

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation GRACE S AND W LINTON NELSON FOUNDATION		A Employer identification number 22-2583922	
Number and street (or P.O. box number if mail is not delivered to street address) 150 N RADNOR CHESTER ROAD F200		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code RADNOR, PA 19087		B Telephone number (see instructions) (610) 977-2488	
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here..... 2. Foreign organizations meeting the 85% test, check here and attach computation ...	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 22,212,209		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	186,486	186,486		
	4 Dividends and interest from securities	199,404	199,404		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	668,444			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		668,444		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,054,334	1,054,334		
	13 Compensation of officers, directors, trustees, etc.	202,380	0		202,380
	14 Other employee salaries and wages	57,300	0		57,300
	15 Pension plans, employee benefits	21,592	0		21,592
	16a Legal fees (attach schedule)	10	0		10
	b Accounting fees (attach schedule)	17,273	0		17,273
	c Other professional fees (attach schedule)	128,617	127,797		820
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	36,861	0		15,750
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	17,646	0		17,646
	21 Travel, conferences, and meetings	296	0		296
	22 Printing and publications				
	23 Other expenses (attach schedule)	43,197	18,211		24,986
	24 Total operating and administrative expenses. Add lines 13 through 23	525,172	146,008		358,053
	25 Contributions, gifts, grants paid	803,500			803,500
	26 Total expenses and disbursements. Add lines 24 and 25	1,328,672	146,008		1,161,553
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-274,338			
	b Net investment income (if negative, enter -0-)		908,326		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	643,831	1,087,624	1,087,624
	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 ▶ _____			
	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)	11,658,017	13,642,518	13,642,518
	c Investments—corporate bonds (attach schedule)	4,334,123	4,693,147	4,693,147
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	3,142,267	2,787,060	2,787,060
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	1,860	1,860	1,860	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	19,780,098	22,212,209	22,212,209	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (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	19,780,098	22,212,209	
	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			
29 Total net assets or fund balances (see instructions)	19,780,098	22,212,209		
30 Total liabilities and net assets/fund balances (see instructions) .	19,780,098	22,212,209		

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	19,780,098
2 Enter amount from Part I, line 27a	2	-274,338
3 Other increases not included in line 2 (itemize) ▶ _____	3	2,706,449
4 Add lines 1, 2, and 3	4	22,212,209
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	22,212,209

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a See Additional Data Table			
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	668,444
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 does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	973,730	21,247,455	0.045828
2017	1,038,718	20,935,971	0.049614
2016	1,004,955	19,726,808	0.050944
2015	1,028,586	20,923,747	0.049159
2014	791,634	21,107,385	0.037505

2 Total of line 1, column (d)	2	0.233050
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	0.046610
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	20,888,946
5 Multiply line 4 by line 3	5	973,634
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,083
7 Add lines 5 and 6	7	982,717
8 Enter qualifying distributions from Part XII, line 4 ,	8	1,161,553

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part 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	9,083
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	9,083
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	9,083
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	19,080
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	19,080
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	9,997
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 9,997 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA		
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? <i>If "No," attach explanation .</i>	Yes	
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 taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.NELSONFOUNDATIONPA.ORG</u>	13	Yes	
14	The books are in care of ► <u>ALEXANDRA A ALDRIDGE</u> Telephone no. ► <u>(610) 977-2488</u>			

Located at ► 150 N RADNOR CHESTER RD F200 RADNOR PAZIP+4 ► 19087

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 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?	16	Yes	No
	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.**

1a	During the year did the foundation (either directly or indirectly):		Yes	No
	(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		No
	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		No
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 (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? ☐ Yes ☒ No			
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
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. ► 20____, 20____, 20____, 20____			
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 Schedule C, Form 4720, 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		No
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		No

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

5a	During the year did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b	
	Organizations relying on a current notice regarding disaster assistance check here. 	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		7b	
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 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, 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
See Additional Data Table				
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. 				0

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

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

[illegible]

