

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	1,060,385.	599,840.	599,840.	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ *		* 2,050,020.	ATCH 5	
		Less allowance for doubtful accounts ▶	2,250,000.	2,050,020.	2,050,020.	
	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)	132,872.			
	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) ATCH 6	32,615,296.	37,304,855.	38,743,290.	
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)	36,058,553.	39,954,715.	41,393,150.	
17		Accounts payable and accrued expenses				
18		Grants payable				
19		Deferred revenue				
20		Loans from officers, directors, trustees, and other disqualified persons .				
21	Mortgages and other notes payable (attach schedule)					
22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29, and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30					
	26	Capital stock, trust principal, or current funds				
	27	Paid-in or capital surplus, or land, bldg, and equipment fund				
	28	Retained earnings, accumulated income, endowment, or other funds .	36,058,553.	39,954,715.		
	29	Total net assets or fund balances (see instructions)	36,058,553.	39,954,715.		
30	Total liabilities and net assets/fund balances (see instructions)	36,058,553.	39,954,715.			

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 29 (must agree with end-of-year figure reported on prior year's return)	1	36,058,553.
2	Enter amount from Part I, line 27a	2	3,896,162.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	39,954,715.
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 29	6	39,954,715.

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) 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				
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	461,878.	
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

(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))
2018	1,490,645.	38,068,724.	0.039157
2017	1,034,774.	33,796,515.	0.030618
2016	483,176.	26,006,513.	0.018579
2015	485,061.	22,887,031.	0.021194
2014	87,606.	12,954,097.	0.006763
2	Total of line 1, column (d)	2	0.116311
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	0.023262
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	41,127,465.
5	Multiply line 4 by line 3.	5	956,707.
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	55,161.
7	Add lines 5 and 6.	7	1,011,868.
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	1,661,443.

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	55,161.
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	55,161.
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	55,161.
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	93,917.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	51,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	144,917.
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	89,756.
11	Enter the amount of line 10 to be Credited to 2020 estimated tax ☐ 89,756. 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?	X	
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 ☐ 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	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 2019 or the tax year beginning in 2019? 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.		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 ► 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 ► 15		
16 At any time during calendar year 2019, 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?		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 2019?	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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ☐ 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 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)	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 2019?	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	☐	
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		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?		
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 7		0.	0.	0.

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	

Total. Add lines 1 through 3 ▶

Form **990-PF** (2019)

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	364,636.
b	Average of monthly cash balances	1b	716,196.
c	Fair market value of all other assets (see instructions)	1c	40,672,940.
d	Total (add lines 1a, b, and c)	1d	41,753,772.
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	41,753,772.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	626,307.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,127,465.
6	Minimum investment return. Enter 5% of line 5	6	2,056,373.

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	2,056,373.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	55,161.
b	Income tax for 2019 (This does not include the tax from Part VI)	2b	54,721.
c	Add lines 2a and 2b	2c	109,882.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,946,491.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,946,491.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,946,491.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,661,443.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,661,443.
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	55,161.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,606,282.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				1,946,491.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			1,615,491.	
b Total for prior years 20 <u>17</u> , 20 <u>16</u> , 20 <u>15</u>				
3 Excess distributions carryover, if any, to 2019				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e				
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ <u>1,661,443.</u>				
a Applied to 2018, but not more than line 2a			1,615,491.	
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 2019 distributable amount.				45,952.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020.				1,900,539.
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 2014 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

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

NOT APPLICABLE

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, 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) 2019	(b) 2018	(c) 2017	(d) 2016		
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed						
b 85% of line 2a						
c Qualifying distributions from Part XII, line 4, for each year listed						
d Amounts included in line 2c not used directly for active conduct of exempt activities						
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c						
3 Complete 3a, b, or c for the alternative test relied upon						
a "Assets" alternative test - enter						
(1) Value of all assets.						
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)						
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
c "Support" alternative test - enter						
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)						
(3) Largest amount of support from an exempt organization						
(4) Gross investment income						

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

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

ATTACHMENT 8

- 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 ATCH 9				
Total			3a	1,607,285.
b Approved for future payment				
Total			3b	

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

<u>Name</u>	<u>Date Acquired</u>	<u>Acquisition Method</u>	<u>Date Sold</u>	<u>Gross Sales Price</u>	<u>Book Basis</u>	<u>Net Gain/(Loss)</u>
Publicly-traded Securities						
Passthrough K-1 Capital Gain/(Loss) - non UBI				\$ 696,644	\$ 394,738	\$ 301,906
110 Corcoran Property Partners, LLC						\$ 329,001
REO Homes 3, LLC - Distribution in Excess of Basis	5/11/2016	P	8/26/2019	\$ 350,482	\$ 350,000	\$ 482
Section 751 Gain Reclass				\$ 36,421		\$ 36,421
						\$ (305,769)
Total included in Part IV				\$ 1,083,547	\$ 744,738	\$ 362,041
Passthrough K-1 Capital Gain/(Loss) - UBI						\$ 908
Part I, Line 6a Total						\$ 362,949

