

2949132703304 9

OMB No 1545-0052

2018

Open to Public Inspection

Form 990-PF

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

Department of the Treasury
Internal Revenue Service

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

Name of foundation <u>KH DOMINION FOUNDATION 5507-21-4/0</u>		A Employer identification number <u>27-6973048</u>						
Number and street (or P.O. box number if mail is not delivered to street address) <u>C/O GLENMEDE TRUST CO., N.A., 1650 MARKET ST</u>		B Telephone number (see instructions) <u>215-419-6000</u>						
Room/suite <u>1200</u>								
City or town, state or province, country, and ZIP or foreign postal code <u>PHILADELPHIA, PA 19103-7391</u>								
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	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 ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: <table border="0"> <tr> <td>☒ Section 501(c)(3) exempt private foundation</td> <td>☐ Section 4947(a)(1) nonexempt charitable trust</td> <td>☐ Other taxable private foundation</td> </tr> </table>		☒ Section 501(c)(3) exempt private foundation	☐ Section 4947(a)(1) nonexempt charitable trust	☐ Other taxable private foundation				
☒ 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) <u>\$ 19,261,873.</u>		J Accounting method: <table border="0"> <tr> <td>☒ Cash</td> <td>☐ Accrual</td> </tr> <tr> <td colspan="2">☐ Other (specify) _____</td> </tr> </table> (Part I, column (d) must be on cash basis)	☒ Cash	☐ Accrual	☐ Other (specify) _____			
☒ Cash	☐ Accrual							
☐ 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)
1 Contributions, gifts, grants, etc., received (attach schedule)	4,494,385.			
2 Check ☐ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	270,451.	270,451.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	154,995.			
b Gross sales price for all assets on line 6a	4,090,208.			
7 Capital gain net income (from Part IV, line 2)				
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)	-23,964.	-12,085.		STMT 12
12 Total Add lines 1 through 11	4,895,867.	413,361.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	3,500.	NONE	NONE	3,500.
c Other professional fees (attach schedule)	27,266.	20,450.		6,817.
17 Interest				
18 Taxes (attach schedule) (see instructions)	12,398.	4,839.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)	356.			356.
24 Total operating and administrative expenses	43,520.	25,289.	NONE	10,673.
Add lines 13 through 23	644,000.			644,000.
25 Contributions, gifts, grants paid	687,520.	25,289.	NONE	654,673.
26 Total expenses and disbursements Add lines 24 and 25				
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	4,208,347.			
b Net investment income (if negative, enter -0-)		388,072.		
c Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions

8E1410 1 000

DLF041 K493 10/03/2019 15:16:43

5507-21-4/0

Form 990-PF (2018)

5

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	181,368.	69,983.	69,983.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)	12,598,015.	17,066,432.	19,191,890.
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)	12,779,383.	17,136,415.	19,261,873.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	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)		NONE	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒			
	27	Capital stock, trust principal, or current funds	12,779,383.	17,136,415.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	12,779,383.	17,136,415.	
31	Total liabilities and net assets/fund balances (see instructions)	12,779,383.	17,136,415.		

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	12,779,383.
2	Enter amount from Part I, line 27a	2	4,208,347.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 17	3	148,685.
4	Add lines 1, 2, and 3	4	17,136,415.
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	17,136,415.

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 PUBLICLY TRADED SECURITIES					
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 4,090,208.		3,934,177.	156,031.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			156,031.		
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	154,995.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

(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	596,871.	13,139,575.	0.045425
2016	593,860.	12,074,677.	0.049182
2015	553,012.	11,817,573.	0.046796
2014	554,271.	11,259,155.	0.049228
2013	325,901.	11,112,987.	0.029326
2 Total of line 1, column (d)			2 0.219957
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 0.043991
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 14,713,968.
5 Multiply line 4 by line 3.			5 647,282.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,881.
7 Add lines 5 and 6.			7 651,163.
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			8 654,673.