Total number of others receiving over \$50,000 for professional services.	0
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Part IX-A	Summary of Direct Charitable Activities
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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		
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	20,496,874
b	Average of monthly cash balances.	1b	708,318
c	Fair market value of all other assets (see instructions).	1c	1,860
d	Total (add lines 1a, b, and c).	1d	21,207,052
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	21,207,052
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	318,106
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,888,946
6	Minimum investment return. Enter 5% of line 5.	6	1,044,447

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	1,044,447
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	9,083
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	9,083
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,035,364
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,035,364
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,035,364

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	1,161,553
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,161,553
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	9,083
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,152,470

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				1,035,364
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				7,754
e From 2018.				
f Total of lines 3a through e.	7,754			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 1,161,553				
a Applied to 2018, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2019 distributable amount.				1,035,364
e Remaining amount distributed out of corpus	126,189			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	133,943			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	133,943			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				7,754
d Excess from 2018.				
e Excess from 2019.				126,189

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

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(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

	Tax year	Prior 3 years			(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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).)

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.

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 e-mail address of the person to whom applications should be addressed:

SEE BELOW
150 N RADNOR CHESTER RD F200
RADNOR, PA 19087
(610) 977-2488
N/A

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

THE FOUNDATION USES AN ONLINE GRANT SYSTEM REQUIRING ALL FUNDING REQUESTS AND FOLLOW-UPS TO BE SUBMITTED ONLINE. THE SYSTEM CAN BE ACCESSED BY GOING TO THE APPLYING FOR A GRANT PAGE OF THE FOUNDATION'S WEBSITE (HTTP://WWW.NELSONFOUNDATIONPA.ORG/APPLYING/INDEX.HTML) AND CLICKING ON THE "ENTER APPLICATION AREA". AS OF JANUARY 1, 2013, THE FOUNDATION ADDED A LETTER OF INQUIRY (LOI) PHASE TO ITS APPLICATION PROCESS. AFTER REVIEW OF THE LOI BY THE FOUNDATION, SELECTED APPLICANTS MAY BE MOVED ON TO THE APPLICATION PHASE.

c Any submission deadlines:

SEE STATEMENT 13

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

SEE STATEMENT 14

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	803,500
b <i>Approved for future payment</i> See Additional Data Table				
Total			▶ 3b	867,500

Enter gross amounts unless otherwise indicated.

[illegible]

Part XVII

- | | | | | |
|---|--|----|--|----|
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees. | 1c | | No |
| 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

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

Sign Here ***** Signature of officer or trustee	2020-10-30 Date	***** Title
---	-------------------------------------	---------------------------------

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00749373
	JENNIFER SOLOT				
	Firm's name ▶ BBD LLP				Firm's EIN ▶ 23-2896692
	Firm's address ▶ 1835 MARKET STREET 3RD FLOOR PHILADELPHIA, PA 19103				Phone no. (215) 567-7770

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
MILLCREEK LONG TERM CAPITAL GAIN DIVIDENDS	P		
MILL CREEK A/C 0594 SHORT TERM	P		
MILL CREEK A/C 0594 LONG TERM	P		
MILL CREEK A/C 3797 SHORT TERM	P		
MILL CREEK A/C 3797 LONG TERM	P		
MILLCREEK ABSOLUTE RETURN	P		
MILLCREEK PRIVATE EQUITY IV	P		
MILLCREEK PRIVATE EQUITY V	P		
MILLCREEK K-1 GAINS ADJUSTMENT	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
130,592			130,592
4,062,868		3,979,435	83,433
929,080		909,729	19,351
474,398		468,761	5,637
5,424,877		5,074,671	350,206
65,747			65,747
18,660			18,660
1,601			1,601
		6,783	-6,783

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			130,592
			83,433
			19,351
			5,637
			350,206
			65,747
			18,660
			1,601
			-6,783