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GUARANTEED PAYMENTS - 110 CORCORAN PTRS	1,381,709.	1,381,709.
K-1 INC/LOSS GENESIS ENERGY, L.P	-84,411.	973.
K-1 INC/LOSS KAYNE ANDERSON REAL ESTATE	333,391.	333,391.
K-1 INC/LOSS LAUNCHTIME III LLC	-41.	-41.
K-1 INC/LOSS MIT PRIVATE EQUITY FUND IV,	1,339.	1,019.
K-1 INC/LOSS REO HOMES 3, LLC	64,379.	
K-1 INC/LOSS SUJA LIFE LLC	230.	230.
K-1 INC/LOSS TARRANT UPGRADE, LP	54.	54.
K-1 INC/LOSS THE RISE FUND (A), L.P	15,586.	14,687.
K-1 INC/LOSS THE RISE FUND AIV II LP	-95.	-97.
K-1 INC/LOSS THE RISE FUND DE AIV II, LP	7,013.	48.
K-1 INC/LOSS TOP EQUITY II-A, L.P	-206.	-212.
K-1 INC/LOSS TPG CLO ADVISERS EQUITY II	279,620.	279,620.
K-1 INC/LOSS TPG GROWTH SPECTRE CO-INVES	347.	347.
K-1 INC/LOSS TRICOLOR CLEANTECH CAPITAL,	12,901.	12,901.
FEDERAL TAX REFUND	164,995.	
INTEREST INCOME FROM NOTES	3,236,263.	3,236,263.
SEC 751 GAIN ON SALE GENESIS ENERGY, L.P	305,769.	
TOTALS	<u>5,718,843.</u>	<u>5,260,892.</u>

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
TRANSLATION SERVICES	70.		70.
IT SERVICES	205.	110.	95.
TOTALS	<u>275.</u>	<u>110.</u>	<u>165.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
990-PF ESTIMATED TAX FOR 2019	55,900.
990-T 1ST EXTENSION FOR 2018	253,000.
TOTALS	<u>308,900.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	41,500.		41,500.
BANK CHARGES	113.	113.	
K-1 EXP GENESIS ENERGY, L.P	6,109.	1,133.	
K-1 EXP KAYNE ANDERSON REAL ES	35,470.	35,470.	
K-1 EXP LAUDERDALE ESTATES HOL	641.	641.	
K-1 EXP LAUNCHTIME III LLC	268.	268.	
K-1 EXP MIT PRIVATE EQUITY FUN	772.	556.	
K-1 EXP SUJA LIFE LLC	230.		
K-1 EXP TARRANT UPGRADE, LP	2,533.	2,533.	
K-1 EXP THE RISE FUND (A), L.P	145,035.	144,270.	
K-1 EXP THE RISE FUND AIV II L	11,344.	8,937.	
K-1 EXP THE RISE FUND DE AIV I	2,330.	2,322.	
K-1 EXP TOP EQUITY II-A, L.P	563.	563.	
K-1 EXP TPG CLO ADVISERS EQUIT	12,187.	12,187.	168.
K-1 EXP TPG GROWTH SPECTRE CO-	223.	223.	35.
PAYROLL PROCESSING FEES	168.		345.
STATE OR LOCAL FILING FEES	35.		
WEBSITE HOSTING/SUPPORT	345.		
TOTALS	259,866.	209,216.	42,048.

ATTACHMENT 5FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: LEESA SLEEP, LLC
ORIGINAL AMOUNT: 300,000.
INTEREST RATE: 6.0000 %
DATE OF NOTE: 09/04/2019
MATURITY DATE: 12/31/2021
REPAYMENT TERMS: TWO TIMES OUTSTANDING PRINCIPAL & ACCRUED INTEREST
SECURITY PROVIDED: SECURITY INTEREST IN COMPANY'S ASSETS
PURPOSE OF LOAN: INVESTMENTS
DESCRIPTION AND FMV OF CONSIDERATION: CASH 300,000.

BEGINNING BALANCE DUE

ENDING BALANCE DUE 300,000.

ENDING FAIR MARKET VALUE 300,000.

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

BEGINNING BALANCE DUE 2,250,000.