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

1a	Exempt operating foundations described in section 4940(d)(2). Check here ☐ and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	3,881.
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	NONE
3	Add lines 1 and 2	3	3,881.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,881.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	7,721.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	279.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	8,000.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ 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	4,119.
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ☒ 4,119. Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		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?		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?		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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?		X
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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ☒ NJ		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		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 SEE STMT. 20	X	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► SEE STATEMENT 21 Telephone no ► Located at ► ZIP+4 ►		
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 ►		X

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 Organizations relying on a current notice regarding disaster assistance, check here ►	1b	
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. Organizations relying on a current notice regarding disaster assistance, check here ☐	5b	
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	☐ Yes	☐ No
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? If "Yes" to 6b, file Form 8870	6b	X
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
KATHRYN HEAD	TRUSTEE			
1650 MARKET ST., SUITE 1200, PHILADELPHIA, PA 19103	1	-0-	-0-	-0-
LINDA A DELMA	TRUSTEE			
1650 MARKET ST., SUITE 1200, PHILADELPHIA, PA 19103	1	-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000 **NONE**

Form 990-PF (2018)

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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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	NONE	
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		

Form 990-PF (2018)

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	14,184,686.
b	Average of monthly cash balances	1b	753,353.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	14,938,039.
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	NONE
3	Subtract line 2 from line 1d.	3	14,938,039.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	224,071.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,713,968.
6	Minimum investment return. Enter 5% of line 5	6	735,698.

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	735,698.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	3,881.
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,881.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	731,817.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	731,817.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	731,817.

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	654,673.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	654,673.
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	3,881.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	650,792.

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				731,817.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			640,705.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2018				
a From 2013	NONE			
b From 2014	NONE			
c From 2015	NONE			
d From 2016	NONE			
e From 2017	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 654,673.				
a Applied to 2017, but not more than line 2a			640,705.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2018 distributable amount.				13,968.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
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.				717,849.
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)	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2019 Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2014	NONE			
b Excess from 2015	NONE			
c Excess from 2016	NONE			
d Excess from 2017	NONE			
e Excess from 2018	NONE			

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(4)(3) or

4942(1)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

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 (i)(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))

KATHRYN S. HEAD

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc , Programs

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. 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				
SEE SCHEDULE ATTACHED				644,000.
Total			3a	644,000.
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 .						
4 Dividends and interest from securities			14	270,451.		
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	900099	-23,964.				
8 Gain or (loss) from sales of assets other than inventory			18	154,995.		
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)		-23,964.		425,446.		
13 Total Add line 12, columns (b), (d), and (e)						401,482.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | 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. | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee Kathy A Date 10/17/19 Title Trustee

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

See instructions ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name YONG SHUAI, CPA	Preparer's signature 	Date 10/3/2019	Check ☐ if self-employed	PTIN P01321359
Firm's name ▶ THE GLENMEDE TRUST COMPANY, N.A.			Firm's EIN ▶ 32-0274136	
Firm's address ▶ 1650 MARKET STREET, SUITE 1200 PHILADELPHIA, PA 19103-7391			Phone no 215-419-6000	

Form **990-PF** (2018)

Schedule of Contributors

OMB No 1545-0047

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information

2018

Name of the organization

Employer identification number

KH DOMINION FOUNDATION 5507-21-4/0

27-6973048

Organization type (check one)

Filers of

Section

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
KH DOMINION FOUNDATION 5507-21-4/0