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ALEXANDRA A ALDRIDGE	DIRECTOR, PRESIDENT 40.00	183,900	18,480	0
150 N RADNOR CHESTER RD SUITE F200 RADNOR, PA 19087				
DONNA S LINDNER	DIRECTOR, SECRETARY 1.50	0	0	0
150 N RADNOR CHESTER RD SUITE F200 RADNOR, PA 19087				
BETH A COYNE	DIRECTOR, TREASURER 1.50	0	0	0
150 N RADNOR CHESTER RD SUITE F200 RADNOR, PA 19087				
ANTONIO C WILLIAMS	DIRECTOR 1.50	0	0	0
150 N RADNOR CHESTER RD SUITE F200 RADNOR, PA 19087				
CAROLINA C DIGIORGIO	DIRECTOR 1.50	0	0	0
150 N RADNOR CHESTER RD SUITE F200 RADNOR, PA 19087				
SONYA W WEIGLE	DIRECTOR 1.50	0	0	0
150 N RADNOR CHESTER RD SUITE F200 RADNOR, PA 19087				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACHIEVE NOW 1735 MARKET STREET SUITE A 500 PHILADELPHIA, PA 19103	NONE	PC	GENERAL OPERATING SUPPORT	12,500
AFTER SCHOOL ACTIVITIES PARTNERSHIPS 1520 LOCUST STREET SUITE 1104 PHILADELPHIA, PA 19102	NONE	PC	CAPACITY BUILDING	43,500
AFTER SCHOOL ACTIVITIES PARTNERSHIPS 1520 LOCUST STREET SUITE 1104 PHILADELPHIA, PA 19102	NONE	PC	GENERAL OPERATING SUPPORT	12,500
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AFTER-SCHOOL ALL-STARSPHILADELPHIA 1501 CHERRY STREET PHILADELPHIA, PA 19102	NONE	PC	DIRECTOR'S GRANT - GENERAL OPERATING	2,500
AFTER-SCHOOL ALL-STARSPHILADELPHIA 1501 CHERRY STREET PHILADELPHIA, PA 19102	NONE	PC	GENERAL OPERATING SUPPORT	10,000
ASIAN AMERICANS UNITED 1023 CALLOWHILL STREET PHILADELPHIA, PA 19123	NONE	PC	GENERAL OPERATING SUPPORT	12,500
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUBS OF THE NORTH VALLEY 601 WALL STREET CHICO, CA 95928	NONE	PC	WILDFIRE RESPONSE	2,000
BREAKTHROUGH OF GREATER PHILADELPHIA 34 W COULTER ST PHILADELPHIA, PA 19144	NONE	PC	GENERAL OPERATING SUPPORT	15,000
CASA OF PHILADELPHIA COUNTY 1501 CHERRY STREET PHILADELPHIA, PA 19102	NONE	PC	GENERAL OPERATING SUPPORT	12,500
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CASA YOUTH ADVOCATES INC PO BOX 407 26 E 4TH STREET MEDIA, PA 19063	NONE	PC	CAPACITY BUILDING	100,000
CASA YOUTH ADVOCATES INC PO BOX 407 26 E 4TH STREET MEDIA, PA 19063	NONE	PC	GENERAL OPERATING SUPPORT	15,000
CENTRO NUEVA CREACION 185 W TIOGA STREET PHILADELPHIA, PA 19140	NONE	PC	GENERAL OPERATING SUPPORT	12,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHESTER EDUCATION FOUNDATION 419 AVENUE OF THE STATES SUITE 700 CHESTER, PA 190134444	NONE	PC	GENERAL OPERATING SUPPORT	12,500
CHESTER EDUCATION FOUNDATION 419 AVENUE OF THE STATES SUITE 700 CHESTER, PA 190134444	NONE	PC	GRACE NELSON AWARD	10,000
