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))?	<input type="checkbox"/>	<input checked="" type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	<input checked="" type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/>	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/>	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.			
	Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/>	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/>	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	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?	<input type="checkbox"/>	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			
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?	<input type="checkbox"/>	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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 13		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
ATCH 14		731,172.	161,827.	0.

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

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
ATCH 15		1,939,047.

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.

Organizations and other beneficiaries served, conferences convened, research papers produced, etc.	
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.

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes	
a Average monthly fair market value of securities	1a 305,026,965.
b Average of monthly cash balances	1b
c Fair market value of all other assets (see instructions)	1c 28,360,133.
d Total (add lines 1a, b, and c)	1d 333,387,098.
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	3 333,387,098.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 5,000,806.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 328,386,292.
6 Minimum investment return. Enter 5% of line 5	6 16,419,315.

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 16,419,315.
2a Tax on investment income for 2018 from Part VI, line 5	2a 132,157.
b Income tax for 2018 (This does not include the tax from Part VI)	2b
c Add lines 2a and 2b.	2c 132,157.
3 Distributable amount before adjustments Subtract line 2c from line 1.	3 16,287,158.
4 Recoveries of amounts treated as qualifying distributions.	4 905,951.
5 Add lines 3 and 4	5 17,193,109.
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 17,193,109.

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 17,310,172.
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 17,310,172.
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.	5 132,157.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6 17,178,015.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				17,193,109.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			17,045,428.	
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	0.			
4 Qualifying distributions for 2018 from Part XII, line 4 ► \$ 17,310,172.				
a Applied to 2017, but not more than line 2a			17,045,428.	
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.				264,744.
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.				16,928,365.
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

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
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				4942(j)(5)
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)(ii)				
(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))

AMY E. WYSS

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

N/A

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 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ATCH 16				
Total			► 3a	14,698,133.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments .			14		23,691.	
4 Dividends and interest from securities			14		5,774,800.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property			16		2,127,974.	
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		8,259,101.	
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e)					16,185,566.	
13 Total Add line 12, columns (b), (d), and (e)					13	16,185,566.

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash	1a(1)	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		

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

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

**Sign
Here**

► ROBERT DONOHUE

Signature of officer or trustee

11/8/19
Date

► TREASURER

May the IRS discuss this return
with the preparer shown below?

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►	Firm's EIN ►			
	Firm's address ►	Phone no			

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)	
94434457.		PUBLICLY TRADED SECURITIES AND PRIVATE F PROPERTY TYPE: SECURITIES 86175356.				P 8,259,101.	
TOTAL GAIN(LOSS)						<u>8,259,101.</u>	

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL EXPENSE - OPERATIONS	6,851.			6,851.
TOTALS		6,851.		6,851.

ATTACHMENT 1

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
CONSULTING FEES INVESTMENT MANAGEMENT	1,375,531. 978,543.	257,933. 978,543.	1,117,598.
TOTALS	<u><u>2,354,074.</u></u>	<u><u>1,236,476.</u></u>	<u><u>1,117,598.</u></u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PROPERTY TAXES	414,438.	404,878.	9,560.
FEDERAL TAXES	27,185.		
TOTALS	<u>441,623.</u>	<u>404,878.</u>	<u>9,560.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
OFFICE EXPENSES & SUPPLIES	<u>85,898.</u>	<u>85,898.</u>
TELEPHONE & UTILITIES	<u>18,076.</u>	<u>18,076.</u>
MISCELLANEOUS	<u>518.</u>	<u>518.</u>
INSURANCE	<u>60,734.</u>	<u>51,469.</u>
DUES & SUBSCRIPTIONS	<u>16,329.</u>	<u>9,265.</u>
REPAIRS & MAINTENANCE	<u>1,041.</u>	<u>16,329.</u>
REAL ESTATE INVESTMENT EXPENSE	<u>235,978.</u>	<u>235,978.</u>
TOTALS	<u><u>418,574.</u></u>	<u><u>287,447.</u></u>

ATTACHMENT 4

<u>CHARITABLE PURPOSES</u>
<u>85,898.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MORGAN STANLEY - BONDS	63,633,166.	63,618,130.	63,618,130.
STATE OBLIGATIONS TOTAL	<u>63,633,166.</u>	<u>63,618,130.</u>	<u>63,618,130.</u>

