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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2018

Open to Public Inspection

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

Name of foundation: WILLIAM & KAREN TELL FOUNDATION

A Employer identification number: 22-2777617

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

Room/suite:

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

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

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 5,018,589.

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

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04

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,101.	4,101.		
	4 Dividends and interest from securities	108,712.	108,712.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,395,960.			
	b Gross sales price for all assets on line 6a 5,496,129.				
	7 Capital gain net income (from Part IV, line 2)		1,558,736.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 1	31,674.	5,786.		
	12 **Total** Add lines 1 through 11	1,540,447.	1,677,335.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	112,000.			112,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 2	18,100.			18,100.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) [illegible]	8,139.	8,139.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [illegible]	2,012.	2,012.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	20,669.			20,669.
	21 Travel, conferences, and meetings	1,031.			1,031.
	22 Printing and publications	309.			309.
	23 Other expenses (attach schedule) ATCH 5	28,972.	855.		27,964.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	191,232.	11,006.		180,073.
	25 Contributions, gifts, grants paid	379,824.			379,824.
	26 Total expenses and disbursements Add lines 24 and 25	571,056.	11,006.	0.	559,897.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	969,391.			
	b **Net investment income** (if negative, enter -0-)		1,666,329.		
	c **Adjusted net income** (if negative, enter -0-)				

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

Name	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Book Basis	Net Gain/(Loss)
Publicly-traded Securities				$ 5,496,128	$ 4,076,567	$ 1,419,561
Passthrough K-1 Capital Gain/(Loss) - non UBI						$ 1,475
Sec 751 Gain on Sale of Partnership Reclass						$ (25,152)
Total included in Part IV				$ 5,496,128	$ 4,076,567	$ 1,395,884
Passthrough K-1 Capital Gain/(Loss) - UBI						$ 76
Part I, Line 6a Total						$ 1,395,960

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS BUCKEYE PARTNERS, LP	358.	84.
K-1 INC/LOSS ENERGY TRANSFER PARTNERS, L	-370.	-186.
K-1 INC/LOSS THE BLACKSTONE GROUP LP	5,779.	5,133.
CLASS ACTION LAWSUIT PROCEEDS	755.	755.
SEC 751 GAIN ON SALE BUCKEYE PARTNERS, L	10,225.	
SEC 751 GAIN ON SALE ENERGY TRANSFER PAR	14,927.	
TOTALS	31,674.	5,786.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
GENERAL CONSULTATIONS	18,100.			18,100.
TOTALS	18,100.			18,100.

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT SERVICES	8,139.	8,139.
TOTALS	8,139.	8,139.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX PAID	2,012.	2,012.
TOTALS	2,012.	2,012.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK CHARGES	515.	515.	
COMPUTERS/ELECTRONIC DEVICES	637.		637.
K-1 EXP BUCKEYE PARTNERS, LP	22.	14.	
K-1 EXP ENERGY TRANSFER PARTNE	67.	63.	
K-1 EXP THE BLACKSTONE GROUP L	404.	263.	
TEMP HELP	25,000.		25,000.
OFFICE SUPPLIES	1,546.		1,546.
POSTAGE/DELIVERY SERVICE	17.		17.
REGISTERED AGENT	452.		452.
WEBSITE HOSTING/SUPPORT	312.		312.
TOTALS	28,972.	855.	27,964.

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	633,784.	1,049,699.	1,049,699.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶ *		* 140,000.	ATCH 6
	Less allowance for doubtful accounts ▶		140,000.	140,000.
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule)[7]		297,592.	297,471.
b	Investments - corporate stock (attach schedule) ATCH 8	3,252,630.	2,115,438.	2,166,921.
c	Investments - corporate bonds (attach schedule) ATCH 9		1,323,313.	1,296,878.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 10	144,100.	71,990.	67,620.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	4,030,514.	4,998,032.	5,018,589.
Liabilities 17	Accounts payable and accrued expenses	11,374.		
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)	11,374.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
27	Capital stock, trust principal, or current funds	3,809,309.		
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	209,831.	4,998,032.	
30	**Total net assets or fund balances** (see instructions)	4,019,140.	4,998,032.	
31	**Total liabilities and net assets/fund balances** (see instructions)	4,030,514.	4,998,032.	

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	4,019,140.
2	Enter amount from Part I, line 27a	2	969,391.
3	Other increases not included in line 2 (itemize) ▶ ATCH 11	3	9,501.
4	Add lines 1, 2, and 3	4	4,998,032.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,998,032.