COATESVILLE YOUTH INITIATIVE 545 EAST LINCOLN HIGHWAY COATESVILLE, PA 19320	NONE	PC	GENERAL OPERATING SUPPORT	15,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLLEGE POSSIBLE PHILADELPHIA 2000 HAMILTON STREET SUITE 303 PHILADELPHIA, PA 19130	NONE	PC	GENERAL OPERATING SUPPORT	10,000
CRADLES TO CRAYONS 4700 WISSAHICKON AVENUE SUITE 142 PHILADELPHIA, PA 19144	NONE	PC	DIRECTOR'S GRANT - GENERAL OPERATING	2,500
CRADLES TO CRAYONS 4700 WISSAHICKON AVENUE SUITE 142 PHILADELPHIA, PA 19144	NONE	PC	GRACE NELSON AWARD	10,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS ASSOCIATION FOR CARE AND PROTECTION OF CHILDREN 113 WEST CHESTNUT STREET WEST CHESTER, PA 19380	NONE	PC	GENERAL OPERATING SUPPORT	12,500
GRACE COMMUNITYS RESOURCE AND EMPOWERMENT CENTER INC 1213 CENTRAL AVE CHESTER, PA 19013	NONE	PC	DIRECTOR'S GRANT - GENERAL OPERATING	5,000
HEALTHY NEWSWORKSPO BOX 431 DREXEL HILL, PA 19026	NONE	PC	CAPACITY BUILDING	25,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HEALTHY NEWSWORKSPO BOX 431 DREXEL HILL, PA 19026	NONE	PC	GENERAL OPERATING SUPPORT	10,000
HORIZONS AT THE EPISCOPAL ACADEMY 1785 BISHOP WHITE DRIVE NEWTOWN SQUARE, PA 19073	NONE	PC	GENERAL OPERATING SUPPORT	12,500
INN DWELLING109 E PRICE STREET PHILADELPHIA, PA 19144	NONE	PC	GENERAL OPERATING SUPPORT	12,500
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LIFE AND BASKETBALL 520 RUTGERS AVE SWARTHMORE, PA 19081	NONE	PC	GENERAL OPERATING SUPPORT	10,000
MIGHTY WRITERS1501 CHRISTIAN ST PHILADELPHIA, PA 19146	NONE	PC	GENERAL OPERATING SUPPORT	12,500
MONTGOMERY CHILD ADVOCACY PROJECT (MCAP) 409 CHERRY ST NORRISTOWN, PA 19401	NONE	PC	CAPACITY BUILDING	60,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MONTGOMERY CHILD ADVOCACY PROJECT (MCAP) 409 CHERRY ST NORRISTOWN, PA 19401	NONE	PC	GENERAL OPERATING SUPPORT	10,000
NEIGHBORHOOD BIKE WORKS 3943 LANCASTER AVE PHILADELPHIA, PA 19104	NONE	PC	GENERAL OPERATING SUPPORT	10,000
NORRIS SQUARE NEIGHBORHOOD PROJECT 2141 N HOWARD STREET PHILADELPHIA, PA 19122	NONE	PC	GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ONE HOUSE AT A TIME 411 SUSQUEHANNA ROAD AMBLER, PA 19002	NONE	PC	GENERAL OPERATING SUPPORT	12,500
PARKESBURG POINT YOUTH CENTER 700 MAIN STREET PO BOX 731 PARKESBURG, PA 19365	NONE	PC	GENERAL OPERATING SUPPORT	10,000
PENNSYLVANIA VOICE 123 SOUTH BROAD STREET SUITE 630 PHILADELPHIA, PA 19109	NONE	PC	2020 CENSUS SUPPORT	10,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHILADELPHIA CITY ROWING 450 PLYMOUTH ROAD SUITE 305 PLYMOUTH MEETING, PA 19462	NONE	PC	GENERAL OPERATING SUPPORT	12,000