ENDING BALANCE DUE 1,750,020.

ENDING FAIR MARKET VALUE 1,750,020.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 2,250,000.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 2,050,020.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 2,050,020.

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
KAYNE ANDERSON REAL ESTATE DEB	2,139,073.	2,136,253.
LAUDERDALE ESTATES HOLDING CO	22,924.	6,950.
LAUNCHTIME III LLC	201,371.	262,148.
MIT PRIVATE EQUITY FUND IV, LP	40,401.	60,961.
REO HOMES 3, LLC		500,000.
STX FILMWORKS, INC	388,802.	450,000.
SUJA LIFE LLC		1,000.
TARRANT UPGRADE, LP	652,306.	649,928.
THE RISE FUND (A), L.P	2,245,887.	2,879,124.
THE RISE FUND AIV II LP	549,032.	703,351.
THE RISE FUND DE AIV II, LP	79,699.	122,444.
TOP EQUITY II-A, L.P	63,538.	79,125.
TPG CLO ADVISERS EQUITY II LP	2,832,334.	2,815,469.
TPG GROWTH SPECTRE CO-INVEST,	1,550.	1,500.
TRICOLOR CLEANTECH CAPITAL, LL	262,901.	250,000.
MULLIGAN FUNDING LLC - NET ADV	27,825,037.	27,825,037.
TOTALS	<u>37,304,855.</u>	<u>38,743,290.</u>

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)	
696,644.		PUBLICLY-TRADED SECURITIES					401,743.	
		294,901.						
		PASSTHROUGH K1 CAPITAL GAIN/(LOSS)					329,001.	
		SEC 751 GAIN ON SALE OF PTSHP RECLASS					-305,769.	
		305,769.						
350,482.		110 CORCORAN PROPERTY PARTNERS, LLC				P	05/11/2016	08/26/2019
		350,000.					482.	
36,421.		REO HOMES 3, LLC - DISTRIB IN EXCESS OF					36,421.	
TOTAL GAIN (LOSS)							<u>461,878.</u>	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7

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

ATTACHMENT 8

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

MICHAEL R STONE
KAREN M STONE

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BIG BROTHERS BIG SISTERS OF SAN DIEGO COUNTY INC 4305 UNIVERSITY AVE STE 300 SAN DIEGO, CA 92105	N/A PC	GENERAL & UNRESTRICTED	40,000
BISHOPS SCHOOL 7607 LA JOLLA BLVD LA JOLLA, CA 92037	N/A PC	GENERAL & UNRESTRICTED	6,400
BISHOPS SCHOOL 7607 LA JOLLA BLVD LA JOLLA, CA 92037	N/A PC	BISHOPS ANNUAL FUND	25,000
COMMUNITY FOUNDATION OF GREATER FLINT 500 S SAGINAW ST STE 200 FLINT, MI 48502	N/A PC	GENERAL & UNRESTRICTED	4,000
COMPUTERS 2 SD KIDS 8324 MIRAMAR MALL SAN DIEGO, CA 92121	N/A PC	GENERAL & UNRESTRICTED	500
DUKE UNIVERSITY PO BOX 90600 DURHAM, NC 27708	N/A PC	DUKE LEMUR CENTER'S MADAGASCAR CONSERVATION PROGRAMS FUND	2,500