Employer identification number
27-6973048

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	KATHRYN HEAD C/O THE GLENMEDE TRUST CO., N.A. PHILADELPHIA, PA 19103	\$ 300,000.	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	CAROL HEAD C/O GLENMEDE TRUST CO., N.A. PHILADELPHIA, PA 19103	\$ 4,194,385.	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AAR CORP	23.	23.
AFLAC CORP.	142.	142.
AFLAC INCORPORATED DTD 11/7/2014 3.625%	1,088.	1,088.
AES CORP.	200.	200.
AQR STYLE PREMIA ALTERNATIVE FUND	2,223.	2,223.
AT&T INC	508.	508.
COMCAST CABLE COMM HLDGS DTD 11/18/2002	2,837.	2,837.
AARON'S INC	14.	14.
ABBOTT LABORATORIES	166.	166.
ABBVIE INC COM	118.	118.
AFFILIATED MANAGERS GROUP	5.	5.
ALASKA AIR GROUP	13.	13.
ALLETE	101.	101.
ALLSTATE CORP.	32.	32.
ALLY FINANCIAL INC	50.	50.
ALTRIA GROUP INC	83.	83.
AMAZON COM INC DTD 12/5/2014 3.8% 12/5/2	760.	760.
AMERICAN BEACON SOUND PT FLOATING RATE D	18,150.	18,150.
AMERICAN ELECTRIC POWER CO. INC.	105.	105.
AMERICAN EXPRESS CO.	122.	122.
AMERICAN EXPRESS CREDIT CORP DTD 7/29/20	1,293.	1,293.
AMERICAN HONDA FINANCE CORPORATION DTD 3	750.	750.
AMERICAN HONDA FIN CORP DTD 11/21/2016 1	483.	483.
AMERICAN TOWER CORP	11.	11.
AMERIPRISE FINANCIAL INC	233.	233.
AMETEK INC	128.	128.
AMGEN	198.	198.
AMPHENOL CORP-CL A	82.	82.
ANDEAVOR	60.	60.
ANTHEM INC	128.	128.
APOGEE ENTERPRISES	66.	66.
APPLE COMPUTER INC.	286.	286.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
APPLE INC DTD 5/6/2014 2.85% 5/6/2021	1,283.	1,283.
APPLE INC DTD 2/23/2016 1.3% 2/23/2018	537.	537.
APPLIED MATERIALS INC	60.	60.
APPLIED MATERIALS INC DTD 9/24/2015 3.9%	585.	585.
ARCHER DANIELS MIDLAND CO.	94.	94.
AVERY DENNISON CORP.	82.	82.
BB&T CORP	3.	3.
B&G FOODS INC-CLASS A	248.	248.
BANK OF AMERICA CORP	206.	206.
BANK OF NEW YORK MELLON CORP	85.	85.
BANK OF NEW YORK MELLON CORPORATION DTD	1,301.	1,301.
BB&T CORPORATION DTD 9/29/2014 3.8% 10/3	488.	488.
BEAR STEARNS CO INC DTD 2/1/2008 7.25% 2	3,303.	3,303.
BERKSHIRE HATHAWAY FINANCE DTD 11/15/200	540.	540.
BERKSHIRE HATHAWAY INC DTD 2/11/2013 1.5	741.	741.
BEST BUY CO. INC.	128.	128.
BLOOMIN BRANDS INC	116.	116.
BOEING CO.	383.	383.
THE BOEING COMPANY DTD 5/3/2013 0.95% 5/	475.	475.
BOISE CASCADE CO	133.	133.
BORG WARNER AUTOMOTIVE	37.	37.
BOYD GAMING CORP	36.	36.
BRIXMOR PPTY GROUP INC	39.	39.
BROOKS AUTOMATION INC	75.	75.
CBS CORP CL B	9.	9.
CME GROUP INC.	52.	52.
CMS ENERGY CORP	16.	16.
CVS CORP	174.	174.
CA INC	51.	51.
CALLAWAY GOLF CO.	14.	14.
CAMPBELL SOUP CO.	240.	240.
CAMPING WORLD HOLDINGS INC	91.	91.
CAPITAL ONE FINL CORP.	62.	62.