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MORGAN STANLEY - EQUITIES	114,906,315.	102,775,928.	102,775,928.
TOTALS	<u><u>114,906,315.</u></u>	<u><u>102,775,928.</u></u>	<u><u>102,775,928.</u></u>

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MORGAN STANLEY - ALTERNATIVES	94,178,367.	96,825,921.	96,825,921.
TOTALS	<u>94,178,367.</u>	<u>96,825,921.</u>	<u>96,825,921.</u>

ATTACHMENT 7

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
NOTES RECEIVABLE - PRI OTHER LONG TERM ASSETS	3,117,000.	1,017,000. 5,050.
TOTALS	<u><u>3,117,000.</u></u>	<u><u>1,022,050.</u></u>

ATTACHMENT 8

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSS ON INVESTMENTS	22,089,587.
TOTAL	<u>22,089,587.</u>

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISED FUND FOR QUALIFYING DISTRIBUTION

JP MORGAN CHARITABLE GIVING FUND

THE FOUNDATION MADE A DISTRIBUTION TO THE JP MORGAN CHARITABLE GIVING FUND THAT WAS TREATED AS A QUALIFYING DISTRIBUTION. THE JP MORGAN CHARITABLE GIVING FUND IS A QUALIFIED PUBLIC CHARITY. GRANTS FROM THE ADVISED FUND WILL BE MADE TO PUBLIC CHARITIES OR OTHER SIMILAR ORGANIZATIONS FOR CHARITABLE, SCIENTIFIC OR EDUCATIONAL PURPOSES.

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISED FUND FOR SECTION 170 C 2B

JP MORGAN CHARITABLE GIVING FUND

THE FOUNDATION MADE A DISTRIBUTION TO THE JP MORGAN CHARITABLE GIVING FUND THAT WAS TREATED AS A QUALIFYING DISTRIBUTION. THE JP MORGAN CHARITABLE GIVING FUND IS A QUALIFIED PUBLIC CHARITY. GRANTS FROM THE ADVISED FUND WILL BE MADE TO PUBLIC CHARITIES OR OTHER SIMILAR ORGANIZATIONS FOR CHARITABLE, SCIENTIFIC OR EDUCATIONAL PURPOSES.

CANADA
GERMANY

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

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS	EXPENSE ACCT
			TO EMPLOYEE	AND OTHER ALLOWANCES
AMY E. WYSS PO BOX 5086 WEST CHESTER, PA 19380-0402	BOARD CHAIR & PRESIDENT 5.00	0.		
ED JARAMILLO PO BOX 5086 WEST CHESTER, PA 19380-0402	BOARD MEMBER & SECRETARY 5.00	0.		
ROBERT DONOHUE PO BOX 5086 WEST CHESTER, PA 19380-0402	BOARD MEMBER & TREASURER 5.00	0.		
GARY WILMOT PO BOX 5086 WEST CHESTER, PA 19380-0402	BOARD MEMBER 5.00	0.		
MICHAEL SCHMERTZLER PO BOX 5086 WEST CHESTER, PA 19380-0402	BOARD MEMBER 5.00	0.		
GRAND TOTALS		0.	0.	0.

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>
LAMONTE GUILLOGY P O BOX 5086 WEST CHESTER, PA 19380	CHIEF COMM OFFICER 45.00	205,000.	39,940.
JACOB CALDWELL P O BOX 5086 WEST CHESTER, PA 19380	PROGRAM OFFICER 45.00	110,200.	33,304.
JOHN LOGAN P O BOX 5086 WEST CHESTER, PA 19380	PROGRAM OFFICER 45.00	75,972.	29,173.
JOAN MCGRATH P O BOX 5086 WEST CHESTER, PA 19380	TECHNOLOGY OFFICER 45.00	200,000.	34,458.
KORENNA WILSON P O BOX 5086 WEST CHESTER, PA 19380	MEDIA OFFICER 45.00	140,000.	24,952.
	TOTAL COMPENSATION	<u>731,172.</u>	<u>161,827.</u>