PHILADELPHIA YOUTH BASKETBALL (PYB) 1735 MARKET STREET PHILADELPHIA, PA 19103	NONE	PC	GENERAL OPERATING SUPPORT	10,000
PLAY ON PHILLY 1520 LOCUST ST STE 901 PHILADELPHIA, PA 19102	NONE	PC	GENERAL OPERATING SUPPORT	10,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PLAYWORKS PENNSYLVANIA 2244 FITZWATER STREET PHILADELPHIA, PA 19146	NONE	PC	GENERAL OPERATING SUPPORT	15,000
PROVIDENCE CENTER 2557 N 5TH STREET PHILADELPHIA, PA 19133	NONE	PC	YOUTH PROGRAMS	10,000
ROCK TO THE FUTURE 1201 N 3RD STREET 283 PHILADELPHIA, PA 19122	NONE	PC	GENERAL OPERATING SUPPORT	12,500
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RSVP901 EAST 8TH STREET SUITE 200 KING OF PRUSSIA, PA 19406	NONE	PC	PROTEGE	10,000
SPARK PHILADELPHIA 1501 CHERRY STREET PHILADELPHIA, PA 19102	NONE	PC	GENERAL OPERATING SUPPORT	12,000
SQUASHSMARTS INC 3890 N 10TH STREET PHILADELPHIA, PA 19140	NONE	PC	GENERAL OPERATING SUPPORT	12,500
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST NORBERT CATHOLIC SCHOOL 6 GREENLAWN ROAD PAOLI, PA 19301	NONE	PC	DIRECTOR'S GRANT - GENERAL OPERATING	5,000
STARFINDER FOUNDATION 4015 MAIN STREET PHILADELPHIA, PA 19127	NONE	PC	GENERAL OPERATING SUPPORT	12,500
STUDENTS RUN PHILLY STYLE 1819 JOHN F KENNEDY BOULEVARD SUITE 480 PHILADELPHIA, PA 19103	NONE	PC	GENERAL OPERATING SUPPORT	15,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TALLER PUERTORRIQUEO INC 2600 N 5TH ST PHILADELPHIA, PA 19133	NONE	PC	GENERAL OPERATING SUPPORT	10,000
THE ATTIC YOUTH CENTER 255 S 16TH STREET PHILADELPHIA, PA 19102	NONE	PC	GENERAL OPERATING SUPPORT	10,000
TRELLIS FOR TOMORROW 30 HALL STREET SUITE 302 PHOENIXVILLE, PA 19460	NONE	PC	GENERAL OPERATING SUPPORT	12,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
UNITED WAY OF GREATER PHILADELPHIA AND SOUTHERN NEW JERSEY 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103	NONE	PC	RISE PROGRAM	25,000
WAGNER FREE INSTITUTE OF SCIENCE 1700 WEST MONTGOMERY AVENUE PHILADELPHIA, PA 19121	NONE	PC	GEEKIDS AND SNAP	10,000
YOUNGMOMSP.O BOX 376 KENNETT SQUARE, PA 19348	NONE	PC	CAPACITY BUILDING	50,000
Total ▶ 3a				803,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUNGMOMSPO BOX 376 KENNETT SQUARE, PA 19348	NONE	PC	DIRECTOR'S GRANT - GENERAL OPERATING	2,500
YOUNGMOMSPO BOX 376 KENNETT SQUARE, PA 19348	NONE	PC	GENERAL OPERATING SUPPORT	12,500
YOUTH SENTENCING & REENTRY PROJECT 1528 WALNUT ST SUITE 515 PHILADELPHIA, PA 19102	NONE	PC	DIRECTORS GRANT - GENERAL OPERATING	2,500
Total ▶ 3a				803,500