5507-21-4/0

STATEMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
CARDINAL HEALTH INC.	29.	29.
CARTER'S INC	142.	142.
CATERPILLAR INC.	26.	26.
CATERPILLAR FINANCIAL DTD 11/26/2013 3.7	163.	163.
CATERPILLAR FINANCIAL SERVICES CORP DTD	548.	548.
CATERPILLAR FINANCIAL SERVICES CORPORATI	841.	841.
CELANESE CORP	62.	62.
CENTERPOINT ENERGY INC	115.	115.
CHEMICAL FINANCIAL CORP	172.	172.
CHESAPEAKE UTILITIES CORP.	3.	3.
CHEVRON CORP	806.	806.
CHURCH & DWIGHT INC DEL COM	82.	82.
CISCO SYSTEMS	712.	712.
CISCO SYSTEMS INC DTD 6/17/2015 1.65% 6/	733.	733.
CITIGROUP INC	140.	140.
CITIZENS FINANCIAL GROUP INC	174.	174.
COCA COLA COMPANY DTD 11/1/2013 1.65% 11	266.	266.
COGNIZANT TECH SOLUTIONS CRP	158.	158.
COLGATE PALMOLIVE CO.	187.	187.
COLUMBIA PROPERTY TRUST INC	214.	214.
COMCAST CORP-CL A	95.	95.
COMERICA INC.	91.	91.
CONOCOPHILLIPS COM	35.	35.
CONSTELLATION BRANDS INC A	11.	11.
CORNING INC.	50.	50.
CUMMINS ENGINE CO. INC.	78.	78.
DFA INTERNATIONAL CORE EQUITY	14,079.	14,079.
DFA EMERG MKTS CORE EQUITY	6,281.	6,281.
DFA US LARGE CAP EQUITY PORTFOLIO	9,289.	9,289.
D.R. HORTON INC	13.	13.
DTE ENERGY CO	39.	39.
DAVE & BUSTERS ENTERTAINMENT INC	20.	20.
JOHN DEERE CAP DTD 7/12/2011 3.9% 7/12/2	1,755.	1,755.
DLF041 K493 10/03/2019 15:16:43	5507-21-4/0	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
JOHN DEERE CAPITAL CORPORATION DTD 9/11/	1,035.	1,035.
DELEK US HOLDINGS INC	61.	61.
DELTA AIR LINES INC	59.	59.
WALT DISNEY CO.	32.	32.
THE WALT DISNEY COMPANY DTD 9/17/2015 1.	883.	883.
DISCOVER FINANCIAL SERVICES	130.	130.
DOLLAR GENERAL CORP	85.	85.
DR PEPPER SNAPPLE GROUP	121.	121.
DUKE ENERGY CORP	22.	22.
EOG RESOURCES INC	6.	6.
EPR PROPERTIES	32.	32.
EAST WEST BANCORP INC	22.	22.
EASTMAN CHEMICAL CO.	50.	50.
EMCOR GROUP INC.	26.	26.
ENERSYS	46.	46.
ENTERGRIS INC	42.	42.
ENTERGY CORP. NEW	94.	94.
EVERCORE PARTNERS INC-CL A	120.	120.
EVERSOURCE ENERGY	36.	36.
EXELON CORPORATION	245.	245.
EXTRA SPACE STORAGE INC	43.	43.
EXXON MOBIL CORPORATION	344.	344.
FNB CORP	381.	381.
FEDERAL HOME LN MTG CORP DTD 6/14/2018 3	5.	5.
FNMA DTD 5/15/1999 6.25% 5/15/2029	483.	483.
FNMA DTD 4/26/2016 2.125% 4/24/2026	531.	531.
FNMA DTD 10/1/2013 1.625% 11/27/2018	406.	406.
FNMA DTD 7/28/2014 1.75% 9/12/2019	350.	350.
FHLMC DTD 6/13/2008 4.875% 6/13/2018	488.	488.
FHLMC DTD 1/13/2012 2.375% 1/13/2022	1,663.	1,663.
FEDEX CORPORATION	40.	40.
FIFTH THIRD BANK	143.	143.
FIRST INTST BANCSYSTEM INC COM CL A	76.	76.
DLF041 K493 10/03/2019 15:16:43		