ATTACHMENT 6

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

BORROWER:	CHANGE ASSEMBLY INC.
ORIGINAL AMOUNT:	100,000.
INTEREST RATE:	3.0000 %
DATE OF NOTE:	01/01/2015
MATURITY DATE:	01/01/2021
REPAYMENT TERMS:	PRINCIPAL & INTEREST UPON MATURITY
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	INVESTMENT

ENDING BALANCE DUE .... 100,000.

ENDING FAIR MARKET VALUE .... 100,000.

BORROWER:	CHANGE ASSEMBLY TRANCHE II
ORIGINAL AMOUNT:	40,000.
INTEREST RATE:	3.0000 %
DATE OF NOTE:	06/15/2015
MATURITY DATE:	01/01/2021
REPAYMENT TERMS:	INTEREST UPON MATURITY
SECURITY PROVIDED:	NONE
PURPOSE OF LOAN:	INVESTMENT

ENDING BALANCE DUE .... 40,000.

ENDING FAIR MARKET VALUE .... 40,000.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 140,000.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 140,000.

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

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
U S T BILL - 0.000% - 03/28/20	98,888.	99,450.
US T BILLS - 0.000% - 08/15/20	97,934.	98,427.
US T NTS NOTE - 2.250% - 03/31	100,770.	99,594.
US OBLIGATIONS TOTAL	297,592.	297,471.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ABBOTT LABS	58,687.	72,330.
ADOBE SYSTEMS, INC	73,449.	67,872.
AMAZON COM	77,336.	150,197.
APPLE INC	87,795.	63,096.
BERKSHIRE HATHAWAY INC. CLASS	94,862.	102,090.
CHEVRON CORP	26,985.	87,032.
CONSTELLATION BRANDS INC	87,976.	64,328.
DANAHER CORP	83,211.	82,496.
ENBRIDGE INC	67,920.	62,160.
FORTIVE CORPORATION	61,282.	54,128.
JP MORGAN CHASE	107,760.	97,620.
L'OREAL ADR	70,779.	68,490.
M&T BANK CORP	87,417.	71,565.
MASTERCARD INC	99,698.	94,325.
METTLER-TOLEDO INTL	114,877.	113,116.
MONDELEZ INTERNATIONAL INC	61,248.	60,045.
NESTLE S.A	39,505.	40,480.
NIKE INC-CL B	77,076.	74,140.
PEOPLE'S UNITED FINANCIAL, INC	84,688.	72,150.
RAYTHEON CO	77,856.	61,340.
RBC BEARINGS INCORPORATED	64,630.	65,550.
SANOFI-AVENTIS SPONSORED ADR	65,666.	86,820.
SS&C TECHNOLOGIES INC	65,720.	58,417.
STARBUCKS CORP COM	156,690.	193,200.
THE COCA-COLA CO	37,145.	47,350.
TRANSCANADA CORP	85,706.	71,400.
UNITED TECHNOLOGIES CORP	99,474.	85,184.
TOTALS	2,115,438.	2,166,921.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ALCOA INC - 5.400% - 04/15/202	52,924.	50,500.
ANHEUSER BUSCH - 2.650% - 02/0	99,661.	98,340.
BECTON DICKINSON & CO - 3.250%	50,729.	49,698.
BEST BUY INC NT - 5.500% - 03/	54,043.	51,557.
BUNGE LTD FIN CORP NOTE CALL M	48,270.	47,787.
CARPENTER TECHNOLOGYCORP NOTE	50,455.	48,582.
CONSTELLATION BRANDS INC - 4.2	51,959.	50,411.
EVERSOURCE ENERGY NOTE CALL MA	100,128.	98,283.
HSBC HLDGS PLC SR GLBL NT - 4.	104,561.	101,303.
JP MORGAN CHASE & CO - 2.200%	100,510.	99,161.
KINDER MORGAN ENERGY - 4.250%	102,071.	99,401.
PACKAGING CORP AMER NOTE CALL	49,749.	49,093.
PLAINS ALL AMERN PIPELINE L P	100,342.	98,173.
RAYTHEON COMPANY - 4.400% - 02	102,892.	101,489.
THERMO FISHER SCIENTIFIC INC -	101,007.	99,900.
WESTLAKE CHEM CORP - 3.600% -	50,012.	49,438.
WEYERHAEUSER CO - 4.625% - 09/	104,000.	103,762.
TOTALS	1,323,313.	1,296,878.