ATTACHMENT 14

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
MORGAN STANLEY 1 FAWCETT PLACE GREENWICH, CT 06830 INVESTMENT MANAGEMENT	INVESTMENT MANAGEMEN	947,892.
GMMB 1200 WESTLAKD AVE NORTH SEATTLE, WA 98109 BRANDING, IMAGING, MEDIA CONSULTING AND OTHER COMMUNICATIONS ACTIVITIES	COMMUNICATIONS	475,852.
WJFS INC. P O BOX 5086 WEST CHESTER, PA 19380 ACCOUNTING, LEGAL, TAX, INVESTMENT ADVISORY	PROFESSIONAL SERVICE	81,359.
THE ATLANTIC MONTHLY GROUP (ATLANTIC 57) 600 NEW HAMPSHIRE AVE NW WASHINGTON, DC 20037 CONSULTING AND COMMUNICATION SERVICES	CONSULTING	370,000.
MEKANIC LLC 1240 N PITT STREET ALEXANDRIA, VA 22314 BRAND BUILDING, STRATEGY AND CONSULTING	CONSULTING	63,944.
TOTAL COMPENSATION		<u>1,939,047.</u>

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

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

RECIPIENT NAME AND ADDRESS

SEE ATTACHED SCHEDULE

NONE

16

PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
----------------------------------	--------

14,698,133

ATTACHMENT 16

THE LOR FOUNDATION INC.
 20-5682977
 ATTACHMENT TO 990-PF
 2018 GRANTS PAID

<u>Organization Name</u>	<u>Address</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Agriculture Implementation Research & Education	Taos, NM 87571	Public Charity	Charitable Contribution	25,000
City of Ponderay	286 Fourth Street, Ponderay ID 83852	Municipality	Charitable Contribution	100,000
Farm to Table	518 Old Santa Fe Trail, Santa Fe NM 87505	Public Charity	Charitable Contribution	19,000
Jackson Hole Land Trust	PO Box 2897, Jackson WY 83001	Public Charity	Charitable Contribution	573,333
JP Morgan Charitable Giving Fund	270 Park Ave., New York NY 10017	Public Charity	Charitable Contribution	12,300,000
New Mexico Acequia Association	805 Early St., Santa Fe NM 87505	Public Charity	Charitable Contribution	35,000
Rocky Mountain Youth Corps	PO Box 775504, Steamboat Springs CO 80477	Public Charity	Charitable Contribution	60,000
San Antonio del Rio - Colorado Historical Preserve	PO Box 534, Questa NM 87556	Public Charity	Charitable Contribution	7,800
Shellburne Farms	1611 Harbor Rd., Shelburne VT 05482	Public Charity	Charitable Contribution	5,000
Seeley Lake Community Foundation	PO Box 25, Seeley Lake, MT 59868	Public Charity	Charitable Contribution	5,000
Taos Valley Acequia Association	202 Chamisa Rd., Taos NM 87571	Public Charity	Charitable Contribution	50,000
Western Rivers Conservancy	71 SW Oak Street, Portland OR 97204	Public Charity	Charitable Contribution	1,518,000
Total				<u>14,698,133</u>

The LOR Foundation
Investment Depreciation
12/31/2018

Attachment for Part I Line 19 and Part II Line 14

20-5682977

Description	Date	Basis GL Acct #	Dept GL Acct #	Basis	Method	Current Year Expense	Accum. Dep	Net Basis as of
<u>Land & Land Improvements</u>								
Land	3/21/2018	14020-000	N/A	2,000,000	N/A			2,000,000
Dog park	10/1/2018	14025-000	14030-000	16,753	180 Months SL	279	(279)	16,474
Total Land & Improvement				2,016,753		279	(279)	2,016,474
<u>Building & Improvements</u>								
Building - acquisition	3/21/2018	14065-000	14066-000	30,602,458	330 Months SL	865,215	(865,215)	29,737,243
Total Building & Improvements				30,602,458		865,215	(865,215)	29,737,243
<u>Computer Hardware</u>								
Total Computer Hardware								
<u>FF&E</u>								
Appliances	3/21/2018	14280-000	14281-000	1,114,816	60 Months SL	173,165	(173,165)	941,651
Total FF&E				1,114,816		173,165	(173,165)	941,651
<u>Intangible Assets</u>								
Closing Costs - Land (6%)	3/21/2018	17040-000	17050-000	5,334	N/A			5,334
Closing Costs - Building (94%)	3/21/2018	17040-000	17050-000	83,572	330 Months SL	2,363	(2,363)	81,209
Total Intangible Assets				88,906		2,363	(2,363)	86,543
TOTAL				33,822,934		1,041,022	(1,041,022)	32,781,912