5507-21-4/0

STATEMENT 4

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FIRST MIDWEST BANCORP INC/IL	46.	46.
FIRST TR NORTH AMERICAN ENERGY INFRA ETF	2,183.	2,183.
FORTIVE CORP	4.	4.
FORTUNE BRANDS HOME & SECURITY INC	42.	42.
FRANKLIN RESOURCES INC.	21.	21.
GMO QUALITY FUND III	7,228.	7,228.
GALLAGHER ARTHUR J & CO COM	79.	79.
GENERAL DYNAMICS CORP.	23.	23.
GENERAL MILLS INC.	100.	100.
GILEAD SCIENCES INC.	309.	309.
GLENMEDE SECURED OPTIONS	1,919.	1,919.
GLOBAL PAYMENTS INC	4.	4.
GS FS GOVERNMENT FUND DTD 6/1/2016	10,191.	10,191.
GRANITE CONSTRUCTION	59.	59.
GRAPHIC PACKAGING HLDG CO COM	135.	135.
GREAT WESTERN BANCORP INC	162.	162.
HSBC USA INC DTD 9/24/2013 2.625% 9/24/2	1,611.	1,611.
HALLIBURTON CO.	149.	149.
HANESBRANDS INC	17.	17.
OAKMARK INTERNATIONAL INSTITUTIONAL FD	6,167.	6,167.
HILLENBRAND INC	77.	77.
HILLTOP HOLDINGS INC	15.	15.
HOME BANCSHARES INC	137.	137.
HOME DEPOT INC.	353.	353.
HOME DEPOT INC DTD 9/10/2013 2.25% 9/10/	1,294.	1,294.
HOME DEPOT INC SR NT 3.7 DTD 9/10/2013 3	938.	938.
HONEYWELL INTERNATIONAL INC	95.	95.
HOPE BANCORP INC	101.	101.
HOST HOTELS & RESORTS	145.	145.
HUDSON PACIFIC PROPERTIES INC	171.	171.
HUMANA INC.	34.	34.
HUNTINGTON BANCSHARES	24.	24.
HYATT HOTELS CORP CL A	5.	5.
DLF041 K493 10/03/2019 15:16:43	5507-21-4/0	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
IBERIABANK CORP	34.	34.
IDACORP INC	164.	164.
INTEL CORP.	270.	270.
INTEL CORP DTD 9/19/2011 3.3% 10/1/2021	1,485.	1,485.
INTERCONTINENTAL EXCHANGE GROUP	48.	48.
INTERNATIONAL BUSINESS MACHINES CORP.	63.	63.
IBM CORP DTD 11/1/1989 8.375% 11/1/2019	1,508.	1,508.
IBM CORP DTD 10/15/2008 7.625% 10/15/201	4,639.	4,639.
IBM CORPORATION DTD 2/6/2015 1.125% 2/6/	563.	563.
INTERNATIONAL PAPER CO.	109.	109.
INTERPUBLIC GROUP COS	76.	76.
JP MORGAN CHASE & CO	468.	468.
JP MORGAN CHASE & CO DTD 4/23/2009 6.3%	840.	840.
JPMORGAN CHASE & CO. DTD 1/23/2012 4.5%	1,800.	1,800.
JPMORGAN CHASE & CO SR NT 1.6 DTD 5/15/2	415.	415.
JABIL CIRCUIT INC	19.	19.
JOHNSON & JOHNSON	241.	241.
JOHNSON & JOHNSON DTD 6/23/2008 5.15% 7/	830.	830.
J2 GLOBAL INC	156.	156.
KLA-TENCOR CORPORATION	18.	18.
KANSAS CITY SOUTHERN INDUSTRIES INC	8.	8.
KIMBERLY CLARK CORP.	35.	35.
KINDER MORGAN INC	111.	111.
KNIGHT SWIFT TRANSN HLDGS INC CL A	18.	18.
KOHL'S	128.	128.
KORN/FERRY INTERNATIONAL	29.	29.
LCI INDUSTRIES	91.	91.
LAM RESEARCH CORP	129.	129.
LAMAR ADVERTISING CO NEW CL A	128.	128.
LAS VEGAS SANDS CORP	81.	81.
LEAR CORP	29.	29.
LEGG MASON BW GLOBAL OP BD-IS	10,913.	10,913.
LEGACY TEXAS FINL GROUP INC	80.	80.
DLF041 K493 10/03/2019 15:16:43	5507-21-4/0	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ELI LILLY & CO.	255.	255.
LINCOLN NATIONAL CORP IND	59.	59.
LOWES COS INC	20.	20.
LUMINEX CORP	5.	5.
MANPOWER INC WIS COM	45.	45.
MARATHON PETROLEUM CORP	143.	143.
MARRIOTT INTERNATIONAL-CL A	22.	22.
MASTERCARD INC-CL A	81.	81.
MAXIM INTEGRATED PROD INC	19.	19.
MCCORMICK & CO. INC. (NON-VOTING)	36.	36.
MCKESSON HBOC INC	15.	15.
MERCK & CO INC DTD 2/10/2015 2.75% 2/10/	118.	118.
METLIFE INC	103.	103.