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PAINTING BY HOLTON ROWER	3,500.	6,500.
PHOTOGRAPH-PILGRIM HILL, CENTR	600.	1,500.
THE BLACKSTONE GROUP LP	67,890.	59,620.
TOTALS	71,990.	67,620.

ATTACHMENT 11

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

DESCRIPTION		AMOUNT
PRIOR PERIOD ADJUSTMENT		9,501.
	TOTAL	9,501.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	1,558,736.
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	338,659.	5,236,129.	0.064677
2016	380,717.	4,998,979.	0.076159
2015	375,517.	4,756,834.	0.078943
2014	462,709.	6,353,795.	0.072824
2013	397,479.	6,378,594.	0.062315

2	**Total** of line 1, column (d)	2	0.354918
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	0.070984
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	5,474,920.
5	Multiply line 4 by line 3	5	388,632.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	16,663.
7	Add lines 5 and 6	7	405,295.
8	Enter qualifying distributions from Part XII, line 4	8	559,897.

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

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY-TRADED SECURITIES						
5,496,129.		3,913,716.					1,582,413.	
		PASSTHROUGH K1 CAPITAL GAIN/(LOSS)						
							1,475.	
		SEC 751 GAIN ON SALE OF PTSHP RECLASS						
							-25,152.	
TOTAL GAIN(LOSS)							1,558,736.	

3

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	16,663.
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	16,663.
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	16,663.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c 41,004.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	41,004.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	50.
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	24,291.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 16,700. **Refunded** ▶	11	7,591.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ DE,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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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?	13	X	

Website address ▶ N/A

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

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

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		112,000.	0.	0.

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

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

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

JSA
8E1460 1 000

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CAROLINE TELL FALK FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
CATHERINE ROMER FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, PRES, SEC, TREAS 20.00	112,000.	0.	0.
KAREN N TELL FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR, VP 1.00	0.	0.	0.
WILLIAM F TELL FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	DIR 1.00	0.	0.	0.
	GRAND TOTALS	112,000.	0.	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. See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0.
Total number of others receiving over $50,000 for professional services ▶		

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

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

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

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

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	4,687,686.
b	Average of monthly cash balances	1b	722,608.
c	Fair market value of all other assets (see instructions)	1c	148,000.
d	**Total** (add lines 1a, b, and c)	1d	5,558,294.
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	5,558,294.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	83,374.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,474,920.
6	**Minimum investment return.** Enter 5% of line 5	6	273,746.

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	273,746.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	16,663.		
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	4,692.		
c	Add lines 2a and 2b			2c	21,355.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	252,391.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	252,391.
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	252,391.

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	559,897.
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	559,897.
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	16,663.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	543,234.

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				252,391.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only				
b Total for prior years 20 16 ,20 15 ,20 14				
3 Excess distributions carryover, if any, to 2018				
a From 2013 95,027.				
b From 2014 157,205.				
c From 2015 151,139.				
d From 2016 131,418.				
e From 2017 78,083.				
f Total of lines 3a through e	612,872.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 559,897.				
a Applied to 2017, but not more than line 2a				
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				252,391.
e Remaining amount distributed out of corpus	307,506.			
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	920,378.			
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				
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)	95,027.			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	825,351.			
10 Analysis of line 9				
a Excess from 2014 157,205.				
b Excess from 2015 151,139.				
c Excess from 2016 131,418.				
d Excess from 2017 78,083.				
e Excess from 2018 307,506.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