TY 2019 Accounting Fees Schedule**Name:** GRACE S AND W LINTON NELSON FOUNDATION**EIN:** 22-2583922

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	17,273	0		17,273

TY 2019 General Explanation Attachment**Name:** GRACE S AND W LINTON NELSON FOUNDATION**EIN:** 22-2583922**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		FORM 990-PF, PART XV, LINE 2C, SUBMISSION DEADLINES.	IN THE CORE GRANT PROGRAM, LETTER OF INQUIRY (LOI) DEADLINES WERE JANUARY 19 AND JULY 26 AND (IF INVITED) APPLICATION DEADLINES WERE FEBRUARY 21 AND AUGUST 30. THE CAPACITY BUILDING PROGRAM IS BY INVITATION ONLY AND HAS ROLLING DEADLINES.

General Explanation Attachment

Identifier	Return Reference	Explanation	
2		FORM 990-PF, PART XV, LINE 2D, RESTRICTIONS ON LIMITATIONS AND AWARDS.	WE FUND 501(C)(3) ORGANIZATIONS THAT EXPAND OPPORTUNITIES FOR CHILDREN AND YOUTH TO BECOME RESPONSIBLE, PRODUCTIVE AND ENGAGED MEMBERS OF THEIR COMMUNITIES BY IMPROVING THEIR ACADEMIC, CHARACTER AND LEADERSHIP DEVELOPMENT. WE FOCUS ON SUPPORTING THE DEVELOPMENT OF THOSE AGES 6 TO 18 BUT SUPPORT IS NOT LIMITED TO THAT AGE GROUP. ORGANIZATIONS UNDER \$5 MILLION IN BUDGET SIZE ARE WELCOME TO APPLY , AS WE BELIEVE THAT IMPACT MAY BE GREATEST SUPPORTING SMALLER ORGANIZATIONS. FUNDING IS RESTRICTED TO ORGANIZATIONS IN CHESTER, DELAWARE, MONTGOMERY AND PHILADELPHIA COUNTIES IN PA. FUNDING MAY INCLUDE GENERAL OPERATING, PROGRAM AND ORGANIZATIONAL CAPACITY BUILDING SUPPORT. WE ARE FOCUSED ON SUPPORTING NON-PROFIT ORGANIZATIONS WHOSE WORK ALIGNS WELL WITH OUR STRATEGIC PRIORITIES TO: FILL GAPS IN LIFE SKILLS EDUCATION AND EXPERIENCE THAT WILL PREPARE FOR SUCCESS IN PERSONAL LIVES, EDUCATION, WORKPLACE AND COMMUNITIES; INVEST IN STRENGTHENING ORGANIZATIONS WHOSE PROGRAMS ARE ALIGNED WITH THE FOUNDATION'S MISSION; AND PROVIDE FOR UNMET NEEDS THAT HINDER DEVELOPMENT.

TY 2019 Investments Corporate Bonds Schedule

Name: GRACE S AND W LINTON NELSON FOUNDATION

EIN: 22-2583922

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MILL CREEK INVESTMENTS	4,693,147	4,693,147

TY 2019 Investments Corporate Stock Schedule**Name:** GRACE S AND W LINTON NELSON FOUNDATION**EIN:** 22-2583922**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MILL CREEK INVESTMENTS	13,642,518	13,642,518

TY 2019 Investments - Other Schedule

Name: GRACE S AND W LINTON NELSON FOUNDATION

EIN: 22-2583922

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MILL CREEK INVESTMENTS	AT COST	2,787,060	2,787,060

TY 2019 Legal Fees Schedule**Name:** GRACE S AND W LINTON NELSON FOUNDATION**EIN:** 22-2583922

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	10	0		10

TY 2019 Other Assets Schedule

Name: GRACE S AND W LINTON NELSON FOUNDATION

EIN: 22-2583922

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SECURITY DEPOSIT	1,860	1,860	1,860

TY 2019 Other Expenses Schedule**Name:** GRACE S AND W LINTON NELSON FOUNDATION**EIN:** 22-2583922**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	21,978	0		21,978
INSURANCE	1,499	0		1,499
PAYROLL SERVICE FEES	1,509	0		1,509
INVESTMENT EXPENSES - MILL CREEK PRIVATE EQUITY	18,211	18,211		0

TY 2019 Other Increases Schedule**Name:** GRACE S AND W LINTON NELSON FOUNDATION**EIN:** 22-2583922

Description	Amount
MILL CREEK PRIVATE EQUITY IV - BOOK TO TAX DIFFERENCES	18,471
CURRENT YEAR UNREALIZED GAIN	2,687,978

TY 2019 Other Professional Fees Schedule**Name:** GRACE S AND W LINTON NELSON FOUNDATION**EIN:** 22-2583922

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT & ADVISORY FEES	127,797	127,797		0
INFORMATION TECHNOLOGY	820	0		820

TY 2019 Taxes Schedule**Name:** GRACE S AND W LINTON NELSON FOUNDATION**EIN:** 22-2583922

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	15,750	0		15,750
EXCISE TAXES	21,111	0		0