METLIFE INC DTD 8/15/2008 6.817% 8/15/20	2,585.	2,585.
MICROSOFT CORP.	81.	81.
MICROSOFT CORPORATION DTD 11/3/2015 1.3%	520.	520.
MONDELEZ INTL INC CL A	13.	13.
NETAPP INC	124.	124.
NEXSTAR BROADCASTING GROUP INC CL A	113.	113.
NORFOLK SOUTHERN CORP.	14.	14.
NORTHERN TRUST CORP	27.	27.
OMNICOM GROUP	523.	523.
ONEOK INC	31.	31.
ORACLE CORP	296.	296.
ORACLE CORP DTD 4/9/2008 5.75% 4/15/2018	3,472.	3,472.
ORMAT TECHNOLOGIES INC	39.	39.
OUTFRONT MEDIA INC	217.	217.
OWENS CORNING	48.	48.
OXFORD INDUSTRIES INC	85.	85.
PNC FINANCIAL SERVICES GROUP INC	207.	207.
PNC FUNDING CORP DTD 6/4/2009 6.7% 6/10/	1,768.	1,768.
PPG INDUSTRIES INC.	9.	9.
PPL CORPORATION	43.	43.
DLF041 K493 10/03/2019 15:16:43	5507-21-4/0	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PNC BANK NATIONAL ASSOCIATION DTD 7/21/2	390.	390.
PACKAGING CORP OF AMERICA	63.	63.
PARK HOTELS RESORTS INC	106.	106.
PARKER-HANNIFIN CORP.	147.	147.
PATTERSON COS INC	34.	34.
PEBBLEBROOK HOTEL TRUST	300.	300.
PEPSICO INC.	346.	346.
PEPSICO INC DTD 4/30/2015 1.25% 4/30/201	625.	625.
PEPSICO CAPITAL RESOURCES INC DTD 4/30/2	463.	463.
PFIZER INC.	428.	428.
PHILLIPS 66	34.	34.
PIMCO ALL ASSETS AUTH -IS	13,217.	13,217.
T ROWE PRICE GROUP INC	139.	139.
PRINCIPAL FINANCIAL GROUP	143.	143.
PROCTER & GAMBLE CO.	22.	22.
PROCTER & GAMBLE COMPANY DTD 2/2/2016 2.	500.	500.
THE PROCTER & GAMBLE COMPANY DTD 8/11/20	407.	407.
PROGRESSIVE CORP OHIO	61.	61.
PROLOGIS INC.	69.	69.
PRUDENTIAL FINANCIAL INC	144.	144.
PRUDENTIAL FINANCIAL INC DTD 6/8/2009 7.	832.	832.
PUBLIC SERVICE ENTERPRISE GROUP INC.	117.	117.
PUBLIC STORAGE INC	118.	118.
PULTE CORP	6.	6.
RADIAN GROUP INC	4.	4.
RAY JAMES FINL INC.	43.	43.
RAYTHEON COMPANY	218.	218.
REGIONS FINANCIAL CORP	87.	87.
ROSS STORES INC	41.	41.
RYMAN HOSPITALITY PPTYS INC COM	30.	30.
SCHLUMBERGER LTD.	205.	205.
SCOTTS CO.	14.	14.
SERVICE CORP INTERNATIONAL	19.	19.
DLF041 K493 10/03/2019 15:16:43	5507-21-4/0	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
SIMON PROPERTY GROUP INCBLAIR	44.	44.
SINCLAIR BROADCAST GROUP CL-A	154.	154.
SKYWEST INC	11.	11.
SKYWORKS SOLUTIONS INC	36.	36.
SMITH & NEPHEW PLC -SPON ADR	225.	225.
JM SMUCKER CO/THE-NEW COM WI	152.	152.
SNAP ON TOOLS CORP.	29.	29.
SOUTHERN CO.	23.	23.
SOUTHWEST AIRLINES	41.	41.
STATE STREET CORP	16.	16.
STEEL DYNAMICS INC	24.	24.
SUBARU CORP	2,958.	2,958.
SUNTRUST BANKS INC.	156.	156.
SYNCHRONY FINANCIAL	91.	91.
SYSCO CORP	20.	20.
TCG BDC INC	5,922.	5,922.
TARGET CORP	315.	315.
TARGET CORP DTD 1/17/2008 6% 1/15/2018	2,467.	2,467.
TARGET CORPORATION DTD 4/11/2016 2.5% 4/	515.	515.
TEMPLETON GLOBAL BOND FUND	19,457.	19,457.
TERADYNE INC.	10.	10.
TEXAS INSTRUMENTS INC.	84.	84.
THERMO ELECTRON CORP	12.	12.
TIME WARNER INC	12.	12.
TOYOTA MOTOR DTD 1/11/2011 4.25% 1/11/20	638.	638.
TOYOTA MOTOR CREDIT CORPORATION DTD 9/15	850.	850.
TOYOTA MOTOR CREDIT DTD 10/24/2013 2% 10	322.	322.
TOYOTA MOTOR CREDIT CORPORATION DTD 1/12	540.	540.
TYSON FOODS INC. CLASS A	99.	99.
U S BANCORP	254.	254.
US SILICA HOLDINGS INC	30.	30.
UMPQUA HOLDINGS CORP	216.	216.
UNION PACIFIC CORP.	18.	18.