ATTACHMENT 9

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A	PC	ATHLETICS DEPARTMENT	400,000
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A	PC	DUKE ATHLETICS	150,000
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A	PC	DUKE LIBRARIES ANNUAL FUND	25,000
DUKE UNIVERSITY PO BOX 90581 DURHAM, NC 27708	N/A	PC	FUQUA ANNUAL FUND	20,000
FRIENDS OF VISTA HILL FOUNDATION 8910 CLAIREMONT MESA BLVD SAN DIEGO, CA 92123	N/A	PC	GENERAL & UNRESTRICTED	2,500
FRIENDS OF VISTA HILL FOUNDATION 8910 CLAIREMONT MESA BLVD SAN DIEGO, CA 92123	N/A	PC	CHARITABLE EVENT	2,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
GOT QUESTIONS MINISTRIES 6050 STETSON HILLS BLVD 254 COLORADO SPRINGS, CO 80923	N/A PC		GENERAL & UNRESTRICTED	7,500
HARVARD BUSINESS SCHOOL PO BOX 412275 BOSTON, MA 02241	N/A PC		GENERAL & UNRESTRICTED	25,000
INTERNATIONAL RESCUE COMMITTEE INC 5348 UNIVERSITY AVE #205 SAN DIEGO, CA 92105	N/A PC		GENERAL & UNRESTRICTED	3,000
INTERNATIONAL RESCUE COMMITTEE INC 5348 UNIVERSITY AVE #205 SAN DIEGO, CA 92105	N/A PC		SAN DIEGO'S GOALS PROGRAM	675
JEWISH FEDERATION OF SAN DIEGO COUNTY 4950 MURPHY CANYON RD SAN DIEGO, CA 92123	N/A PC		GENERAL & UNRESTRICTED	100
JUVENILE DIABETES RESEARCH FOUNDATION 5677 OBERLIN DR, STE 110 SAN DIEGO, CA 92121	N/A PC		CHARITABLE EVENT	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAKE CHAMPLAIN COMMITTEE INC 208 FLYNN AVENUE BUILDING 3STE F BURLINGTON, VT 05401	N/A PC	GENERAL & UNRESTRICTED	1,000
LIBRARY OF CONGRESS 101 INDEPENDENCE AVE SE WASHINGTON, DC 20540	N/A GOV	GENERAL & UNRESTRICTED	50,000
MARITIME MUSEUM ASSOCIATION OF SAN DIEGO 1492 N HARBOR DR SAN DIEGO, CA 92101	N/A PC	LIBRARY	500
MARLEYS MUTTS DOG RESCUE 24890 HAVEN LN TEHACHAPI, CA 93561	N/A PC	GENERAL & UNRESTRICTED	7,500
ME TO WE FOUNDATION 6500 MAIN ST STE 5 WILLIAMSVILLE, NY 14221	N/A PC	GENERAL & UNRESTRICTED	500,000
NORMAN B LEVENTHAL MAP CENTER INC 700 BOYLSTON ST BOSTON, MA 02116	N/A PC	GENERAL & UNRESTRICTED	2,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PEDAL THE CAUSE - SAN DIEGO 2445 5TH AVE STE 402 SAN DIEGO, CA 92101	N/A PC	GENERAL & UNRESTRICTED	1,500
PRO KIDS GOLF ACADEMY INC 4085 52ND ST SAN DIEGO, CA 92105	N/A PC	GENERAL & UNRESTRICTED	22,500
REGENTS OF THE UNIVERSITY OF CALIFORNIA AT SAN DIE 9500 GILMAN DR MC# 0940 LA JOLLA, CA 92093	N/A PC	RED ALGAE ASPARAGOPSIS TAXIFORMIS PROJECT (R-86V86)	5,000
SALK INSTITUTE FOR BIOLOGICAL STUDIES 10010 N TORREY PINES RD LA JOLLA, CA 92037	N/A PC	GENERAL & UNRESTRICTED	8,860
SHELburne FARMS 1611 HARBOR RD SHELburne, VT 05482	N/A PC	GENERAL & UNRESTRICTED	60,000
SKIDMORE COLLEGE 815 N BROADWAY SARATOGA SPRINGS, NY 12866	N/A PC	GENERAL & UNRESTRICTED	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE GILLISPIE SCHOOL 7380 GIRARD AVE LA JOLLA, CA 92037	N/A PC		GENERAL & UNRESTRICTED	157,500
TINY OPERA HOUSE 2330 1ST AVE UNIT 308 SAN DIEGO, CA 92101	N/A PC		GENERAL & UNRESTRICTED	2,500
UC SAN DIEGO FOUNDATION 9500 GILMAN DR MC 0553 LA JOLLA, CA 92093	N/A PC		RADY SCHOOL OF MANAGEMENT	25,000
VIETNAM FOUNDATION 500 5TH ST NW WASHINGTON, DC 20001	N/A PC		GENERAL & UNRESTRICTED	1,000
VOICES FOR CHILDREN 2851 MEADOW LARK DR SAN DIEGO, CA 92123	N/A PC		GENERAL & UNRESTRICTED	25,000
WALDEN ENVIRONMENT 8525 GIBBS DR STE 100 SAN DIEGO, CA 92123	N/A PC		GENERAL & UNRESTRICTED	2,750
TOTAL CONTRIBUTIONS PAID				<u>1,607,285</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 10

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME	
		AMOUNT	CODE	AMOUNT	
K-1 INC/LOSS	525990	-12,813.	14	642,920.	
FEDERAL TAX REFUND			01	164,995.	
SEC 751 GAIN ON SALE OF PTSHP	525990	305,769.			
INTEREST INCOME FROM NOTES			14	3,236,263.	
GUARANTEED PAYMENT - PARTNERSHIP			14	1,381,709.	
TOTALS		<u>292,956.</u>		<u>5,425,887.</u>	