KAREN N TELL

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 13				
Total . . . . ▶ **3a**				379,824.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ALL SAINTS EPISCOPAL CHURCH & DAY SCHOOL, DAY SCHO 6300 N CENTRAL AVE PHOENIX, AZ 85012	N/A PC	GENERAL & UNRESTRICTED	4,000
AMERICAN FILM INSTITUTE INC 2021 N WESTERN AVE LOS ANGELES, CA 90027	N/A PC	GENERAL & UNRESTRICTED	5,000
ARTISANS ASYLUM INC 10 TYLER ST SOMERVILLE, MA 02143	N/A PC	GENERAL & UNRESTRICTED	1,000
ATLANTICA GUILD INC 705 LYTLE ST WEST PALM BCH, FL 33405	N/A PC	GENERAL & UNRESTRICTED	10,000
BODHIVASTU FOUNDATION FOR ENLIGHTENED ACTIVITY 119 ROOSEVELT DR POUGHQUAG, NY 12570	N/A PC	GENERAL & UNRESTRICTED	13,000
BUDDHIST DIGITAL RESOURCE CENTER INC 1430 MASSACHUSETTS AVE 5TH FL CAMBRIDGE, MA 02138	N/A PC	GENERAL & UNRESTRICTED	1,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTER FOR ORANGUTAN AND CHIMPANZEE CONSERVATION I PO BOX 488 WAUCHULA, FL 33873	N/A PC	GENERAL & UNRESTRICTED	10,000
CHILDREN INTERNATIONAL 2000 E RED BRIDGE RD KANSAS CITY, MO 64131	N/A PC	GENERAL & UNRESTRICTED	1,000
CHILDRENS MIRACLE NETWORK 205 W 700 S SALT LAKE CTY, UT 84101	N/A PC	GENERAL & UNRESTRICTED	1,337
COMMONWEALTH SCHOOL INC 151 COMMONWEALTH AVE BOSTON, MA 02116	N/A PC	GENERAL & UNRESTRICTED	5,000
DISABLED AMERICAN VETERANS 17 CEDAR HILL RD SHELTON, CT 06484	N/A OTHER	GENERAL & UNRESTRICTED	10,000
DOCS IN PROGRESS INC 8560 2ND AVE APT 113 SILVER SPRING, MD 20910	N/A PC	GENERAL & UNRESTRICTED	2,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DRIKUNG MEDITATION CENTER INC 15 BARTLETT AVE ARLINGTON, MA 02476	N/A PC	GENERAL & UNRESTRICTED	12,500
FINE ARTS RADIO INC PO BOX 920 MONROE, CT 06468	N/A PC	GENERAL & UNRESTRICTED	1,000
FIRST STEPS OUTREACH MINISTRIES INC PO BOX 10805 JACKSONVILLE, FL 32247	N/A PC	GENERAL & UNRESTRICTED	1,000
FRACTURED ATLAS INC 248 W 35TH ST 10TH FLR NEW YORK, NY 10001	N/A PC	GENERAL & UNRESTRICTED	21,500
HIGHWOOD THEATRE INC 1434 HIGHWOOD DR MCLEAN, VA 22101	N/A PC	GENERAL & UNRESTRICTED	7,500
HOLY TRINITY EPISCOPAL CHURCH 211 TRINITY PL WEST PALM BCH, FL 33401	N/A PC	GENERAL & UNRESTRICTED	250

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
IVY BALDWIN DANCE INC 191 WILLOUGHBY ST APT 16D BROOKLYN, NY 11201	N/A PC	GENERAL & UNRESTRICTED	10,000.
KATIE JOHNSON FELLOWSHIP INC 5737 CONISTON RD NE SEATTLE, WA 98105	N/A PC	GENERAL & UNRESTRICTED	10,000
KCRW FOUNDATION INC 1900 PICO BLVD SANTA MONICA, CA 90405	N/A PC	GENERAL & UNRESTRICTED	2,000
LITCHFIELD PERFORMING ARTS INC PO BOX 69 LITCHFIELD, CT 06759	N/A PC	PROJECT POETRY LIVE (PPL) PROGRAM	1,000
METROPOLITAN OPERA ASSOCIATION INC 30 LINCOLN CENTER PLZ NEW YORK, NY 10023	N/A PC	GENERAL & UNRESTRICTED	53,638
MONTGOMERY COUNTY HUMANE SOCIETY INC 601 S STONESTREET AVE ROCKVILLE, MD 20850	N/A PC	GENERAL & UNRESTRICTED	2,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MUSEUM OF MODERN ART 11 W 53RD ST NEW YORK, NY 10019	N/A PC	GENERAL & UNRESTRICTED	85
MUSEUM OF SCIENCE 1 SCIENCE PARK BOSTON, MA 02114	N/A PC	GENERAL & UNRESTRICTED	5,000
NATIONAL MENS CHORUS 2401 VIRGINIA AVE NW WASHINGTON, DC 20037	N/A PC	GENERAL & UNRESTRICTED	4,000
NATIONAL REVIEW INSTITUTE 19 W 44TH ST STE 1701 NEW YORK, NY 10036	N/A PC	GENERAL & UNRESTRICTED	1,000
NATIONAL TRUST FOR HISTORIC PRESERVATION IN THE UN 2600 VIRGINIA AVE NOR WASHINGTON, DC 20037	N/A PC	GENERAL & UNRESTRICTED	11,500
NETWORK FOR GOOD INC 1140 CONNECTICUT AVE NW STE 700 WASHINGTON, DC 20036	N/A PC	GENERAL & UNRESTRICTED	50