DLF041 K493 10/03/2019 15:16:43

5507-21-4/0

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
UNITED CMNTY BANK	102.	102.
U.S. TREASURY BONDS DTD 5/15/1988 9.125%	867.	867.
U.S. TREASURY BONDS DTD 8/15/1989 8.125%	3,656.	3,656.
U.S. TREASURY BONDS DTD 2/15/1990 8.5% 2	2,125.	2,125.
US TREASURY BONDS DTD 8/16/1993 6.25% 8/	1,750.	1,750.
US TREASURY BONDS DTD 8/15/94 DTD 8/15/1	1,417.	1,417.
U.S. TREASURY BONDS DTD 2/18/1997 6.625%	2,319.	2,319.
UNITED STATES TREASURY NOTES DTD 10/23/2	72.	72.
UNITED TECHNOLOGIES CORP.	170.	170.
UNITEDHEALTH GROUP INC	38.	38.
UNUMPROVIDENT CORP	152.	152.
VALERO ENERGY CORP	307.	307.
VANGUARD PRIMECAP FUND ADMIRAL SHARES	6,876.	6,876.
VANGUARD SHORT TERM INFL PROTECTED FUND	6,240.	6,240.
VANGUARD GLOBAL EX US REAL ESTATE	1,854.	1,854.
VANGUARD FTSE ALL-WORLD EX-U	15,658.	15,658.
VENTAS INC	134.	134.
VANGUARD INDEX FDS REAL ESTATE ETF	2,469.	2,469.
VERIZON COMMUNICATIONS	263.	263.
VISA INC-CLASS A SHARES	20.	20.
VMWARE INC-CLASS A	1,180.	1,180.
WAL MART STORES INC.	303.	303.
WAL-MART STORES INC DTD 10/14/1993 6.75%	563.	563.
WAL-MART STORES INC DTD 8/24/2007 5.8% 2	2,900.	2,900.
WALGREENS BOOTS ALLIANCE INC	210.	210.
WASTE MANAGEMENT	46.	46.
WELLS FARGO CO	327.	327.
WELLS FARGO COMPANY DTD 11/26/2013 4.48%	1,259.	1,259.
WELLS FARGO DTD 12/26/2012 1.5% 1/16/201	621.	621.
WESTERN DIGITAL CORP.	124.	124.
WESTROCK CO	49.	49.
WINTRUST FINANCIAL CORP	68.	68.
WYNDHAM DESTINATIONS INC	91.	91.

DLF041 K493 10/03/2019 15:16:43

5507-21-4/0

STATEMENT 10

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
WYNDHAM HOTELS & RESORTS INC COM	12.	12.
XCEL ENERGY INC	36.	36.
XPERI CORP	150.	150.
AMDOCS LTD	73.	73.
ACCENTURE PLC	237.	237.
EATON CORP PLC ORDINARY	282.	282.
INGERSOLL-RAND PLC	158.	158.
INVESCO LTD	269.	269.
MARVELL TECHNOLOGY GROUP LTD	21.	21.
CHUBB LIMITED	170.	170.
TE CONNECTIVITY LTD	43.	43.
TRINSEO S A SHS	139.	139.
LYONDELLBASELL INDUSTRIES NV	223.	223.
ROYAL CARIBBEAN CRUISES LTD	105.	105.
ACCRUED MARKET DISCOUNT	1,036.	1,036.
	-----	-----
TOTAL	270,451.	270,451.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP INCOME	-23,964.	-12,085.
	-----	-----
TOTALS	-23,964.	-12,085.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	3,500.			3,500.
TOTALS	3,500.	NONE	NONE	3,500.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
INVESTMNT MNGMNT FEES (NON-DED	27,266.	20,450.	6,817.
TOTALS	27,266.	20,450.	6,817.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	296.	296.
FEDERAL TAX PAYMENT - PRIOR YE	7,559.	
FOREIGN TAXES ON QUALIFIED FOR	3,028.	3,028.
FOREIGN TAXES ON NONQUALIFIED	1,515.	1,515.
	-----	-----
TOTALS	12,398.	4,839.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER NON-ALLOCABLE EXPENSE -	356.	356.
TOTALS	----- 356. =====	----- 356. =====

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

ROUNDING

5.

COST ADJUSTMENT

148,680.

TOTAL

148,685.
=====

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.
=====

THE STATE OF NEW JERSEY ALLOWS ORGANIZATIONS WHO RECEIVE LESS THAN
\$10 ,000 IN GROSS PUBLIC CONTRIBUTIONS FOR THE FISCAL YEAR AND DO
NOT COMPENSATE ANYONE IN CONNECTION WITH THE SOLICITATION OF FUNDS
TO UNREGISTER WITH THE DIVISION OF CONSUMER AFFAIRS. THIS
FOUNDATION MEETS THESE REQUIREMENTS AND IS EXEMPT FROM NJ
REGISTRATION.

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

=====

NAME AND ADDRESS

CAROL HEAD
C/O GLENMEDE TRUST CO., N.A.
PHILADELPHIA, PA 19103

FORM 990PF, PART VII-A, LINE 12 EXPLANATIONS
=====

QUALIFYING DISTRIBUTIONS EXPLANATION

SEE THE ATTACHED GIFT RECEIPT AND CONTRIBUTION AGREEMENT.

SECTION 170(c)(2)(B) PURPOSE EXPLANATION

SEE THE ATTACHED GIFT RECEIPT AND CONTRIBUTION AGREEMENT.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: THE GLENMEDE TRUST CO., N.A.

ADDRESS: 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

Grants Paid for the Fiscal Year Ending 2018-12-31

Organization	Amount Purpose of Grant		Date Paid
KH Dominion Foundation			
Organization Name	Address	Amount Purpose of Grant	Date Paid
Animal Charity Evaluators	PO Box 628432, Middleton, WI, 53562	\$5,000.00 Animal Charity Evaluators & 2018 Recommended Charities	12/20/2018
Animal Charity Evaluators	PO Box 628432, Middleton, WI, 53562	\$20,000.00 Grant to Pro-Veg through Animal Charity Evaluators	12/20/2018
Animal Charity Evaluators	PO Box 628432, Middleton, WI, 53562	\$10,000.00 Grant to Albert Schweitzer Foundation through Animal Charity Evaluators	12/20/2018
Animal Charity Evaluators	PO Box 628432, Middleton, WI, 53562	\$10,000.00 Grant to Open Cages through Animal Charity Evaluators	12/20/2018
Animal Charity Evaluators	PO Box 628432, Middleton, WI, 53562	\$10,000.00 Grant to Sinergia Animal through Animal Charity Evaluators	12/20/2018
Animal Equality	8581 Santa Monica Blvd #350, Los Angeles, CA, 90069	\$30,000.00 Animal Equality 2018 Unrestricted Grant	12/24/2018
Compassion Over Killing, Inc.	PO Box 9773, Washington, DC, 20016	\$10,000.00 Unrestricted	11/30/2018
Dawnwatch	PO Box 13, Pacific Palisades, CA, 90272	\$10,000.00 Unrestricted	03/16/2018
Faunalytics	PO Box 6476, Olympia, WA, 98507-6476	\$5,000.00 Unrestricted	12/14/2018
Humane Society of the United States	700 Professional Drive, Gaithersburg, MD, 20879	\$100,000.00For The Farm Animal Protection DTCA	05/31/2018
International Anti-Poaching Foundation Inc	1655 N Fort Myer Drive, No 700, Arlington, VA, 22209	\$60,000.00 Unrestricted	05/31/2018
Mercy For Animals	8033 Sunset Blvd Suite 864, Los Angeles, California, 90046	\$75,000.00 Unrestricted	05/31/2018
National Philanthropic Trust	165 Township Line Rd, Suite 1200, Jenkintown, PA, 19046	\$14,000.00 Contribution to the K&L Fund	12/26/2018
Our Hen House	P.O. Box 310, Germantown, NY, 12526	\$10,000.00 Unrestricted	03/22/2018
St. Hubert's Animal Welfare Center	575 Woodland Avenue, P.O. Box 159, Madison, NJ, 07940	\$15,000.00 For Sister Shelter Program & Encourage Plant Based Foods	03/22/2018
The Good Food Institute	1380 Monroe St NW, Suite 229, Washington, DC, 20010	\$50,000.00 The Good Food Institute creating a healthy, just, and sustainable global food supply	12/21/2018
The Good Food Institute	1380 Monroe St NW, Suite 229, Washington, DC, 20010	\$100,000.00Unrestricted	03/22/2018
The Humane League	PO Box 10476, Rockville, MD, 20849-0476	\$50,000.00 Open Wing Alliance	08/09/2018
Vegan Outreach	1212 Farragut Circle, Davis, CA, 95618	\$10,000.00 Unrestricted	03/27/2018
White Coat Waste Project	910 M Street NW #830, Washington, DC, 20001	\$50,000.00 Unrestricted	05/31/2018
KH Dominion Foundation Total		\$644,000.00	
Grand Total		\$644,000.00	