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEW DOMINION CHORALE INC PO BOX 6691 MCLEAN, VA 22106	N/A PC	GENERAL & UNRESTRICTED	6,000
NORWALK HOSPITAL FOUNDATION INC 34 MAPLE ST NORWALK, CT 06856	N/A PC	GENERAL & UNRESTRICTED	10,000
PALM BEACH OPERA INC 1800 S AUSTRALIAN AVE STE 301 WEST PALM BCH, FL 33409	N/A PC	GENERAL & UNRESTRICTED	60,000
PERFORMA INC 100 W 23RD ST 5TH FL NEW YORK, NY 10011	N/A PC	GENERAL & UNRESTRICTED	3,590
PIONEER INSTITUTE INC 185 DEVONSHIRE ST STE 1101 BOSTON, MA 02110	N/A PC	GENERAL & UNRESTRICTED	1,000
RIDGEFIELD PLAYHOUSE FOR MOVIES AND THE PERFORMING 80 E RIDGE ST RIDGEFIELD, CT 06877	N/A PC	GENERAL & UNRESTRICTED	874

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAMARITANS INC 41 W ST 4TH FL BOSTON, MA 02111	N/A PC	GENERAL & UNRESTRICTED	1,000
SARASWATI BHAWAN PO BOX 172 DECORAH, IA 52101	N/A PC	GENERAL & UNRESTRICTED	5,000
SECOND CHANCES INC PO BOX 441328 SOMERVILLE, MA 02144	N/A PC	GENERAL & UNRESTRICTED	2,500
SMILE TRAIN INC PO BOX 96231 WASHINGTON, DC 20090	N/A PC	GENERAL & UNRESTRICTED	10,000
SOLOMON R GUGGENHEIM FOUNDATION 1071 5TH AVE NEW YORK, NY 10128	N/A PC	GENERAL & UNRESTRICTED	600
ST LUKE SCHOOL 7005 GEORGETOWN PIKE MCLEAN, VA 22101	N/A PC	GENERAL & UNRESTRICTED	8,500

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST MARYS FOUNDATION INC 2609 N GLEBE RD ARLINGTON, VA 22207	N/A PC	GENERAL & UNRESTRICTED	4,000
TEDMED FOUNDATION 2 HIGH RIDGE PARK STAMFORD, CT 06905	N/A PC	GENERAL & UNRESTRICTED	13,800
TIBETAN LANGUAGE INSTITUTE 1246 HOLLYWAYNE LN HAMILTON, MT 59840	N/A PC	GENERAL & UNRESTRICTED	1,000
TOWNVIBE FUND INC 386 MAIN ST RIDGEFIELD, CT 06877	N/A PC	GENERAL & UNRESTRICTED	15,050
VAIROTSANA FOUNDATION PO BOX 4361 SANTA BARBARA, CA 93140	N/A PC	GENERAL & UNRESTRICTED	3,000
WILTON HISTORICAL SOCIETY INCORPORATED 224 DANBURY RD WILTON, CT 06897	N/A PC	GENERAL & UNRESTRICTED	14,050

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WILTON HISTORICAL SOCIETY INCORPORATED 224 DANBURY RD WILTON, CT 06897	N/A PC	BETTS STORE	2,500
WILTON LIBRARY ASSOCIATION INCORPORATED 137 OLD RIDGEFIELD RD WILTON, CT 06897	N/A PC	GENERAL & UNRESTRICTED	10,000
		TOTAL CONTRIBUTIONS PAID	379,824

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	4,101.	
4 Dividends and interest from securities			14	108,712.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	525990	76.	18	1,395,884.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 14		25,888.		5,786.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		25,964.		1,514,483.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,540,447.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

ATTACHMENT 14

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
K-1 INC/LOSS	525990	736.	14	5,786.	
SEC 751 GAIN ON SALE OF PTSHP	525990	25,152.			
TOTALS		25,888.		5,786.	

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

William F. Tell — Signature of officer or trustee | 11/13/2019 — Date | President — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY D HASKELL	JEFFREY D HASKELL	11/12/2019		P01345770

Firm's name ▶ FOUNDATION SOURCE — Firm's EIN ▶ 510398347

Firm's address ▶ ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042 — Phone no 800-839-1754

JSA
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